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We can either have an election that is rammed through on the basis of flaunted and broken rules, or we can follow an orderly process based on the rules that we have agreed to for governance of the Conference.

In order to ensure that the election is properly and legally conducted in accordance with the Conference's governing bylaws, the *Processes and Procedures of the Conference of Presidents*, as protected by statutes of the State of New York, it is necessary to postpone the scheduled election in order to remedy the following defects:

1. The Nominating Committee was not timely formed.
2. The Nominating Committee included ineligible participants.
3. Notice of the election was not timely given to the Conference member organizations.
4. The Membership Committee has failed to certify that HIAS has continued to meet the criteria for membership in the Conference, without which the past Chair of HIAS is not qualified to serve as Chair of the Conference.

DISCUSSION

1. **The Nominating Committee was not timely formed.**

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PROCESSES AND PROCEDURES OF THE CONFERENCE OF PRESIDENTS

ELECTION PROCEDURES


NOMINATING COMMITTEE

IV.VOTING

A. The Nominating Committee is to be appointed in November.

The member organizations of the Conference were notified of the formation of the Nominating Committee on February 28, 2020. It was further notified of a change in composition of the membership of the Nominating Committee on April 17, 2020, when Susan Bass was substituted for Bennett Miller. The Nominating Committee was, therefore, not timely formed.

The requirement that the Nominating Committee be formed during the November prior to the April election serves several significant purposes: it provides a 6-month window for full and free discussion among the committee members, the Conference member organizations in general and prospective nominees. It keeps the membership involved in the process. It allows for discussion of the upcoming election among the membership to be undertaken during the



Conference's annual Israel mission, which is the only time during the year when a large number of Conference members spend days together, interacting and working for the advancement of the Conference. Failure to timely form the Nominating Committee and to announce such formation completely undermines the processes intended by the Processes and Procedures.

2. The Nominating Committee included ineligible participants.

PROCESSES AND PROCEDURES OF THE CONFERENCE OF PRESIDENTS

ELECTION PROCEDURES

NOMINATING COMMITTEE

1. *A Nominating Committee shall be appointed annually by the Conference Chairman.*

2. *It shall be comprised of nine members:*

1. *two past chairmen of the Conference;*

2. *seven current presidents of Conference Member organizations representing the constituency of the Conference;*

3. *the Chairman and Executive Vice Chairman, ex officio, without vote.*

Betsy Korn, President of AIPAC, was a member of the Nominating Committee. Her term as President of AIPAC commenced at AIPAC Policy Conference on March 1-3, 2020. She was not eligible to serve on the Nominating Committee prior to starting her term as President.

Further, the Procedures carefully and explicitly specify who is authorized to participate in Nominating Committee meetings. In addition to the Chairman and lay leaders, the only other people so authorized are the Chairman and the Executive Vice Chairman. This provision protects the confidentiality of the Nominating Committee and carefully controls who might be in a position to influence its decisions.

William Daroff, CEO of the Conference, has stated that he attended meetings of the Nominating Committee. Such attendance was unauthorized and has tainted the entire nominating process.

3. Notice of the election was not timely given to the Conference member organizations.

PROCESSES AND PROCEDURES OF THE CONFERENCE OF PRESIDENTS

CONFERENCE MEETINGS



2. The Conference shall endeavor to provide at least two weeks' notice of all meetings.

Although the Conference membership had been previously informed that there would be a General Meeting and an election on April 28, 2020, the Nominating Committee report, which identified the nominee for the first time, did not go out until April 17, 2020, giving a scant 11 days for membership to react to the nomination and to prepare for the election. Eleven days notice of the identity of the nominee certainly goes against the spirit, if not also the letter, of the 14-day notice requirement in the *Processes and Procedures*.

4. The Membership Committee has failed to certify that HIAS has continued to meet the criteria for membership in the Conference, without which the past Chair of HIAS is not qualified to serve as Chair of the Conference.

PROCESSES AND PROCEDURES OF THE CONFERENCE OF PRESIDENTS

ELECTION PROCEDURE

II. ELIGIBILITY TO SERVE AS CONFERENCE CHAIRMAN

1. To be eligible for election as Conference Chairman, a nominated individual must be the current or immediate past president of a Member organization in good standing.

PROCESSES AND PROCEDURES OF THE CONFERENCE OF PRESIDENTS


II. MEMBERSHIP IN THE CONFERENCE AND MEMBERSHIP RESPONSIBILITIES

The very uniqueness of the Conference may be ascertained by the roster of Member and Adjunct Member organizations which comprise the Conference membership.

A. Membership or Adjunct Membership in the Conference is available to those national Jewish organizations whose primary purpose is to serve the interests of the American Jewish community and whose activities are consistent with the goals and objectives of the Conference.

QUALIFICATIONS FOR MEMBERSHIP IN THE CONFERENCE OF PRESIDENTS

MEMBERSHIP COMMITTEE



1. A Membership Committee shall be appointed by the Conference Chairman and is to meet as needed, but at least annually. Every attempt shall be made to have Committee representation reflect the Conference's Member organizations.

2. The Committee shall

1. determine membership eligibility of organizations seeking Conference membership according to established criteria and procedures of the Conference of Presidents

2. review periodically the status of current Member and Adjunct Member organizations to assure they continue to meet membership criteria.

In order to qualify to serve as Chair of the Conference, a candidate must be a current or immediate past lay head of an American Jewish organization the primary purpose of which is the furtherance of the US-Israel relationship, the security and dignity of Jews. The Membership Committee is charged in the *Processes and Procedures* with determining, annually, whether a member organization so complies.

Dianne Lob has been nominated as Chairperson of the Conference based upon her position as immediate past Chair of HIAS.

Although it is important that all member organizations comply with the Conference's primary purpose requirements, it is, of course, manifestly essential that the organization from which a Chair is nominated meet the highest possible standards.

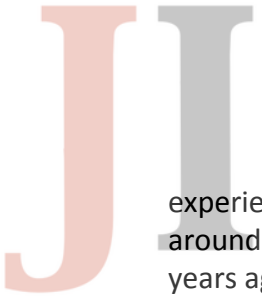
The Membership Committee has failed to fulfill its duty to confirm that HIAS continues to meet the membership criteria set forth in the *Processes and Procedures*.

Indeed, we strongly suspect that had the Membership Committee so met, it would have found it impossible to issue such a confirmation in the case of HIAS. It appears that HIAS is not, by its own definition, either a Jewish organization or one whose primary purpose is to further the US-Israel relationship or the security and dignity of American Jews.

HIAS describes its mission at <https://www.hias.org/who/mission-and-values>. HIAS is concerned with helping refugees from around the world. They proudly help African, Muslim, Central American and other refugees. HIAS doesn't, however, help Jewish refugees because there have been essentially no Jewish refugees since the fall of the Soviet Union 30 years ago.

The HIAS website only refers to Israel in the context of HIAS urging Israel to take in more refugees. Soviet Jewish refugees are part of the website's "My Story" section, with Jews who left the Soviet Union in the 1970s telling their stories.

The word "Jewish" does not appear in its mission statement other than a reference to "Guided by our Jewish values and history, we bring more than 139 years of expertise to our work with refugees" and a reference to "We bring the lessons of HIAS' history and Jewish ethics and



experience to our commitment to serve refugees and other displaced persons of concern around the world.” In fact, HIAS officially removed the word “Hebrew” from its name some years ago in order to specifically not be recognized as a Jewish organization.

In short, absent a full and detailed report from the Membership Committee confirming with specificity that, notwithstanding the foregoing, HIAS does indeed comply with the membership criteria set forth in the *Processes and Procedures of the Conference of Presidents*, it is impossible for the Member organizations to know whether the nominee they are being asked to approve is even eligible to run for the office of Chair of the Conference.

CONCLUSION

Given this shocking pattern of failures to comply with the basic procedures set forth in the Conference’s governing document, it is manifestly clear that any election undertaken prior to remediation of the defects would be illegal, illegitimate and unfair if allowed to proceed.

The election must be postponed until completion of a proper and compliant nominating process, rigorously consistent with the terms of the *Processes and Procedures of the Conference of Presidents*.

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