

PROPOSED ACTIONS OF THE MEMBERS
OF
JEWISH FEDERATION OF SOUTHERN ARIZONA

May 13, 2021

Background

A task force composed of members of the Board of Directors of the Jewish Federation of Southern Arizona, an Arizona nonprofit corporation (“JFSA”), and the Board of Trustees of the Jewish Community Foundation of Southern Arizona, an Arizona nonprofit corporation (“JCF”), recently completed a comprehensive review of the current operations and system of governance of JFSA and JCF. Among other things, the Boards of JFSA and JCF reviewed best practices in governance of similar organization in other communities, potential areas of improving the efficiency and effectiveness of JFSA and JCF in fulfilling their purposes, and the unique challenges and opportunities facing the Jewish community of Southern Arizona in view of the missions of JFSA and JCF.

As a result of the task force’s review, the Boards of JFSA and JCF have determined that a reorganization of the JFSA and JCF is appropriate and in the best interests of the Jewish community, in harmony with Jewish values and the specific purposes of JFSA and JCF. If approved, the reorganization will consolidate the governance and operations of JFSA and JCF under a new Arizona nonprofit corporation to be called “Center for Jewish Philanthropy of Southern Arizona.”

Under the proposed reorganization, Center for Jewish Philanthropy of Southern Arizona will become the sole member of both JFSA and JCF and thereafter carry out the mission of JFSA and JCF. Center for Jewish Philanthropy of Southern Arizona will be a non-membership nonprofit corporation with a self-perpetuating board of trustees that will represent the Jewish community of Southern Arizona in the oversight and direction of the affairs of JFSA and JCF.

The Board of Directors of JFSA and the Board of Trustees of JCF have provisionally approved the reorganization and the members of the initial board of trustees of Center for Jewish Philanthropy of Southern Arizona, conditioned upon the concurring approval of the membership of JFSA.

In furtherance of the reorganization, the Board of Directors of JFSA requests that the members of JFSA approve the termination of JFSA’s Constitution, the amendment and restatement of JFSA’s Articles of Incorporation, and the initial members of the board of trustees of Center for Jewish Philanthropy of Southern Arizona.

Proposed Resolutions

RESOLVED, that the Constitution of Jewish Federation of Southern Arizona is hereby terminated in all respects.

RESOLVED, that the Amended and Restated Articles of Incorporation of JFSA in substantially the form presented at this meeting are hereby adopted and approved.

RESOLVED, that the Articles of Incorporation of Center for Jewish Philanthropy of Southern Arizona in substantially the form presented at this meeting are hereby approved.

RESOLVED, that the initial members of the board of trustees listed below are hereby approved:

- Morgan Abraham
- Jeff Artzi
- Bruce Ash
- Madeline Friedman
- Elizabeth Friman
- Danny Gasch
- Leah Geistfeld
- Leslie Glaze
- Debbie Goodman
- Liz Kanter Groskind
- Anne Hameroff
- Josh Hurand
- Jeff Jacobson
- Karen Katz
- Helaine Levy
- Lisa Lovallo
- Ann Lovell
- Deborah Oseran
- Jonathan Rothschild
- Aaron Rottenstein
- Jeremy Sharpe
- Scott Sheftel
- Ben Silverman
- Shelly Silverman