

**PROXY VOTE FORM FOR MEMBERS UNABLE TO ATTEND ANNUAL MEETING**

If no instruction is given with respect to the Proposal below, the Proxy will be voted for the Proposal. The undersigned, being a member entitled to vote at the annual meeting, hereby appoints:

(CHECK ONE):

President of the Idaho Women Lawyers, Inc. (the “**Corporation**”); or

\_\_\_\_\_

as its Proxy, with full power of substitution, to vote as instructed below at the annual meeting to be held on April 3, 2013, or any continuation or adjournment thereof:

**Voting**

Please check the appropriate line for the Proposal below, and then date, sign and return this Proxy Vote Form to Idaho Women Lawyers, Attn: Nicole Pantera, Hawley Troxell Ennis & Hawley LLP, 877 Main Street, Boise, Idaho 83702 or via e-mail to npantera@hawleytroxell.com, to be received by April 2, 2013. Proxies received after April 2, 2013 will not be considered.

**PROPOSAL :** To amend and restate the Corporation’s Articles of Incorporation to revise the mission statement, provide for indemnification as authorized by the Idaho Nonprofit Corporation Act and clarify certain provisions regarding the Corporation’s desire to operate as a business league under Internal Revenue Code Section 501(c)(6) (the “**Amended and Restated Articles**”).

FOR: \_\_\_\_\_

AGAINST: \_\_\_\_\_

**Signature**

DATE: \_\_\_\_\_

MEMBER (SIGNATURE): \_\_\_\_\_

MEMBER NAME (TYPED OR PRINTED): \_\_\_\_\_