



AMERICAN  
IMMIGRATION  
LAWYERS  
ASSOCIATION

# AILA Board of Governors Meeting Materials

**April 5, 2025**



# Board of Governors April 5, 2025 Meeting Materials



## Table of Contents

<b>I.</b>	<b><u>Consent Agenda</u></b>	
	• Board Meeting Agenda.....	Page 4
	• Approval of January 18, 2025 Board of Governors Meeting Minutes.....	Page 6
<b>II.</b>	<b><u>Updates and Reports</u></b>	
	• National Office Update.....	Page 11
	○ Membership Report as of March 7, 2025.....	Page 12
	○ Financial Update.....	Page 14
	• American Immigration Council Update.....	Page 22
<b>III.</b>	<b><u>Discussion Items</u></b>	
	• Presidential Memo on Preventing Abuses of the Legal System and the Federal Court.....	Page 26
<b>IV.</b>	<b><u>Decision Items</u></b>	
	• Final Proposed Governance Reform Framework.....	Page 31
	• Resolution on Clarifying New Business Procedures.....	Page 38
<b>V.</b>	<b><u>Discussion Items (continued)</u></b>	
	• Questions on the Adoption of the IHRA Definition of Antisemitism.....	Page 40
<b>IV.</b>	<b><u>Administrative Content</u></b>	
	• BOG Values and Commitment Statement.....	Page 45
	• Board Service Guidelines.....	Page 47
	• Past Presidents.....	Page 58
	• Board Meeting Attendance Guidelines.....	Page 60
	• Robert’s Rules of Order Simplified.....	Page 63

**Board of Governors**



**Pre-Read Materials for  
Consent Agenda**



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## AILA Board of Governors Meeting

Saturday, April 5, 2025  
10:00 am – 3:40 pm ET

- |                          |  |
|--------------------------|--|
| <b>10:00am – 10:05am</b> | <b>I. WELCOME &amp; CALL TO ORDER</b> – Kelli Stump, <i>President</i>  |
|                          | <b>CONSENT AGENDA</b> <ul style="list-style-type: none"><li>• Approval of Agenda</li><li>• Approval of January 18, 2025 Board of Governors Minutes</li><li>• Approval of January 18, 2025 Board of Governors Executive Session Minutes</li><li>• Approval of March 5, 2025 Board of Governors Executive Session Minutes</li></ul>  |
| <b>10:05am – 10:15am</b> | <b>II. REMARKS OF THE PRESIDENT</b> – Kelli Stump, <i>President</i>  |
| <b>10:15am – 11:00am</b> | <b>III. UPDATES AND REPORTS</b> <ul style="list-style-type: none"><li>• National Office Update* (20 minutes)<br/><i>Ben Johnson, Executive Director</i></li><li>• Financial Update* (10 minutes)<br/><i>Rekha Sharma-Crawford, Treasurer</i><br/><i>Scott van den Berg, Controller</i></li><li>• American Immigration Council Update* (15 minutes)<br/><i>Jeremy Robbins, Executive Director</i></li></ul> |
| <b>11:00am – 12:00pm</b> | <b>IV. DISCUSSION ITEMS</b><br>Responding to the Administration’s Threats against the Practice of Immigration Law* (60 minutes)<br><i>Kelli Stump, President</i><br><i>Jeff Joseph, President-Elect</i>  |
| <b>12:00am – 1:00pm</b>  | <b>V. LUNCH BREAK</b> (60 minutes)   |
| <b>1:00pm – 2:40pm</b>   | <b>VI. DECISION ITEMS</b> <ul style="list-style-type: none"><li>• Final Proposed Governance Reform Framework* (90 minutes)<br/><i>Quantum and the Governance Committee</i></li><li>• Resolution on Clarifying New Business Procedures (10 minutes)<br/><i>Governance Committee and Executive Committee</i></li></ul>   |
| <b>2:40pm – 3:10pm</b>   | <b>VII. DISCUSSION ITEMS</b> (continued)<br>Addressing Questions on the Adoption of the IHRA Definition of Antisemitism* (30 minutes)<br><i>Kelli Stump, President</i>   |
| <b>3:10pm – 3:20pm</b>   | <b>VIII. NEW BUSINESS</b>  |

*\*Materials provided*

**3:20pm - 3:40pm**

**IX. EXECUTIVE SESSION**

**3:40pm**

**X. ADJOURNMENT**

*\*Materials provided*

**AILA BOARD OF GOVERNORS HYBRID MEETING**  
**Puerto Vallarta, Mexico**  
**January 18, 2025**



**I. Welcome and Call to Order**

The meeting was called to order at 10:00am Central Time by Kelli Stump, President.

Ms. Stump presented the consent agenda and asked if any of the consent agenda items should be moved to the regular discussion items. Hearing none, the consent agenda was adopted.

Board members, Emeriti, and required staff entered Executive Session at 10:05am CT.

**II. Remarks of the President**

Ms. Stump called the meeting back to order at 1:10pm CT and began the meeting acknowledging those impacted by the southern California fires.

**III. National Office Update**

Ms. Stump invited Ben Johnson, AILA Executive Director, to provide the National Office Update. Mr. Johnson provided an overview of what to expect after Inauguration, mentioning an action plan to get AILA through the first days of the new administration in response to many expected executive orders. More practice resources will be provided in the days and weeks following. Mr. Johnson also expressed that there will be many issues bombarding AILA members, and there may not be staff resources to address every item. As such, it will be necessary to prioritize. The monthly National Office Update calls will also be critical opportunities to learn what is going on and to share concerns, as well as to find manageable ways to address them.

**IV. American Immigration Council Update**

Ms. Stump invited Jeremy Robbins, American Immigration Council Executive Director, to provide the Council Update. Mr. Robbins shared how the Council will be ready for the fires come Monday: litigation, equipping advocates, adapting to new challenges, and continuing the fight. Mr. Robbins recommended Maptheimpact.org as an advocacy tool, as well as H2A and H2B interactive reports and partnerships and initiatives with state and local entities.

**V. Decision Items**

***2025 Annual Plan and Budget***

Ms. Stump invited Mr. Johnson; Rekha Sharma-Crawford, Treasurer; and Scott van den Berg, Controller, to present the 2025 Annual Plan and Budget, copies of which were distributed in advance of the meeting.

Ms. Sharma-Crawford opened the budget discussion with a reminder of how the budget process is handled each year and then turned the presentation over to Mr. van den Berg, who provided an overview of past budget trends and what is expected in 2025.

Mr. van den Berg, Mr. Johnson, and Grace Woods, COO, responded to questions and comments following the budget presentation.

Hearing no further questions, Ms. Stump called for a motion to approve the 2025 Budget.

Upon receipt of a motion duly made and seconded, the Board voted to approve the 2025 Annual Budget as presented.

Ms. Stump then invited Mr. Johnson to present the Annual Plan. Mr. Johnson presented it.

Ms. Stump asked for a motion to approve the 2025 Annual Plan.

Upon receipt of a motion duly made and seconded, the Board voted to approve the 2025 Annual Plan as presented.

### ***2025 Annual Policy Priorities***

Ms. Stump invited Mr. Johnson to present the proposed 2025 Policy Priorities, copies of which were distributed in advance of the meeting. Mr. Johnson presented the materials and responded to questions and comments from members of the Board.

Ms. Stump asked for a motion to approve the 2025 Policy Priorities.

Upon receipt of a motion duly made and seconded, the Board voted to approve the 2025 Policy Priorities as presented.

### ***Selection of 2025 Nominating Committee***

Ms. Stump invited Michelle Saenz-Rodriguez, Secretary, to provide an overview of the 2025 Nominating Committee selection process, copies of which were distributed in advance of the meeting. Ms. Saenz-Rodriguez presented the process. Ms. Stump then called for a motion to accept the list of members who requested consideration, which were also distributed in advance of the meeting.

Upon receipt of a motion duly made and seconded, the Board accepted the Nominating Committee candidates as presented.

Ballots were then distributed and collected from voting members of the Board.

## **IX. New Business**

Ms. Stump invited Mr. Joseph to share communication about the upcoming committee selection process. Mr. Joseph explained that information will be distributed soon and asked members of the

Board to talk with contacts and encourage participation based on interests. Ms. Stump then shared that David Leopold, Past President, has an item of new business. Mr. Leopold then proposed that the Board adopt the IHRA's non-legally binding working definition of antisemitism:

“Antisemitism is a certain perception of Jews, which may be expressed as hatred toward Jews. Rhetorical and physical manifestations of antisemitism are directed toward Jewish or non-Jewish individuals and/or their property, toward Jewish community institutions and religious facilities.”

After comments and questions, a motion was made to refer the matter to committee. The motion failed.

Upon receipt of a motion duly made and seconded, the Board adopted the definition of antisemitism as presented.

Ms. Stump then asked if there was any additional new business. Members of the Board shared the following:

- The Law Journal Board of Editors is seeking article submissions on ethics due February 14. There is an upcoming panel hosted in San Francisco.
- The recent DACA decision in Texas.
- Recent departures of AILA staff.
- That Board materials containing topics up for vote should be shared at least 2-3 weeks before meeting and agenda to better enable preparation.

Ms. Stump then reminded the Board of future BOG meeting dates, and announced that the following members were selected for the 2025 Nominating Committee: Amanda Brill, Olivia Lee, Susan Roy, and Beatriz Ballerini.

## **X. Adjournment**

There being no further business, the meeting was adjourned at 3:26pm CT.

*Prepared by Tara Finck*

**ATTENDEE ROSTER**

**NATIONAL OFFICERS**

Kelli Stump, <i>President</i>	Michelle Saenz-Rodriguez, <i>Secretary</i>
Jeff Joseph, <i>President-Elect</i>	Farshad Owji, <i>Immediate Past President</i>
Alexis S. Axelrad, <i>First Vice President</i>	Jeremy L. McKinney, <i>Past President (non-voting advisor)</i>
Jacqueline Watson, <i>Second Vice President</i>	Ben Johnson, <i>Executive Director (ex-officio non-voting)</i>
Rekha Sharma-Crawford, <i>Treasurer</i>	

**PAST PRESIDENTS**

Leslie A. Holman	Jennifer Minear	Denyse Sabagh
Robert E. Juceam*	Deborah J. Notkin	William A. Stock
H. Ronald Klasko	Allen Orr	T. Douglas Stump
Ira J. Kurzban	Annaluisa Padilla	Anastasia Tonello
David W. Leopold	Eleanor Pelta	Bernard P. Wolfsdorf
Laura Lichter	John L. Pinnix	Jimmy Wu
Marketa Lindt	Victor D. Nieblas Pradis*	Paul L. Zulkie

**DIRECTORS**

Oliver Branch, NMD Rep.	Jessica Jensen	Maggie Murphy
Margaret Wilson, NMD Rep.	Amanda Bethea Keaveny	Andrew Nietor
Elizabeth Rompf Bruen	Mahsa Khanbabai	Daniel Parisi
Sui Chung	Olivia Serene Lee	Heather Drabek Prendergast
Sabrina Damast	Andres Lopez	Dee Sull
Brittany Faith	Petula McShiras	David Wilks
Cory Forman	Nicholas J. Mireles*	Parastoo Zahedi
Rosanna Fox	Irene Mugambi	

**CHAPTER CHAIRPERSONS**

<b>ARIZONA</b> Emma Wells	<b>LATIN AMERICA AND CARIBBEAN</b> Maria T Hoyos (Maite Hoyos)*	<b>PITTSBURGH</b> Kristen Schneck
<b>ASIA PACIFIC</b> Sonal Sharma	<b>MICHIGAN</b> Bridgette Sparkman Borg	<b>PUERTO RICO</b> Mariela Garcia Amador*
<b>CANADA</b> Scott Gregory	<b>MIDSOUTH</b> Jason Susser	<b>ROME DISTRICT</b> Maka Hutson (delegate)
<b>CAROLINAS</b> Douglas Thie	<b>MINNESOTA/DAKOTAS</b> Timothy Sanders-Szabo	<b>SAN DIEGO</b> Michelle Celleri
<b>CENTRAL FLORIDA</b> Bridgette M. Bennett	<b>MISSOURI/KANSAS</b> Genevra Alberti	<b>SANTA CLARA</b> Medya Ansari
<b>CHICAGO</b> Matthew Kriezelman	<b>NEVADA</b> Amber Fuhriman*	<b>SOUTH FLORIDA</b> Miriam Acosta Castriz
<b>COLORADO</b> James Lamb	<b>NEW ENGLAND</b> Miki Kawashima Matrician	<b>SOUTHERN CALIFORNIA</b> Megan Guzman
<b>CONNECTICUT</b> Ashley Mendoza	<b>NEW JERSEY</b> Joan Duffy Mody	<b>TEXAS</b> Guillermo Hernandez (delegate)
<b>GEORGIA-ALABAMA</b> Hiba Ghalib	<b>NEW YORK</b> Carolyn Alvarez	<b>UPSTATE NEW YORK</b> Zabrina Reich
<b>HAWAII</b> Amanda Chang*	<b>NORTHERN CALIFORNIA</b> Tami Castillo	<b>UTAH</b> Carlos Trujillo*
<b>IDAHO</b> Mariella Diaz *	<b>OHIO</b> Jessica A. Ramos	<b>WASHINGTON, DC</b> Brian Casson
<b>INDIANA</b> Sarah L Burrow	<b>OREGON</b> Samantha Ratcliffe	<b>WASHINGTON STATE</b> Erin Zipfel
<b>IOWA/NEBRASKA</b> Gunda Brost	<b>PHILADELPHIA</b> Emma Tuohy	<b>WISCONSIN</b> Alexandra Daggett

**EMERITI**

Edwin R. Rubin

Palma R. Yanni

**AILA NATIONAL STAFF**

Ana Diaz Casos

Andrea Chempinski

Greg Chen

Kay Ciesla

Sharvari Dalal-Dheini

Tania DaSilva

Tara Finck

Janet Kolokithas

Danielle Polen

Melanie Prince

Nicole Richardson

Emmie Smith

Reid Trautz

George Tzamaras

Liz Urban

Scott Van den Berg

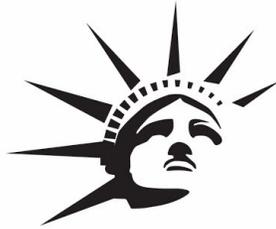
Grace Woods

**AMERICAN IMMIGRATION COUNCIL STAFF**

Jeremy Robbins

*\*ABSENT*

**Board of Governors**



**Pre-Read Materials for  
Updates and Reports:  
National Office Update**

# Membership Report

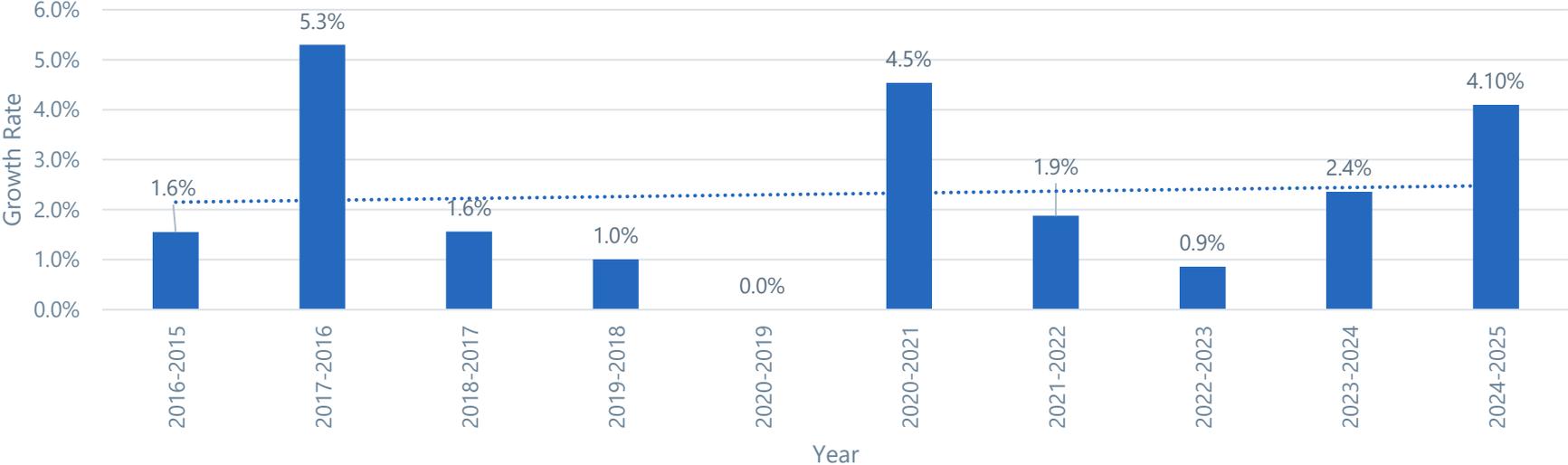
*As of March 7, 2025*

- 17,628 members
- 12-month growth rate as of February 2025: 4.1%
  - 2025 budget is 1.5% growth
- New members joined in 2025: 456
  - compared to 327 during same timeframe in 2024
- Retention rate (last 12 months): 81%
  - 2024: 84%
- Law Students: 1,390
  - compared to 1,610 in February 2024
- AAP Signups: 1,359
  - Goal for 2025 = 2,000

# Membership History

*Excludes Law Student Members (past 10 years' trend)*

### Growth Rate in February ( Past 10 Years Trend)





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**MEMORANDUM**

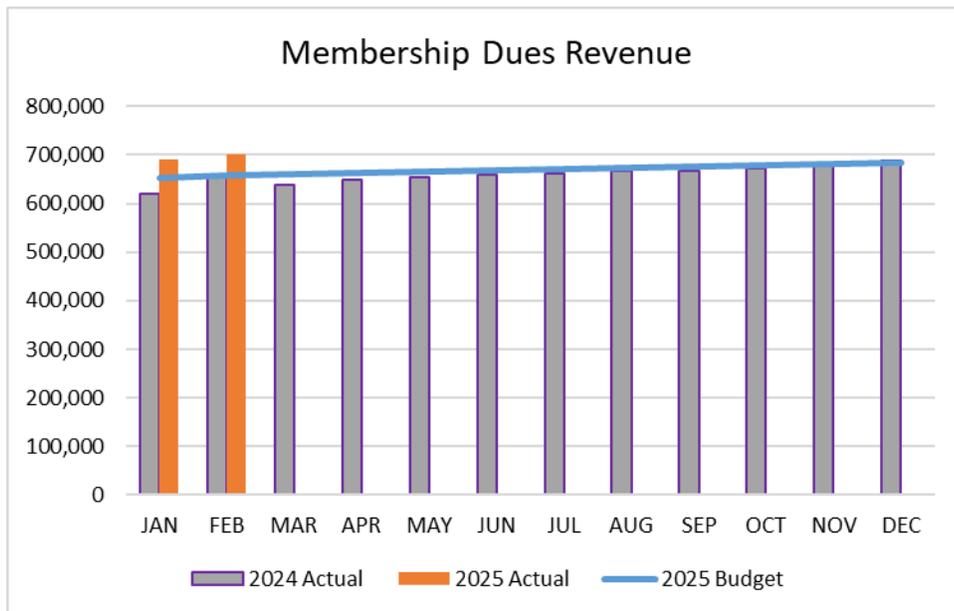
**Date:** March 20, 2025  
**To:** AILA Board of Governors  
**From:** Scott van den Berg, Controller  
**Re:** **Financial Results through February 28, 2025**

The following report provides information and analysis of AILA’s financial statements for the first two months of 2025, which represents 16% of the fiscal year.

**Operating Analysis**

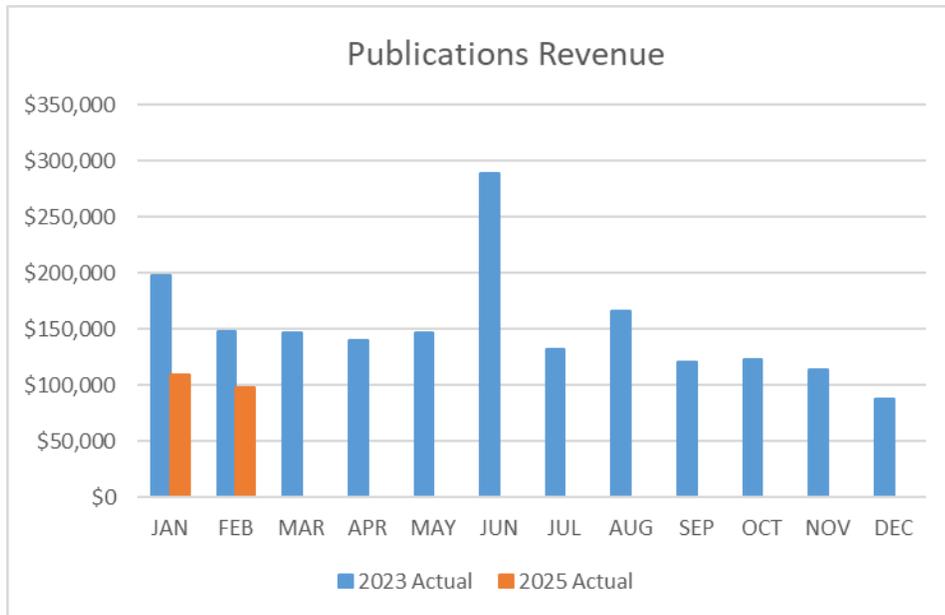
**Total operating revenues** of \$3.7 million were 18% of the annual budget.

Membership Dues reported results slightly above expectations with 17% of the annual budget realized as of February. It should be clarified that the 2025 budget included growth of 1.5% in the paid membership count. The early results reflected both a growth in 1<sup>st</sup> Year Memberships along with increased member retention for the large contingent of existing calendar year memberships.



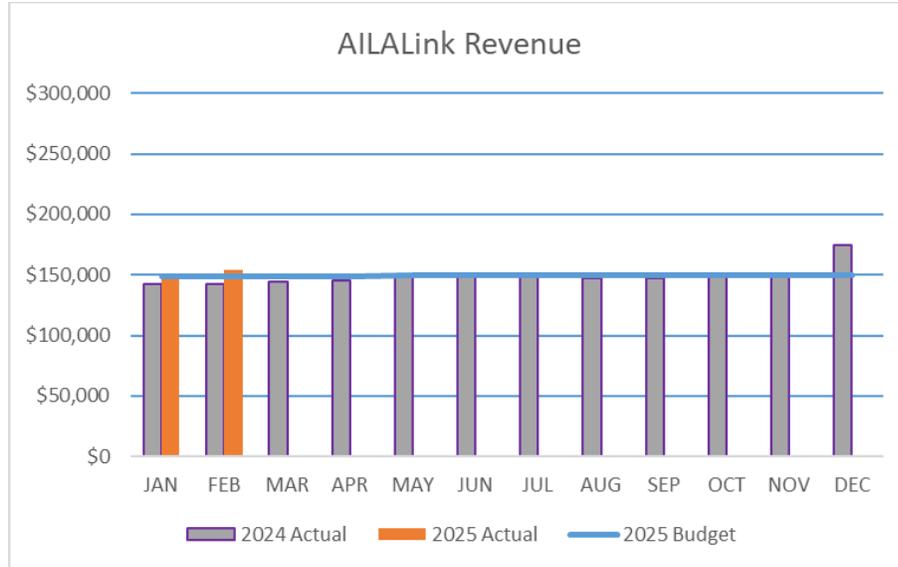
The 2025 print publication sales budget was based on 2023 annual sales, which was the last non-release year of the *Kurzban’s Immigration Law Sourcebook*. Lower levels of *Kurzban* sales have led to lower than budgeted overall publications revenue as of February. June has traditionally been

the largest sales month due to exposure achieved through the Annual Conference and the release of many new publications. A clearer direction of annual publications revenue will be available after June sales are known.



As of February 2025, AILA had completed only one of ten live conference events for 2025. Midyear Conference registrations exceeded budgeted targets, and early registration for the March 2025 Hot Topics Conference was also positive.

*AILALink* subscriptions revenue reported at 17% of annual budget which was slightly higher than budgeted expectations as of February. AILA became aware that certain federal government purchase orders for yearly subscription were put in question. Since the existing orders were still active in February, any possible revenue impact from lost government sales was not reflected in results as of February. Current annual subscription revenue from all federal purchase orders is less than \$0.2 million.



**Total operating expenses** were 11% of the annual budget after two months (or 16% of the year). No departments had a significant expense variance from average expenditure levels (as reported within the *Statement of Activities* on page 7) except for the following:

**Annual Conference** expenses were only 5% of the annual budget. The majority of invoices related to the Annual Conference are paid either immediately prior to or after the event scheduled in June 2025.

As an alternative view of expenses as reported in the *Statement of Activities*, below is an analysis of operating expenses by line-item natural expense groupings:

***Expenses by Natural Accounts***

Natural Account	Current Year			Prior Year	
	YTD 2/28/2025	Annual Budget	% of Budget	YTD 2/29/2024	% of YR Final
Salaries / Benefits	1,473,292	11,349,086	13%	1,347,685	13%
Consulting Services	234,907	1,388,588	17%	164,337	11%
Travel	59,467	903,126	7%	17,483	3%
Event Specific	69,442	2,459,854	3%	97,102	5%
Royalties	37,347	194,178	19%	104,524	9%
Grants/AIC Contributions	-	362,809	0%	3,625	1%
Pubs Fulfillment / COGS	16,954	360,100	5%	36,443	7%
Building Management	121,310	358,421	34%	31,908	9%
Mortgage Interest	88,607	614,000	14%	104,839	18%
Software Licenses/Subs	57,469	555,512	10%	37,483	8%
Depreciation	70,596	1,434,876	5%	70,596	5%
Bank Service Fees	101,426	510,269	20%	94,191	17%
Insurance	-	149,700	0%	2,677	2%
Taxes	-	248,750	0%	-	0%
Other	58,629	752,867	8%	54,350	10%
<b>Total Expenses</b>	<b>2,389,446</b>	<b>21,642,135</b>	<b>11%</b>	<b>2,167,243</b>	<b>10%</b>

Major line-item expenses with significant variances (greater than 10% above or below the average 16% of annual expense as of February) are addressed as follows:

- **Event Specific** expenses relate to the cost of providing live conference events. Given that only one event occurred as of February, these expenses are much lower than year-to-date averages. This is also apparent when comparing the prior year.
- **Contributions** are mainly provided to AIC and typically processed in December of each year. This provides a different view of the AIC Support functional activity without staffing costs. Annual AIC cash contributions are budgeted at \$358,809 for 2025.
- **Publications Fulfillment** expenses relate to the cost of goods sold (COGS) and the distribution of those orders. Lower print publication sales resulted in lower costs of goods sold as of February.
- **Building Management** expenses were higher than average due to termination of the external storage contract with Iron Mountain. The planned termination was initiated in January and the full project budget was expended. All storage boxes will be housed at AILA headquarters with the intention to minimize the number of physical storage boxes.
- **Depreciation** expenses are derived from the headquarters building and other capital assets including the AILA Anywhere project. Building depreciation is recorded monthly and other capital asset depreciation recorded quarterly. As of February, only building depreciation had been reported in both 2025 and 2024.
- **Insurance** policies are paid annually with most policies renewed in July.
- **Taxes** are mainly building property taxes paid biannually in March and September.

**Net operating results** as of February were favorable overall compared to the annual budget and prior year-to-date results. With only 16% of the year reported, it is too early for these results to provide a reliable indicator of annual budget achievement.

## ***Statement of Financial Position***

### *Assets*

AILA's assets as of February 28, 2025, totaled \$37.8 million and were \$2.4 million greater than total assets one year ago.

Cash and equivalents were \$8.6 million and \$1.7 million greater than February 2024. The increase in cash over the past year was driven by a several factors including a decreased receivable from AIC, increased deferred revenue, and significant depreciation of non-building fixed assets.

Accounts Receivable consists mainly of membership dues payment plans. Receivables of \$0.8 million as of February aligned with the prior year while membership dues revenue increased.

Fixed assets include headquarters building/land, along with furniture, software, and equipment assets. As of February 2025, fixed assets were \$18.6 million, which was \$0.9 million lower than last year. Fixed assets are increased by purchases and decreased by depreciation. Over the last 12 months, there has been \$0.3 million in fixed asset purchases. During the same time, depreciation of the existing building, furniture, and equipment decreased the value of fixed assets by \$1.2 million.

Investments were \$6.3 million, which was an increase of \$0.6 million compared to the portfolio value as of February 2024. With no additions or withdrawals to the portfolio, this increase reflected the net return on investment during the past 12 months.

### *Liabilities*

Total liabilities of \$18.5 million were \$1.4 million higher than last February. This is mainly due to the new Long-Term Payable for the Kurzban copyright and naming license of \$1.8 million. Other major changes in liabilities include a \$0.5 million reduction of the mortgage loan through a scheduled principal payment made in June 2024.

It should also be noted that deferred revenue increased by \$0.3 million. Deferred revenue is mainly membership dues and AILALink subscriptions received by the organization, in which AILA has yet to provide services. An increase in deferred revenue means that there is a greater amount of revenue to be recognized in the future for membership dues and AILALink subscriptions compared to a year ago.

### *Net Assets*

Net assets were reported in two subcategories. The first reflects current year-to-date net results of a \$1.5 million gain as of February 2025, which was \$0.2 million greater than year-to-date results as of February 2024. The second subcategory is accumulated net assets from prior years. Prior year net assets were \$17.8 million at the end of 2024 compared to \$17.0 million at the end of 2023. The difference was the \$0.8 million increase in total net assets from 2024 results.

**American Immigration Lawyers Association  
Statement of Financial Position**

	<u>2/28/2025</u>	<u>2/29/2024</u>
<b>Assets</b>		
Cash & Equivalents	\$8,602,162	\$6,868,838
Fixed Assets		
Land	6,316,372	6,316,372
Building and Bldg Improvements	9,633,623	10,024,628
Furniture & Equipment	<u>2,667,124</u>	<u>3,113,950</u>
Total Fixed Assets	18,617,119	19,454,950
Other Assets		
Accounts Receivable	835,620	850,620
Due from AIC	373,971	851,611
Inventory	193,100	82,150
Prepaid Expenses	300,702	563,371
Investments	6,341,421	5,693,400
Deferred Compensation	771,738	1,018,299
Intangible Asset - Kurzban IP	<u>1,730,000</u>	
Total Other Assets	10,546,552	9,059,451
Total Assets	<u>37,765,833</u>	<u>35,383,239</u>
<b>Liabilities and Net Assets</b>		
Liabilities		
Accounts Payable	240,396	254,429
Due to AIC	123,243	99,508
Accrued Expenses	271,285	262,181
Deferred Revenue	5,722,562	5,353,730
Mortgage Bond	9,710,000	10,180,000
Long-Term Payable - Kurzban IP	1,800,000	
Deferred Compensation Payable	771,738	1,018,299
Valuation of Debt Instruments	<u>(148,272)</u>	<u>(62,018)</u>
Total Liabilities	18,490,952	17,106,129
Net Assets		
Current Year Surplus or (Deficit)	1,451,275	1,265,149
Retained Earnings	<u>17,823,606</u>	<u>17,011,961</u>
Total Net Assets	19,274,881	18,277,110
Total Liabilities & Net Assets	<u>37,765,833</u>	<u>35,383,239</u>

**American Immigration Lawyers Association  
Statement of Activities**

	YTD 2/28/2025	Annual Budget	% of Budget	YTD 2/29/2024	% of 2024
<b>Revenue</b>					
Dues	1,391,246	8,030,000	17%	1,272,741	16%
Publications					
Print	207,693	1,818,677	11%	251,981	10%
Digital	305,302	1,866,730	16%	285,040	16%
Annual Conference	823,803	4,132,572	20%	723,478	15%
Other Conferences	505,848	2,602,965	19%	416,139	19%
Practice & Professionalism Center	-	29,000	0%	-	N/A
Practice Resources	121,109	206,800	59%	35,555	19%
Member Services	17,305	170,165	10%	-	0%
Marketing & Creative Services	182,078	1,109,000	16%	171,431	16%
AIC Support	73,399	430,340	17%	49,158	15%
Interest Income & Misc Revenue	29,447	205,200	14%	37,824	16%
Tenant Leasing	47,209	283,256	17%	46,637	17%
Grants	-	-	N/A	-	0%
<b>Total Operating Revenue</b>	<b>3,704,439</b>	<b>20,884,705</b>	<b>18%</b>	<b>3,289,984</b>	<b>15%</b>
<b>Expense</b>					
Communications	108,017	741,216	15%	98,334	14%
Government Relations	272,307	2,397,218	11%	275,146	12%
Education	47,238	347,211	14%	40,083	12%
Annual Conference	91,252	2,495,092	4%	148,200	8%
Other Conferences	276,942	2,817,139	10%	222,303	9%
Practice & Professionalism Center	95,053	742,199	13%	88,529	12%
Practice Resources	191,403	1,329,801	14%	171,291	13%
Publications	252,831	2,111,441	12%	268,089	9%
Member Services	204,272	2,176,774	9%	180,682	8%
Marketing & Creative Services	214,802	1,690,001	13%	204,826	12%
AIC Support	84,075	872,450	10%	62,218	9%
Leadership	266,471	1,770,717	15%	170,938	9%
Management & General	273,150	2,080,976	13%	224,971	11%
Tenant Leasing	11,633	69,900	17%	11,633	17%
<b>Total Operating Expense</b>	<b>2,389,446</b>	<b>21,642,135</b>	<b>11%</b>	<b>2,167,243</b>	<b>10%</b>
<b>Operating Net</b>	<b>1,314,993</b>	<b>(757,430)</b>		<b>1,122,741</b>	
Gains/Losses on Investments	136,282			142,408	
Gain/Loss on Value of Swap Hedge	-			-	
<b>Total Net</b>	<b>1,451,275</b>			<b>1,265,149</b>	

**Board of Governors**



**Pre-Read Materials for  
Updates and Reports:  
American Immigration Council Update**



To: AILA Board of Governors  
 From: Jeremy Robbins, Executive Director, American Immigration Council  
 Date: March 21, 2025  
 Re: Updates from the American Immigration Council

Dear Board of Governors,

As we reflect on the first months of the new Trump administration, one thing is clear: the stakes for immigrants, families, and our communities have never been higher. The administration took no time implementing the sweeping policy shifts, enforcement measures, and executive actions we feared. The consequences of those changes can be felt through every facet of the immigration system — from the border to the interior of the United States.

But the American Immigration Council has remained steadfast in our mission — working alongside AILA — to challenge unjust laws, equip advocates with quality resources, and educate the public and policymakers. Together, we have used our partnership to defend due process and fight for a fair and just immigration system.

Now, more than ever, our work is essential. I'm writing to share how the Council, in close collaboration with AILA, is meeting this moment with strategic litigation, advocacy at the state and local level, tools for immigration attorneys, pro bono representation, and public education.

### **Litigating During Trump 2.0**

In response to the administration's enforcement agenda, the Council is prioritizing our litigation efforts. We're working to hold the government accountable and demand fairness in a rapidly shifting legal landscape. Our litigation priorities remain:

- **Challenging unconstitutional policies** at the federal level, including mass deportation efforts, expanded interior enforcement, and asylum restrictions.
- **Convening and coordinating** with key partners to pursue the best legal strategies for a variety of cases.
- Preparing to **litigate against state-level immigration enforcement laws** that directly harm communities.

Through our legal work, we are sending a clear message: unlawful policies will be challenged. This fight demands both resilience and collaboration, which is why our partnership with AILA is more crucial than ever.

### **State and Local Advocacy: Amplifying New Voices**

While we continue to fight at the federal level, we are also keeping a careful eye on local communities across the country. Increasingly, states are introducing harmful enforcement bills and considering anti-immigrant policies.

In response, the Council is constantly working to expand our reach through our State & Local advocacy. We want to ensure that residents, attorneys, policymakers, and advocates have the tools and data they need to push back. To effectively counter these challenges, the State & Local team is prioritizing:

- **Equipping AILA attorneys** with data and talking points to testify in state legislative hearings.
- **Strengthening our partnership** with AILA chapters across the country, providing real-time technical assistance and updates on bad state bills to help you act quickly and strategically.
- **Engaging in over 100 communities across 40 states** to equip elected officials and advocates with the tools to advance pro-immigrant policies, including the creation of local and state Offices of New Americans and the protection of in-state tuition access for undocumented students.

We're excited to deepen our partnership with AILA through our State & Local work. This will allow us to uplift the right voices and ensure that communities have a powerful defense against harmful legislation.

### **Practical Support for Attorneys: Practice Advisories and Tools**

As immigration policies change by the day, AILA members are tasked with unprecedented levels of work. The Council is committed to easing that burden by providing practical legal resources.

To support AILA attorneys, we are:

- **Producing timely Practice Advisories** on important issues like [\*Department of State v. Muñoz\*](#) and [strategies for seeking stays of removal](#) from the Department of Homeland Security, immigration judges, the Board of Immigration Appeals, and U.S. courts of appeals.
- Working to expand our advisory scope to include **federal litigation guidance**.
- Offering toolkits to help immigration attorneys **navigate the second Trump administration**.

We're proud to offer these resources to the AILA community while they fight on the front lines of this movement.

### **Expanding Pro Bono Representation: Immigration Justice Campaign**

In this new political era, the demand for pro bono legal services has surged. We understand that detained migrants — particularly vulnerable populations such as LGBTQ+ asylum seekers — need legal representation to have a fair chance at navigating the complex U.S. immigration system.

To help meet this need, the Council is working to expand the Immigration Justice Campaign (IJC). Through this effort, we are:

- **Providing legal representation to vulnerable groups**, including underrepresented individuals like LGBTQ+ asylum seekers, detained individuals, and families.
- **Launching a legal services hotline** to increase direct intake, ensuring that we can connect with individuals despite restricted access to detention centers.

- **Strengthening our collaboration with AILA attorneys** to grow our pro bono network and make the greatest impact.
- **Remaining nimble and responsive** to rapidly changing immigration policies.

Through closer collaboration with AILA, we hope to build an even greater movement of pro bono attorneys who will stand up for the rights of immigrants.

### **Educating the Public and Policymakers: Shaping the Narrative**

As misinformation and fear dominate the public airwaves, the facts are more important than ever. The Council has the tools to shape the broader conversation by educating the public, members of the media, and policymakers through our research and rapid-response analysis.

Our efforts include:

- Using our **original, fact-based research** to quickly produce expert analysis, and rapid-response fact sheets on key policies to dispel myths, counter anti-immigrant narratives, and provide clear, accurate information.
- **Publishing timely, solutions-oriented** reports, such as our forthcoming "Six Months of the Trump Administration" report, which will not only analyze the full scope of immigration policy changes and their legal implications, but offer a path forward for reform.
- **Providing regular briefings to members of Congress**, elected officials, and key stakeholders, equipping them with expert insights on immigration law and policy changes.
- Continuing to update "[Map the Impact](#)," our widely cited interactive tool that now features the latest data on immigrants' economic and demographic contributions in every state, congressional district, and metro area.

By providing this information, we are empowering advocates, influencing policymakers, and shaping the national conversation around immigration.

As we move forward, the road ahead will be difficult. The administration's immigration agenda will continue to test the boundaries of the law. But the Council remains more committed than ever to creating lasting, positive change to our immigration system through our continued partnership with the AILA community. This is a defining moment for our movement. Together, we will continue to fight for fairness, justice, and equality for all people who call the United States home — no matter where they were born.

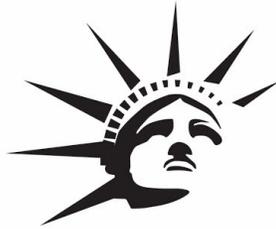
We are grateful for your support and partnership.

With gratitude,



Jeremy

**Board of Governors**



**Pre-Read Materials for  
Discussion Items**

PRESIDENTIAL ACTIONS

Preventing Abuses of the Legal System and the Federal Court

Presidential Memoranda

March 22, 2025

MEMORANDUM FOR THE ATTORNEY GENERAL  
THE SECRETARY OF HOMELAND SECURITY

SUBJECT: Preventing Abuses of the Legal System and the Federal Court

Lawyers and law firms that engage in actions that violate the laws of the United States or rules governing attorney conduct must be efficiently and effectively held accountable.

Accountability is especially important when misconduct by lawyers and law firms threatens our national security, homeland security, public safety, or election integrity.

Recent examples of grossly unethical misconduct are far too common. For instance, in 2016, Marc Elias, founder and chair of Elias Law Group LLP, was deeply involved in the creation of a false “dossier” by a foreign national designed to provide a fraudulent basis for Federal law enforcement to investigate a Presidential candidate in order to alter the outcome of the Presidential election. Elias also intentionally sought to conceal the role of his client — failed Presidential candidate Hillary Clinton — in the dossier.

The immigration system — where rampant fraud and meritless claims have supplanted the constitutional and lawful bases upon which the President exercises core powers under Article II of the United States Constitution — is likewise replete with examples of unscrupulous behavior by attorneys and law firms. For instance, the immigration bar, and powerful Big Law

pro bono practices, frequently coach clients to conceal their past or lie about their circumstances when asserting their asylum claims, all in an attempt to circumvent immigration policies enacted to protect our national security and deceive the immigration authorities and courts into granting them undeserved relief. Gathering the necessary information to refute these fraudulent claims imposes an enormous burden on the Federal Government. And this fraud in turn undermines the integrity of our immigration laws and the legal profession more broadly — to say nothing of the undeniable, tragic consequences of the resulting mass illegal immigration, whether in terms of heinous crimes against innocent victims like Laken Riley, Jocelyn Nungaray, or Rachel Morin, or the enormous drain on taxpayer resources intended for Americans.

Federal Rule of Civil Procedure 11 prohibits attorneys from engaging in certain unethical conduct in Federal courts. Attorneys must not present legal filings “for improper purpose[s],” including “to harass, cause unnecessary delay, or needlessly increase the cost of litigation.” FRCP 11(b)(1). Attorneys must ensure that legal arguments are “warranted by existing law or by a nonfrivolous argument for extending, modifying, or reversing existing law or for establishing new law.” FRCP 11(b)(2). And attorneys must ensure that their statements about facts are “reasonably based” on evidentiary support, or a belief that such evidence actually exists. FRCP 11(b)(3)-(b)(4). When these commands are violated, opposing parties are authorized to file a motion for sanctions. FRCP 11(c). The text of the rule specifically addresses and provides for sanctions for attorneys and their firms as well as for recalcitrant parties given the solemn obligation that attorneys have to respect the rule of law and uphold our Nation’s legal system with integrity. Furthermore, Rule 3.1 of the Model Rules of Professional Conduct provides that, “A lawyer shall not bring or defend a proceeding, or assert or controvert an issue therein, unless there is a basis in law and fact for doing so that is not frivolous, which includes a good faith argument for an extension, modification or reversal of existing law.”

Unfortunately, far too many attorneys and law firms have long ignored these requirements when litigating against the Federal Government or in pursuing baseless partisan attacks. To address these concerns, I hereby direct the Attorney General to seek sanctions against attorneys and law firms who engage in frivolous, unreasonable, and vexatious litigation against the United States or in matters before executive departments and agencies of the United States.

I further direct the Attorney General and the Secretary of Homeland Security to prioritize enforcement of their respective regulations governing attorney conduct and discipline. See, e.g., 8 C.F.R. 292.1 *et seq.*; 8 C.F.R. 1003.101 *et seq.*; 8 C.F.R. 1292.19.

I further direct the Attorney General to take all appropriate action to refer for disciplinary action any attorney whose conduct in Federal court or before any component of the Federal Government appears to violate professional conduct rules, including rules governing meritorious claims and contentions, and particularly in cases that implicate national security, homeland security, public safety, or election integrity. In complying with this directive, the Attorney General shall consider the ethical duties that law partners have when supervising junior attorneys, including imputing the ethical misconduct of junior attorneys to partners or the law firm when appropriate.

I further direct that, when the Attorney General determines that conduct by an attorney or law firm in litigation against the Federal Government warrants seeking sanctions or other disciplinary action, the Attorney General shall, in consultation with any relevant senior executive official, recommend to the President, through the Assistant to the President for Domestic Policy, additional steps that may be taken, including reassessment of security clearances held by the attorney or termination of any Federal contract for which the relevant attorney or law firm has been hired to perform services.

I further direct the Attorney General, in consultation with any relevant senior executive official, to review conduct by attorneys or their law firms in litigation against the Federal Government over the last 8 years. If the Attorney General identifies misconduct that may warrant additional action, such as filing frivolous litigation or engaging in fraudulent practices, the Attorney General is directed to recommend to the President, through the Assistant to the President for Domestic Policy, additional steps that may be taken, including reassessment of security clearances held by the attorney, termination of any contract for which the relevant attorney or law firm has been hired to perform services, or any other appropriate actions.

Law firms and individual attorneys have a great power, and obligation, to serve the rule of law, justice, and order. The Attorney General, alongside the Counsel to the President, shall report to the President periodically on improvements by firms to capture this hopeful vision.

NEWS

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ISSUES

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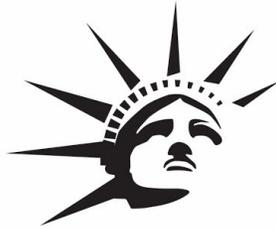
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**Board of Governors**



**Pre-Read Materials for  
Decision Items**

**RESOLUTION TO APPROVE GOVERNANCE REFORM  
PROPOSED FRAMEWORK**

AILA Board of Governors  
April 5, 2025

**BACKGROUND:**

The issue of good governance has been an ongoing topic of intense and generative debate within AILA for over two decades, which resulted in the commissioning of an evaluation and report from the ABA in 2002, an effort to revise the board composition in 2009, and more recently an evaluation by the 2023-2024 Board Efficiency & Effectiveness Task Force and recommendations in January 2024 from AILA's DEI consultant, copies of which were made available to the 2024-2025 Board of Governors. .

In 2024, AILA engaged Quantum Governance to help the Board of Governors explore strategies to improve the efficiency and effectiveness of the Board of Governors and Chapters, as stated in the 2024 Annual Plan that the Board of Governors approved in January 2024. Quantum Governance surveyed the 2023-2024 Board of Governors in May 2024, and presented the results of the Board's self-evaluation to the Board of Governors on September 5, 2024. The 2023-2024 Board of Governors' self-evaluation revealed many challenges in meeting the basic expectations and responsibilities of Board governance, including rating itself lower than Quantum Governance had seen in results from previous clients. Quantum Governance also presented recommendations based on their initial findings.

In response, on September 5, 2024, the Board of Governors approved funds in support of and in commitment to:

- Work collaboratively and come to a working consensus that fundamental governance reform at AILA is urgently needed and must be a sustained high priority in the months and years ahead;
- Work collaboratively over the next six to eight months to develop an updated governance model and system for AILA;
- Work cooperatively over the next six to eight months to develop a working Governance Reform Proposal and corresponding communications strategy; and
- Officially present the Governance Reform Proposal for approval by the Board of Governors and – when and if relevant – AILA's membership.

The Governance Committee then spent several months working with Quantum Governance to develop a draft Governance Reform Proposal to the Board of Governors for discussion at the 2025 Midwinter Board of Governors Meeting, made modifications based on feedback received at that meeting, and presented them for comment during the March 5, 2025 virtual Board of Governors meeting. Additional revisions were made to the draft Governance Reform Proposal after feedback received from Board members directly to members of the Governance Committee, as well as feedback received during two Q&A sessions that took place on February 28, 2025 and March 3, 2025. The final Governance Reform Proposal is outlined above as well as in Appendix A attached hereto.

**PROPONENT:** Governance Committee

**RESOLUTION:**

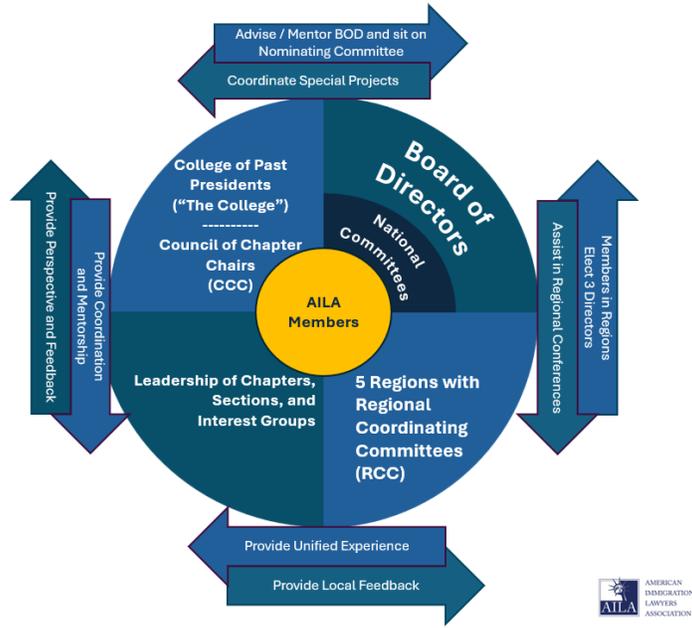
That the Board of Governors approves the Governance Reform Proposal as presented in Appendix A attached hereto:

- Transform AILA's current Board of Governors into a smaller, strategic Board of Directors by January 1, 2029.
  - Move current term start date to January 1, beginning January 1, 2027, to align with AILA's fiscal year.
  - Carry out the terms of all current Board members to completion, with a shift in end dates to align with the calendar year. Effective July 1, 2025, all terms will be extended to end on December 31 of their scheduled year of expiration.
  - Adjust the timing of AILA elections and appointments to occur between the Annual Conference and Fall Conference, beginning in 2026.
  - Establish a 26-member Board of Directors which, by January 1, 2029, shall be composed of:
    - 6 voting Officers (President, President-Elect, Vice President, Treasurer, Secretary, and Immediate Past President);
    - 15 Directors (3 per region) elected by AILA members in each of 5 regions;
    - 1 Director elected annually by the College of Past Presidents;
    - 3 Directors appointed by the Board; and
    - 1 non-voting, *ex officio* Executive Director.
  - Implement staggered terms by electing one regionally elected Director from each region in 2026, 2027, and 2028. Each Director will serve a 3-year term beginning January 1 of the following year. By January 1, 2029, each region will have three regionally elected Directors serving staggered terms.
  - Appoint one Director to fill gaps in experience, expertise, or perspective each year beginning in 2026 to serve a 3-year term. By January 1, 2029, there will be three appointed Directors serving staggered terms.
  - Include one Past President as a Director, elected by the College of Past Presidents, each year beginning in 2026 to serve a one-year term beginning January 1 of the following year, renewable for up to two additional consecutive years.

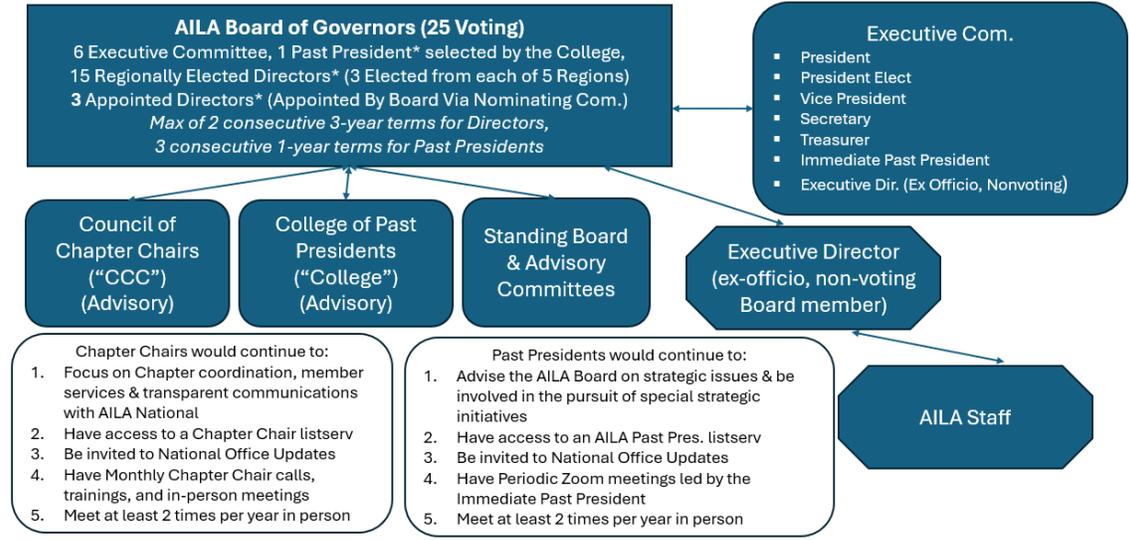
- Establish a limit of two consecutive 3-year terms for all Directors and a limit of three consecutive 1-year terms for the Director elected by the College of Past Presidents.
- Form a **College of Past Presidents** by February 1, 2026 to advise the Board on strategic issues, be involved in the pursuit of special strategic initiatives, and annually, starting with the board commencing on January 1, 2027, the College shall elect a Director.
- Form a **Council of Chapter Chairs** by February 1, 2026 to focus on Chapter coordination, member services, and transparent communications with AILA National.
- Draw AILA's chapters and at-large members into five geographic regions— Northeast/EMEA; Mid-Atlantic/South/Caribbean; Midwest/Central; Southwest/Mountain; and West/Pacific regions by February 1, 2026.
- Establish the following Standing Board Committees by February 1, 2026:
  - **Audit Committee**
  - **Government Relations Committee**
- Establish five **Regional Coordination Committees** (one per region) by July 1, 2026 to support engagement and consistency within and across regions.
- Expand the **Nominating Committee** from 5 to 9 members.
  - Nominating Committee composition:
    - The Immediate Past President (Chair);
    - 5 members elected by the Board;
    - 1 Chapter Chair selected by the Council of Chapter Chairs;
    - 1 Past President selected by the College of Past Presidents; and
    - 1 representative of the Equity & Belonging Committee.
  - Require that Nominating Committee selections ensure that nominees for regionally elected Director positions are from different Chapters and bring distinct experience, expertise, or perspectives that add to the Board's overall diversity of thought and background.
- Expand and clarify the role of committees, with a clear distinction between committees that do work exclusively at the direction and benefit of the Board versus those whose work supports the overall mission of AILA. All Standing Board Committees must have formal charters by January 1, 2027.
- Direct AILA staff to collaborate with the Governance and Bylaws Committees to implement the proposal and submit required bylaw amendments for membership approval by January 1, 2026.
- Unless otherwise stated, all elements of the Governance Reform Proposal shall be in full effect by January 1, 2029.

**APPENDIX A**

**AILA  
Governance  
Model**



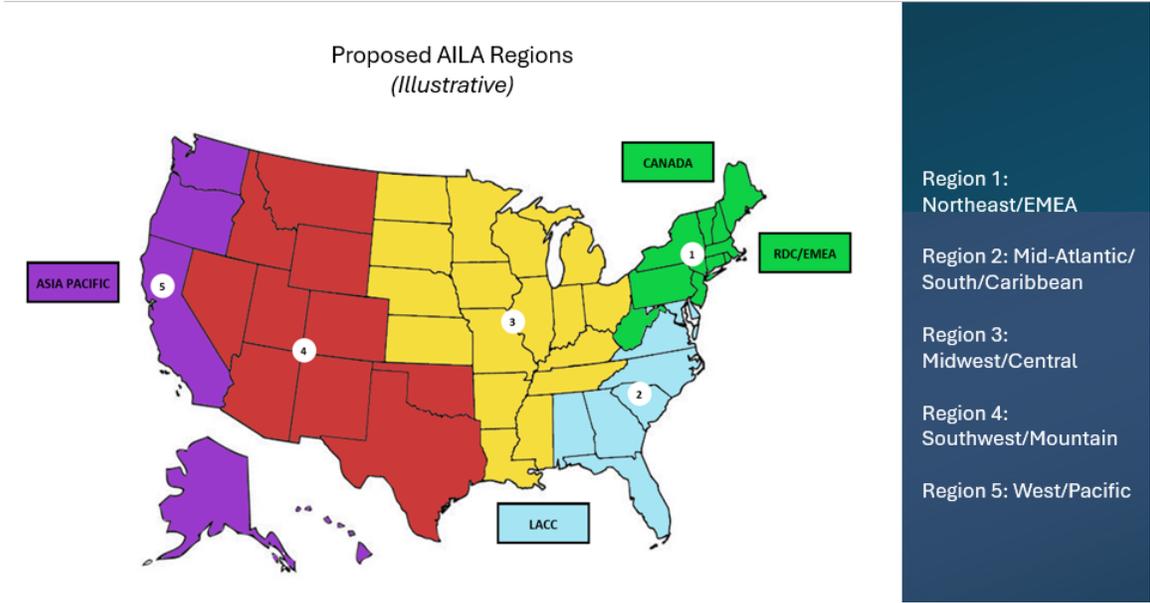
**NATIONAL LEVEL  
Proposed AILA Governance Structure**



**REGIONAL LEVEL**  
**Proposed AILA Governance Structure**

All AILA Chapters/Members would be allocated into 5 Regions (Includes International Chapters & States without Chapters)

- Each Region would:
  - Have its own “Regional Coordination Committee” consisting of each Chapter Chair (or another volunteer selected by Chapter leadership) within that Region PLUS the 3 Regional Directors elected to the AILA Board. (Approx. 9-13 Individuals depending on how many Chapters/groups in Region).
  - Coordinate and collaborate within the Region and with AILA National on Regional challenges and opportunities, e.g., member recruitment and retention, member services, liaison activities, and member education.
  - Be encouraged to organize its own Regional Meeting at AILA’s Annual Conference and/or other AILA Conferences.
  - NOTE: The map below is provided for illustrative purposes only.



**CHAPTER LEVEL  
Proposed AILA Governance Structure**

- Each Chapter would:
  - Continue to have Chapter elections.
  - The Chapter Chair would automatically become a member of the Council of Chapter Chairs.
  - Each Chapter Chair would sit on the Regional Coordination Committee to which that Chapter belongs (or another volunteer selected by Chapter leadership).
  - Organize and sponsor their own Chapter Meetings, Chapter Calls and Chapter Events, etc.
  - Have their Chapter Leadership included in National Office Update Calls.
  - Have their own committees, as directed by Chapter Bylaws.



## Governance Reform Framework: Transition Plan

	June 2025 - June 2026 Board of Governors	June 2026- December 2026	Fall 2026 Election	2027 Board of Directors	Fall 2027 Election	2028 Board of Directors	Fall 2028 Election	2029 Board of Directors*	Fall 2029 Election
ExCom	President, President-Elect, 1st VP, 2nd VP, Treasurer, Secretary, Immediate Past President	President, President-Elect, 1st VP, 2nd VP, Treasurer, Secretary, Immediate Past President - terms extended 6 months	President-Elect, 1st VP, 2nd VP, Treasurer, Secretary	President, President-Elect, 1st VP, 2nd VP, Treasurer, Secretary, Immediate Past President	President-Elect, 1st VP, 2nd VP, Treasurer (For 2 year term), Secretary (For 2 year term)	President, President-Elect, 1st VP, 2nd VP, Treasurer (2 year term), Secretary (2 year term), Immediate Past President	President-Elect, Vice President	President, President-Elect, Vice President, Treasurer, Secretary, Immediate Past President	President-Elect, Vice President, Treasurer, Secretary
Past Presidents	23* Voting Past Presidents. College of Past Presidents will be formed in June 2026, with 8 voting past presidents rolling off - current voting past presidents to determine roll-off order/procedure.	23* Voting past presidents	College votes for one appointed director. College will also appoint a member of the nominating committee.	16* Voting Past Presidents 1 Appointed Director (1 year term)	College votes for one appointed director. College will also appoint a member of the nominating committee.	8* Voting Past Presidents (8 roll off - College to determine procedure) 1 Appointed Director (1 year term)	College votes for one appointed director. College will also appoint a member of the nominating committee.	1 Appointed Director (1 year term)	College votes for one appointed director. College will also appoint a member of the nominating committee.
Legacy Elected Directors	21 Elected Directors 2 NMD Representatives	21 Elected Directors 2 NMD Representatives All terms extended 6 months.	N/A	14**Legacy Elected Directors (1-2 years remaining on terms)	N/A	7**Legacy Elected Directors (1 years remaining on terms)	N/A	N/A	N/A
Directors (Voted Regionally)	N/A	N/A	Each of the 5 regions votes for 1 director.	5 Directors	Each of the 5 regions votes for 1 director.	10 Directors	Each of the 5 regions votes for 1 director.	15 Directors	Each of the 5 regions votes for 1 director.
Directors (Board Appointed)	N/A	N/A	After the election, the BOG votes for 1 appointed director.	1 Director	After the election, the BOD votes for 1 appointed director.	2 Directors	After the election, the BOD votes for 1 appointed director.	3 Directors	After the election, the BOD votes for 1 appointed director.
Chapter Chairs	All Chapter Chairs through the end of each chair's 2026 term. Incoming Chapter Chairs will not join the board, but will instead form the Council of Chapter Chairs (CCC).	N/A	CCC will select a member of the Nominating Committee.	N/A	CCC will select a member of the Nominating Committee.	N/A	CCC will select a member of the Nominating Committee.	N/A	CCC will select a member of the Nominating Committee.
Ex Officio	Executive Director *Assuming no emeritus transitions	Executive Director *Assuming no emeritus transitions	N/A	Executive Director *Assuming no emeritus transitions **If a Legacy Elected Director resigns, the seat will not be filled by the Board	N/A	Executive Director *Assuming no emeritus transitions *If a Legacy Elected Director resigns, the seat will not be filled by the Board	N/A	Executive Director *Transition Complete	N/A

**RESOLUTION ON CLARIFYING NEW BUSINESS PROCEDURES**

AILA Board of Governors  
April 5, 2025

- RESOLUTION:** That the Board of Governors adopts the following policy related to handling matters presented during New Business, consistent with *Robert's Rules of Order*.
- Board members who wish to raise a matter requiring a vote of the Board of Governors should first notify the Board President, Executive Director, or Chief Governance Officer. Matters requiring a vote may be brought forward during New Business; however, such matters will be referred to the appropriate committee for further review and recommendation unless there is a demonstrated need for an emergency vote, as determined by the Board President. In the case of a need for an emergency vote, the member requesting the vote must provide a clear and compelling rationale outlining the urgency and necessity of the matter to justify bypassing the standard committee review process.
  - Where there is an established method to request time on a future Board agenda, it must be made available to all Board members and shared during the annual Board Orientation. The Board President will then determine the best timing and mechanism for the Decision Item to be presented to the Board of Governors, which will be appropriately designated on the agenda.

**PROPONENT:** Governance Committee and Executive Committee

**BACKGROUND:**

After each Board of Governors meeting, the Governance Committee reviews responses to the post-meeting survey. Upon reviewing the 2025 Midwinter Board of Governors Meeting survey results, the Governance Committee determined that it was unclear to many board members how and when matters can be raised for discussion and/or vote at board meetings under *Robert's Rules of Order*. In response, the Governance Committee developed this proposed policy consistent with *Robert's Rules*.

**Board of Governors**



**Pre-Read Materials for  
Discussion Items  
(continued)**



**Questions submitted on IHRA Definition of Antisemitism adopted at 2025 Midwinter BOG Meeting**

- My primary concern is over use of the word “institution” in the antisemitism definition and our members’ ability to freely criticize the Israeli government or its military action without being accused of antisemitism. For example, I have seen Israel accused of “genocide” both inside and outside AILA. On that subject, I agree wholeheartedly with Sen Chuck Schumer who, last weekend in a NYT interview, outlined why the military action is NOT genocide but also failed to label it antisemitism. He said, “And it is vicious of the opponents to call it genocide. Criticize it, for sure. Say Israel went too far, for sure. To use, and you know what it does? It increases antisemitism, because they're making Israel and the Jewish people look like monsters, which they are not.” From The Daily: 'The Interview': Chuck Schumer on Democrats, Antisemitism and His Shutdown Retreat, Mar 16, 2025. (<https://podcasts.apple.com/us/podcast/thedaily/id1200361736?i=1000699363061&r=1690> - This material may be protected by copyright.)

If an AILA member called a military assault on Gaza “genocide” did that member engage in antisemitism, as defined? While I don’t agree with the hypothetical member in the question, I believe defining it as antisemitism would lead AILA down a dangerous slippery slope into over regulating speech it disagrees with instead of hate speech."

- My straightforward question: Does the adoption of this definition create \*any\* potential for the silencing or disciplining of AILA members who, in their personal or professional capacities, vocalize criticism of the actions of a foreign government or attend similar protests?

Respectfully, if the answer to the above question is anything other than a unequivocal "No," then in my view this definition goes far beyond what AILA's purview on the subject should be and should at the very least be sent to the appropriate committee for further discussion.

This is especially important given how we are already seeing the Trump Administration weaponize the definition of Anti-Semitism to target individuals who our members represent! I am sure those who brought this proposal forward did so with positive intentions and in no way want to diminish their personal experiences, but it's important that AILA get this right. Thank you.

- I am uncomfortable with the IHRA definition we adopted and the matter in which it was proposed as I would have liked time to review. Part of the problem is that it uses the same word in its definition to define itself which is problematic. I prefer the Jerusalem declaration on antisemitism in which It defines antisemitism as “discrimination, prejudice, hostility or violence against Jews as Jews (or Jewish institutions as Jewish).” <https://www.diversity.pitt.edu/definition-antisemitism>

But more broadly could we adopt a broader definition or statement against hatred: “AILA condemns any actions against marginalized groups that show discrimination, prejudice, hostility or violence towards individuals based on race, religion, gender identity, nationality, or sexuality.”

- I think it would be helpful to discuss how the definition would impact the work of the Membership Committee, particularly with civility code complaints.
- I wanted to know what steps we can take to make sure all members of the AILA community feel they belong, and their rights are respected. I am especially thinking about members of AILA that are Queer, Trans, Muslim, and Jewish as these groups have been recently targeted.
- Is this resolution non-binding non-legal? How will it be used? Could it be used to inform governance or membership committees in civil complaints? Can it be used as a tool on policy?
- Even if the resolution is intended to be “just a statement”, is it possible that a formal resolution adopted by the BOG be potentially used to inform decisions in practice in the future? Would it be possible to incorporate additional details in order to clarify this question?
- How does this resolution fall within the core mission of AILA? What was its intended purpose?

- Will AILA continue to adopt other definitions related to hate (such as misogyny, racism, Islamophobia, homophobia, etc.)? If so, what qualifies AILA to create and establish these definitions and what purpose would it serve?
- In general, should the presentation of any new resolution or amendment more directly address whether any such definition would/should influence things like civility code complaints?
- If new resolutions/amendments are presented to the BOG for the first time during a meeting, should it be permitted that a call be made for a vote on said resolution/amendment on the same day, particularly when they have not been presented in advance to AILA staff or committee, as per the guidelines?
- Many organizations and institutions including the ABA have declined to adopt the specific IHRA definition due to its potential for abuse, concerns identified by many including the original lead drafter of the IHRA resolution itself, Kenneth Stern. Do we know if other organizations/institutions/administrations that have adopted this particular definition in fact used it to curtail constitutional rights and undermine core democratic principles?
- During the presentation of the resolution at the Midwinter BOG meeting, it was mentioned by the presenter in support of its adoption that the DOS adopted this same definition. Does the adoption of this same resolution also incorporate the examples provided explicitly in the DOS definition?
- Given that controversy surrounding the IHRA definition does in fact exist and is now clear, would it be possible for AILA to incorporate additional safeguards or to clarify the ways how the resolution can and cannot be used, in an effort to curtail any potential for abuse that could arise in the future?
- Could adopting the IHRA definition lead to legal challenges related to freedom of speech?
- What are the potential consequences of adopting the IHRA definition?
- Does the IHRA definition, particularly its illustrative examples, risk restricting legitimate criticism of Israel?

- How can we balance the need to combat antisemitism and all other forms of hate and discrimination?
- Does adopting the IHRA definition risk marginalizing members voices when it comes to Palestinian immigration issues in discussions about Israeli policies, especially for asylum or other humanitarian immigration cases?
- How will adopting it impact our civility code and membership committee?
- How do you record votes?
- How are you able to ascertain that an individual does not vote twice?
- Do you believe members of Ex Com should recuse themselves from votes where they are actually encouraging individuals to vote in a certain manner?
- How do you deal with members of AILA who make threatening comments?
- Do members of BOG have a fiduciary duty in presenting a definition that does not harm the organization?
- If a vote is called in New Business, how should such a vote be dealt with if it is harmful and fails the organization and safety of its members?"



Board of Governors  
Pre-Read Materials for  
Additional Resources

AILA BOARD OF GOVERNORS  
VALUES AND COMMITMENT STATEMENT  
*effective 5.2.2024*

MISSION-DRIVEN: As board members, we are intentionally guided by AILA's mission statement at all times: To promote justice, advocate for fair and reasonable immigration law and policy, advance the quality of immigration and nationality law and practice, and enhance the professional development of AILA members.

COLLEGIALITY: We recognize the best of intentions of all board members, association members, and staff, and maintain an attitude of acceptance, respect, and trust for one another and for all points of view. When someone misspeaks, we extend grace and understanding.

UNITY OF PURPOSE AND ACTION: We commit to collective decision-making in service of AILA's mission. Even when we disagree with a board decision reached by the majority, we commit to the success of every board or organizational action and speak with a unified voice. Even when we may choose not to publicly support a decision, we never undermine it.

CONSTITUENCY OF THE WHOLE: We recognize that each board member is elected to serve the entire organization, not a particular chapter, practice type, group, or issue. We work together to understand and represent all groups within AILA.

CANDID COMMUNICATION: We engage in respectful and constructive dialogue. We strive to hear and acknowledge the thought and emotion behind each act of communication and to respond with empathy. Even when we disagree, we communicate agreeably and calmly. We encourage and seek a diversity of perspectives before reaching conclusions. We actively listen first, speak second, and encourage the asking of questions. We use board meetings and the board listserv for board business. We engage transparently, bravely, and assuming no malice.

HARD WORK: We are respectful of the time commitment we each make to this Board. Accordingly, we show up to all board discussions and meetings well prepared to engage with thoughtful energy having read the meeting materials and all other relevant available resources in advance.

STRATEGIC VISION: We develop strategy and high-level direction for AILA as a whole and empower committees, and staff to carry out the tactical and operational work that supports that strategy.

AMBASSADORSHIP: We support, explain, and promote AILA's vision, policies, and decisions. We listen and respond to needs and concerns raised by the membership consistent with our mission and resources. We model and embody these values and commitments in all interactions with one another, and with other AILA members.

TEAMWORK AND INCLUSIVITY: With steadfast integrity, flexibility, and mutual accountability we work as a team to advance AILA's mission. We know that the best way to do this is to welcome and celebrate the entire AILA community in a spirit of learning and engagement. We work to build a culture of inclusivity where all identities and perspectives are considered.

EQUITY: We recognize that as leaders, we have important influence and power within AILA. We take care to use our power responsibly and collectively. We seek and encourage opportunities for meaningful contribution from all board members. We are mindful of ensuring access and support all board members so that they have what they need to succeed as leaders within AILA.

LEADERSHIP CULTIVATION: We actively strive to identify, nurture, and support a diverse group of new leaders for our organization, and to provide the tools and training our board members need to be productive and successful.

GRATITUDE: We are grateful for the time, energy, and talents each of us has uniquely agreed to contribute to AILA and its work.

ACCOUNTABILITY: While acknowledging we are all fallible, we will hold one another accountable to the above values and commitments, and will take responsibility and course correct when we fall short.



## **AILA Board Service Guidelines**

*As of June 2024*

1. **[Your Fellow BOG Members](#)**
2. **[Expectations and Requirements](#)**
  - Time
  - Expenses
  - Fiduciary Duty
  - Annual Forms
  - Confidentiality
  - Communications
  - Leadership Cultivation
3. **[What is \*Not\* Required](#)**
4. **[How to Raise Questions and Concerns](#)**
5. **[How to Request Time and/or Resolutions on BOG Agendas](#)**
6. **[Following Parliamentary Procedure during BOG meetings](#)**
7. **[Resources](#)**
8. **[Roles](#)**
  - BOG
  - ExCom
  - Committees
  - Staff

- **Who attends board meetings?**

As of December 2022:

- 39 Chapter Chairs
  - 22 voting Past Presidents
  - 21 Elected Directors
  - 6 Officers/ExCom
  - 2 New Member Division (NMD) Reps
- = [90 voting members of the BOG + 14 non-voting Emeriti](#)

Chapter Chairs often serve one-year terms, though a few chapter chairs serve for two or more years. Past Presidents are permitted to remain voting members of the BOG for life, as long as they meet attendance requirements. Emeriti are non-BOG member Past Presidents who have opted to transition to non-voting status, which allows them to continue participating in BOG meetings and engaging on the BOG listserv but with no attendance requirements. Elected Directors serve three-year terms,<sup>1</sup> and the New Member Division Representatives are one-year terms appointed by the President (the NMD Steering Committee Chair and Immediate Past Chair). Officers typically start as Secretary and succeed up one year at a time (Secretary, Treasurer, Second Vice President, First Vice President, and President-Elect) until they are President.

It is important to remember that a large portion of the BOG are new and may feel at a disadvantage joining a group where many have served together for years. Many Chapter Chairs are also largely dependent on their predecessor to prepare them for what to expect, in addition to AILA's New Board Member Orientation and monthly Chapter Chair calls that are intended to provide ongoing guidance and orientation. Even with these resources, the "hand off" between Chapter Chairs is not always an easy transition. With this and all new board members in mind, sharing background information and context is key to ensuring that everyone is on a level playing field during board discussions that occur in meetings and via email.

In addition, AILA members are allowed to attend BOG meetings as observers.

- **What is required/expected of AILA board members?**

- **Time**
  - Prepare for and attend board meetings and remain in good standing by meeting all [attendance requirements](#) (varies by role; see AILA's Bylaws for details). Although AILA does not currently have an attendance policy for Chapter Chairs or NMD reps, they are encouraged to attend all meetings.
    - Midwinter (usually late January or early February)
    - Spring (March or April)
    - Annual Conference (June)
    - Fall (September)
    - Ad hoc virtual meetings

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<sup>1</sup> Vacancy appointments by BOG, which are rare, are for the remaining time of the three-year term

The board meetings that take place in conjunction with the Midwinter, Spring, Fall, and Annual Conferences are all in person, unless otherwise determined by the President.

○ **Expenses**

- All board members who meet attendance requirements are [eligible for reimbursement](#) of their airfare, train fare, or standard driving mileage rates for one or more meetings, depending on their role and number of meetings attended. Requests for reimbursement may be submitted via the form below after the final BOG meeting of the term, to ensure that attendance requirements have been met.

BOG Expense Reimbursement Request Form:

<https://app.smartsheet.com/b/form/90ad74ebbec14120a8ff5ba81bd9bde7>

○ **Fiduciary Duty**

- Duty of care (stay informed/ask questions – see section 4 below)
- Duty of loyalty (make decisions based on what is best for AILA National)
- Duty of obedience (avoid “mission drift”/stay faithful to AILA’s mission)

It is a common misconception that Chapter Chairs’ primary loyalty is to their Chapter. While the perspective that they bring/share may be on behalf of their Chapter, Chapter Chairs are bound by the same fiduciary duty as AILA National Officers, Elected Directors, NMD Reps, and Past Presidents. As such, any decisions they make must be for the benefit of AILA National.

Additional information and resources on expectations of board members can be found on the [private BOG page](#).

○ **Confidentiality**

The board will also occasionally meet in “Executive Session” when there are confidential matters to discuss. Only voting members of the BOG are permitted to participate in Executive Session since, unlike non-voting Emeriti and AILA members, they are bound by fiduciary duty. Further, voting board members should not divulge information shared during Executive Session with anyone who is not a voting member of the AILA National BOG. Communications posted to the BOG listserv are also considered confidential unless designated otherwise and may not be shared outside the BOG list serv.

○ **Annual Forms** (completed at the beginning of each term in June)

- [Conflict of Interest](#)
- [Business/Family Relationships](#)
- [Fiduciary Duty Acknowledgement](#)
- [Board Values and Commitment Statement Acknowledgment](#)

○ **Communications with the Media**

Generally speaking, it is important that all boards speak with “one voice.” Your words carry added weight as a board member. As such, the following guidance is intended to help board members navigate that balance.

- Who is authorized to speak on behalf of AILA?
  - You can find the list of AILA’s spokespeople [on AILA.org](https://www.aila.org), which includes ExCom, senior and policy staff, and members of the Media Advocacy Committee.
- What if a member of the media contacts me?
  - You are strongly encouraged to use messaging from AILA resources (press statements, talking points, policy briefs, etc.) when making public statements (social media posts, interviews, etc.) about issues AILA has taken a stance on. You can also touch base with AILA’s Communications team via [commsteam@aila.org](mailto:commsteam@aila.org) if you have any concerns or questions. AILA [provides this level of support to all members](#) – not just members of the BOG.
- What about speaking in my personal capacity as an immigration lawyer?
  - Even if you intend to speak in your personal capacity as an immigration lawyer, it is likely that members and/or the general public will see you as speaking for AILA. As referenced in the current [BOG Job Description](#), members of the BOG should avoid acting as a spokesperson for the entire Board unless specifically authorized to do so (for example: members of the Media Advocacy Committee are authorized to serve as national spokespeople since they have received extensive media training).
  - As mentioned above, you are strongly encouraged to use messaging from AILA resources (press statements, talking points, policy briefs, etc.) when making public statements (social media posts, interviews, etc.) about issues AILA has taken a stance on.
- What if I don’t know whether AILA has taken a position on the issue I’ve been asked to comment on, or if I’m asked to sign a letter condemning or endorsing a point of view and am unsure whether doing so will run counter to AILA’s position?
  - Whenever you’re unsure of whether AILA has a position or of what AILA’s position is, it is best to contact the Executive Director, President, or AILA’s media team before speaking with the press. This will help to avoid situations where you may express an opinion that contradicts or undermines AILA’s position.
- What if I disagree with AILA’s statement, decision, or position?
  - As referenced in the Fiduciary Duty Acknowledgement Form, serving on the BOG does not require public support of a decision, but it does mean refraining from public disapproval of a decision or otherwise undermining the actions of the decision.

- Any member of the BOG who has a concern about an action, decision, or decision-making process should share those concerns with the Executive Director, Board President, and/or Governance Committee Chair, not with members or the general public.
- **Communications within AILA**
  - The BOG is committed to promoting an environment where all feel empowered to engage candidly, but respectfully. Nothing in this guidance is intended to chill BOG member participation in discussion or debates. However, when communicating with fellow AILA members, board members, and staff, in addition to complying with all [AILA policies](#) – including but not limited to the [Civility Code](#) and [Listserv Guidelines](#), which you should absolutely familiarize yourself with – consider the following:
    - **Email is best reserved for information and tasks.** Tone is easily misinterpreted in email communications. Put a different way, consider whether the message you are sending would be better shared or received over the phone, and/or whether it can be held for the next National Office Update or board meeting (see #5 below).
    - **Remember that when you send messages to the BOG listserv, you are speaking to 100+ board members and about 15 senior staff, and a large portion of the recipients are in their first and only year on the board.** When making references to what has been done in the past, try to include a thorough explanation or description of the board’s past actions (ideally citing a document, such as minutes or a resolution), and check that your facts are accurate before conveying information. Avoid making statements such as, “we’ve always done it this way” and/or “we’ve already discussed this before.” Every board member has every right to ask questions that have been answered before they were on the board (aka Duty of Care).
    - **If the information you want to share is time-sensitive**, before hitting send check your message for clarity, which will give your fellow board members a better chance of being able to digest and process what you are sharing (instead of skimming a lengthy message and missing key points).
      - Consider whether the BOG listserv is the best medium for your message. If you have a question, see #4 below before sending to the full BOG listserv.
      - Try to put in the subject line whether it is “FYI only” or “action requested.” That way your fellow board members can prioritize accordingly, and your message is less likely to get buried in other AILA and non-AILA messages in their inbox.
      - Lead with the “why” (why this information needs to be shared), then the “what” (the information that needs to be shared).

- Try to keep messages brief.
- If your email is longer than two paragraphs, try breaking it up into smaller sections.
- **If you are responding to someone else's message**, read your response once more before hitting send and consider the following.
  - Are you sharing new information? If not, per AILA's Listserv Guidelines, consider a direct response versus a reply to all. Messages such as "thanks for the information" or "me, too" are not necessary to be sent to the entire list.
  - Is it defensive and/or will it have a chilling effect on others who share that person's view? Remember, as a deliberative body, we are most effective when we create a welcoming environment where all voices are invited to be heard.
- **If you disagree with an action AILA is taking or want to encourage AILA to take an action it is not taking, consider the best forum in which to raise the issue.**
  - Any BOG member who feels that AILA should change course, whether that means stopping or doing more of something it is currently doing, or starting something that it has not yet done, is encouraged to raise those concerns **within the BOG**. This could be done by communicating with the President, or posting on the BOG list serv, for example. Consistent with our commitment to speak with one voice, it is not appropriate for BOG members to communicate concerns about actions a BOG member believes AILA should or should not be taking with individuals outside the BOG.
- **Leadership cultivation**

It is a common misconception that the Nominating Committee is solely responsible for leadership cultivation. On the contrary, AILA's Nominating Committee is charged with *vetting* and *recommending* members who express interest, and to ensure the overall, ongoing success of the organization and its leadership. However, when it comes to identifying and encouraging people to get more involved and/or express interest in board service, that is *every single board member's job*. And by making the "cultivation" part of leadership a year-round activity – with AILA's [DEI Mission Statement](#) front-of-mind – AILA's leadership is ensuring that the organization always has a pipeline of talented members to choose from when the "call for nominations" comes out each year.

From the moment you join the board, please keep your eyes and ears open for potential future leaders at AILA as part of your duty to ensure the overall, ongoing success of the organization – not just now, but well into the future and long after your term ends. In short, start looking for leaders who will build on your work from the beginning! And

when you come across someone that you think should be more deeply involved with AILA in some capacity, please submit their name(s) through the new [Leadership Cultivation Submission Form](#). Anyone submitted to this list will receive personal outreach from AILA’s leadership.

- **What is *not* expected of board members?**

- **Perfection.** You may not always know the best way to navigate the questions and issues that arise during your board service, but that is what your mentor (if requested), the Governance Committee, and staff are there for (see Resources under #7).
  - **Feeling overwhelmed or overcommitted?** As a volunteer position, your BOG responsibilities must be juggled with other competing professional and personal responsibilities. Your service to AILA is appreciated and your effectiveness in the role is best reflected when your overall responsibilities are balanced. If you are feeling overwhelmed, stretched too thin or unclear about a responsibility asked or assigned to you, reach out to Kay Ciesla, AILA’s Senior Director of Governance and Leadership Strategy ([kciesla@aila.org](mailto:kciesla@aila.org)) or your mentor.
- **Memorization.** You are not expected to memorize everything that AILA National has going on at any given time. That is why you have access to the other resources outlined in #7 below: to ensure the board can be as efficient and effective as possible if/when issues arise.

- **How and when do I raise questions and concerns?**

As referenced under Resources (see section 7), you are always welcome to send questions and concerns to AILA’s Governance Committee Chair and/or Kay Ciesla, AILA’s Senior Director of Governance and Leadership Strategy ([kciesla@aila.org](mailto:kciesla@aila.org)), who can route your inquiry appropriately as needed.

You also have the following available to you:

- For alerting AILA to an issue and/or “what is the status of...”-type questions, you are encouraged to utilize the [list of leadership on each committee](#) (chairs, vice chairs, and board members, where applicable). Contacting the board member(s) on the appropriate committee is a great starting point.
- For inquiries about the status of AILA’s goals and priorities, please see the [Annual Plan Status Updates](#).
- When you have information that you would like to share with others and aren’t sure of the best time and method (during next board meeting or National Office Update, via listserv, etc.), you can always start with Kay Ciesla as a first step ([kciesla@aila.org](mailto:kciesla@aila.org)), who will be able to let you know if committees or staff already have something in development and may want to add your information to it, and to ensure that the board receives all relevant information at once so they are able to act as AILA’s “ambassadors.” If staff do not already have something in development, the President will likely encourage you to share the information with the rest of the board via the BOG listserv.

While you can also raise questions and concerns during New Business at BOG meetings, that agenda item is more commonly used for sharing timely news, not to raise discussion or decision items. Items that require thoughtful consideration are best shared with the President and staff in advance so that they can pull together and distribute all available information. This is to ensure that the BOG can have a thoughtful, informed discussion and to ensure all voices and opinions are heard.

- **How do I request time on a BOG agenda and/or propose a resolution?**

If you have an item you would like to raise during a board meeting, the first step is to submit your item through the [request form](#), which will be reviewed by the Board President and Executive Director. Depending on the nature and timing of your request, the President and/or Executive Director may suggest that you raise the matter under New Business and/or during the next National Office Update.

If you would like to propose a resolution, it is even more critical that you first contact the Board President and Executive Director, as formal resolutions often require research and/or input from committees and staff to ensure that what is presented to the BOG is thorough and complete.

- **How do I make a motion/make an amendment to someone else's motion/move to a vote/refer to a committee?**

Here is a quick reference to the most common actions that board members want to make during meetings but may not know or remember how. A broader list can be found in every BOG packet, and on the private BOG page under Resources. All motions require a second except where noted.

- **To make a motion:** "I move that [*the proposal is approved as presented*]."
- **To make an amendment to someone else's motion:** "I move to amend the motion by [*changing the effective date to MONTH DAY, YEAR*]."  
  - This motion will trigger TWO votes: First, the majority of board members must agree with/vote Aye ("yes") on the amendment. If the amendment passes, the President will then call for a motion to approve the motion *as amended*.
- **If you think the matter bears more research/a closer look before the board makes a decision:** "I move to refer the matter to committee."  
  - Since most resolutions presented to the board come from a committee, it will be returned to that same committee.
- **To end discussion and move to a vote:** "I move the previous question."  
  - Keep in mind that this motion requires that 2/3 of the BOG support it, so staff will likely count the votes to verify it has the appropriate support before immediately moving to a vote on the matter.
- **To request additional or clarifying information\***: "Point of information....[*are we discussing X or Y motion now?*"]  
  - This motion is most commonly used when a board member wants to ensure they fully understand what they are voting on before the vote takes place.
  - This motion does NOT require a second.

- **To protest a breach of rules or conduct\***: “I rise to a point of order. [*The previous motion did not have a second.*]”
  - This motion does NOT require a second.
- **To object to a motion\***: “**I object to consideration of this motion.** [*This is a matter for staff/a committee/counsel to determine, not the board.*]”
  - Keep in mind that this motion requires that 2/3 of the BOG support it, so staff will likely count the votes to verify it has the appropriate support before abandoning the motion.
  - This motion does not require a second.
- **To ask the board to reconsider a hasty action\***: “I move to reconsider the vote on...[*changing the effective date of the resolution.*]”
- **To postpone consideration of a motion**: “I move we postpone consideration of this matter until...[*the Midwinter BOG Meeting.*]”

\*If you want to make one of these motions, Robert’s Rules dictates that you may interrupt the speaker to do so because the issue you are raising are inherently time sensitive. For all other motions, you must be recognized by the President first.

- **Resources**

- [Private BOG page](#) (only accessible by current board members), including a dedicated section on [Orientation Resources](#).
- Governance Committee (current list can be found via the Group Directory [here](#))
- For questions, AILA Staff: Kay Ciesla, Senior Director of Governance and Leadership Strategy ([kciesla@aila.org](mailto:kciesla@aila.org)).
- For media training requests, contact Belle Woods ([bwoods@aila.org](mailto:bwoods@aila.org)), AILA’s Senior Associate Director of Communications.
- The Monthly National Office Update call with AILA staff, typically on the first Thursday of each month at 4:00 pm ET, which is an optional call during which staff provide key updates and field questions from participating board members. Since this is a staff-driven call (not a board meeting), it is completely optional and minutes are not taken.
- Cohort listservs, such as [chapters@lists.aila.org](mailto:chapters@lists.aila.org) and
- For Chapter Chairs, questions any and all questions related to Chapter management should be sent to [chaptersupport@aila.org](mailto:chaptersupport@aila.org).
- Additional recommendations/reading list:
  - *Seven Measures of Success: What Remarkable Associations Do That Others Don’t* published by the American Society of Association Executives (ASAE)
  - *Ten Basic Responsibilities of Nonprofit Boards* published by BoardSource
  - *What Makes High-Performing Boards: Effective Governing Practices in Member-Serving Organizations* by Beth Gazley, Ph.D., and Ashley Bowers

- **Roles**

- BOG:
  - While much is asked of BOG members, the role is defined to focus on the following activities:
    - Sets strategy/objectives

- Oversees/directs mission
  - Approves budget
  - Ensures adequate resources
- ExCom:
    - Performs those functions of the BOG that must be performed prior to the next scheduled meeting of the BOG when the Executive Committee deems it impractical to convene a special BOG meeting. However, ExCom may not take any action inconsistent with prior action taken by the BOG, and must report to the BOG any actions taken by the Committee since the last meeting of the BOG.
      - Example: The BOG set the standard for a potential sale of the building so that if AILA receives an offer between board meetings, AILA can be nimble in its response rather than having to find a day and time when at least 35 board members (quorum<sup>2</sup>) can convene and agree on the terms, during which time the offer may fall through.
  - Committees:
    - In partnership with staff, executes the goals/priorities outlined in the Annual Plan and raises issues with the BOG as needed. A list of Committees whose work often intersects with the BOG’s work can be found below. All other committees work exclusively with staff to advance the [Annual Plan](#) and [Policy & Advocacy Priorities](#) approved by the BOG during the annual Midwinter BOG Meeting. A complete list of all AILA committees can be found [on AILA.org](#).
  - Staff:
    - In partnership with committees, executes the goals/priorities outlined in the Annual Plan and raises issues via committees, ExCom, and the BOG as needed.

Committee	Committee Role	BOG Role
<b>Bylaws Committee</b>	<ul style="list-style-type: none"> <li>• Reviews proposed changes to Chapter Bylaws</li> <li>• Proposes changes to AILA National Bylaws as needed</li> </ul>	<ul style="list-style-type: none"> <li>• Voting on changes to Chapter Bylaws (if in conflict with National’s Bylaws – otherwise Governance approves)</li> <li>• Voting on amendments to AILA National Bylaws before they are shared with the membership</li> </ul>

<sup>2</sup> the minimum number of BOG members that must be present at a meeting to make the proceedings of that meeting valid

<b>Equity &amp; Belonging Committee</b>	<ul style="list-style-type: none"> <li>Charged with promoting full and equal participation of all members in Chapters, committees, and groups; expanding the diversity of access to leadership opportunities; and assuring that the immigration bar reflects the society it serves.</li> </ul>	<ul style="list-style-type: none"> <li>Voting on any proposed changes to the DEI Mission Statement or other existing policies and procedures related to diversity, equity, and inclusion matters.</li> </ul>
<b>Finance Committee</b>	<ul style="list-style-type: none"> <li>Monitors budget against expenses to date on a monthly basis.</li> <li>Escalates concerns to BOG as needed.</li> <li>Engages and directs AILA’s audit firm</li> <li>Reviews the annual audited financials</li> <li>Reviews financial conflicts of interest</li> </ul>	<ul style="list-style-type: none"> <li>Voting on the annual budget</li> <li>Reviewing budget vs. actual quarterly, to ensure adequate resources to support the approved Annual Plan</li> </ul>
<b>Governance Committee</b>	<ul style="list-style-type: none"> <li>Reviews the BOG’s role and responsibilities, including expectations and evaluating the BOG’s performance and effectiveness;</li> <li>Establishes organizational and governance policies and monitors implementation of each;</li> <li>Maintains and reviews the National and Chapter Bylaws periodically</li> </ul>	<ul style="list-style-type: none"> <li>Voting on proposed changes to policies and procedures proposed by the Committee.</li> <li>Voting on amendments to Chapter Bylaws that do not align with National’s Bylaws.</li> </ul>
<b>Investment Committee</b>	<ul style="list-style-type: none"> <li>Maintaining AILA’s <a href="#">Investment Policy</a></li> <li>Monitoring compliance of the investment portfolio within the policy;</li> <li>Monitoring the performance of the portfolio and the investment consultants.</li> </ul>	<ul style="list-style-type: none"> <li>Voting on proposed revisions to the existing <a href="#">Investment Policy</a>.</li> </ul>
<b>Media Advocacy Committee</b>	<ul style="list-style-type: none"> <li>Serves as national spokesperson for AILA on their specific areas of expertise; establishes relationships with reporters; contributes to AILA’s Think Immigration blog; and provides input for the development of videos offering quick analysis of immigration news and immigration law. The committee also assists in drafting talking points and other educational tools that help AILA members stay current on issues of national importance.</li> </ul>	<ul style="list-style-type: none"> <li>On an ongoing basis, share/amplify sample messages on social media.</li> </ul>

<b>Membership Committee</b>	<ul style="list-style-type: none"> <li>Reviewing dues and eligibility waivers;</li> <li>Carrying out the Association’s policies and procedures related to member conduct as defined in Section 2 of AILA’s Bylaws; and</li> <li>Monitoring the Association’s membership policies and procedures.</li> </ul>	<ul style="list-style-type: none"> <li>Per Section 4.1 of AILA’s Bylaws, the BOG acts as an appellate body to hear charges brought against Chapter Officers and Members.</li> <li>Voting on proposed revisions to the Civility Code.</li> </ul>
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## **AILA Past Presidents**

*As of September 4, 2024*

2023-2024: Farshad Owji, San Francisco, CA  
2022-2023: Jeremy McKinney, Greensboro, NC  
2021-2022: Allen Orr, Washington, DC  
2020-2021: Jennifer Minear, Washington, DC  
2019-2020: Marketa Lindt, Chicago, IL  
2018-19: Anastasia Tonello, New York, NY  
2017-18: Annaluisa Padilla, La Habra, CA  
2016-17: William A. Stock, Philadelphia, PA  
2015-16: Victor D. Nieblas Pradis, City of Industry, CA  
2014-15: Leslie A. Holman, Burlington, VT  
2013-14: T. Douglas Stump, Oklahoma City, OK  
2012-13: Laura Lichter, Denver, CO  
2011-12: Eleanor Pelta, Washington, DC  
2010-11: David W. Leopold, Cleveland, OH  
2009-10: Bernard P. Wolfsdorf, Santa Monica, CA  
2008-09: Charles H. Kuck, Atlanta, GA  
2007-08: Kathleen Campbell Walker, El Paso, TX  
2006-07: Carlina Tapia-Ruano, Chicago, IL  
2005-06: Deborah J. Notkin, New York, NY  
2004-05: Paul L. Zulkie, Chicago, IL  
2003-04: Palma R. Yanni, Washington, DC  
2002-03: John L. "Jack" Pinnix, Raleigh, NC  
2001-02: Steven M. Ladik, Dallas, TX  
2000-01: Margaret A. Catillaz, Rochester, NY  
1999-00: Steven A. Clark\*, Cambridge, MA  
1998-99: Jimmy Wu, Seattle, WA  
1997-98: Margaret H. McCormick, Chicago, IL  
1996-97: Denyse Sabagh, Washington, DC  
1995-96: Daryl R. Buffenstein, Atlanta, GA  
1994-95: Peter D. Williamson, Houston, TX  
1993-94: Hope M. Frye, Novato, CA  
1992-93: Ted Ruthizer, New York, NY  
1991-92: Howard S. "Sam" Myers III, Minneapolis, MN  
1990-91: Edwin R. Rubin, Newark, NJ  
1989-90: Polly A. Webber, San Jose, CA  
1988-89: H. Ronald Klasko, Philadelphia, PA  
1987-88: Ira J. Kurzban, Miami, FL  
1986-87: Dale M. Schwartz\*, Atlanta, GA

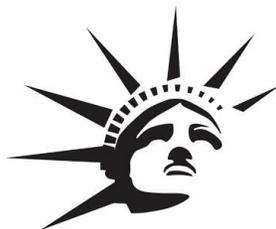
1985-86: Jules E. Coven\*, New York, NY  
1984-85: Michael N. Weiss, Miami, FL  
1983-84: Seymour Rosenberg\*, New York, NY  
1982-83: Robert E. Juceam, New York, NY  
1981-82: Charles C. Foster, Houston, TX  
1980-81: Allen E. Kaye\*, New York, NY  
1979-80: Jonathan Avirom\*, New York, NY  
1978-79: Steven S. Mukamal\*, New York, NY  
1977-78: Benjamin Gim\*, New York, NY  
1976-77: H. Gerald Malmud, New York, NY  
1975-76: Stanley Mailman, New York, NY\*  
1974-75: James J. Orlow\*, Philadelphia, PA  
1973-74: Edith Lowenstein\*, New York, NY  
1972-73: Leon Rosen\*, New York, NY  
1971-72: Esther M. Kaufman\*, New York, NY  
1970: Leon Wildes\*, New York, NY  
1969: John S. Manos\*, Philadelphia, PA  
1968: Elmer Fried\*, New York, NY  
1967: Isidor Ostroff\*, Philadelphia, PA  
1966: John J. Barry\*, New York, NY  
1965: Helen E. Bertas\*, Philadelphia, PA  
1964: Saul Kies\*, New York, NY  
1963: Anita Streep\*, New York, NY  
1962: George Gershenfeld\*, Philadelphia, PA  
1961: Haskell R. Barst\*, New York, NY  
1960: Andrew Reiner\*, New York, NY  
1959: Albert J. Persichetti\*, Philadelphia, PA  
1958: William B. Rothschild\*, New York, NY  
1957: Arthur S. Schapira\*, New York, NY  
1956: Max Weitz\*, New York, NY  
1955: Jack Wasserman\*, Washington, DC  
1954: Lena Orlow Ginsburg\*, Philadelphia, PA  
1953: Edward L. Dubroff\*, New York, NY  
1952: Filindo B. Masino\*, Philadelphia, PA  
1951: Gustav Lazarus\*, New York, NY  
1950: Jacob W. Rozinsky\*, New York, NY  
1949: Gaspare M. Cusumano\*, New York, NY  
1947: Joshua S. Koenigsberg\*, New York, NY  
1948: Abram Orlow\*, Philadelphia, PA

\* *indicates the individual is deceased*

# **American Immigration Lawyers Association**

## **Board Meeting Attendance Requirements**

*As of July 2021*



AILA's Bylaws outline the attendance requirements for Elected Directors and Past Presidents:

Section 4, 4.5

### **Past Presidents**

- A. To remain a Governor, each past President must attend at least two meetings of the Board in any given Association year (June 1–May 31). For purposes of fulfilling this attendance requirement, the Board meeting held at the Annual Conference of the Association is not counted.
- B. If a past President fails to meet the attendance requirement in two consecutive Association years, the past President's membership on the Board expires with the conclusion of the Board meeting at which it is determined that the past President can no longer fulfill the minimum attendance requirement.
- C. The Executive Committee may waive the minimum attendance requirement for a past President on the grounds of absence necessitated by Association business or emergent personal circumstances. The Executive Committee's decision may be appealed to the Board of Governors.

Section 4, 4.6

**Elected Directors**

- A. The 21 Elected Governors serve for terms of three years and are divided equally into three classes, with the term of one class expiring each year.
- B. The term of office of an Elected Governor who is absent from three consecutive meetings of the Board expires at the adjournment of the third consecutive missed meeting.
- C. Each Elected Governor must attend at least two in-person meetings of the Board during the 12-month period immediately following each Annual Meeting of the Association if the Board meets at least twice during that period. For purposes of fulfilling this attendance requirement, the Board meeting held at the Annual Conference of the Association is not counted. If an Elected Governor is absent from any in-person Board Meeting and it is determined that the Governor can no longer fulfill the minimum two in-person Board meeting requirement prior to the next Annual Meeting of the Association, that director's term of office expires at the adjournment of that missed meeting.
- D. Where a missed meeting giving rise to the expiration of an Elected Governor's term occurs more than 100 days prior to the date the term of office would have otherwise expired, the Board may fill the vacancy until the next annual election.
- E. Where a missed meeting giving rise to the expiration of an Elected Governor's term occurs 100 or fewer days prior to the date the term of office would have otherwise expired, the Board may not fill the vacancy, which must be filled at the next annual election.
- F. An Elected Governor whose term of office expires due to failing to meet the attendance requirements set forth in this Section 4.6 is eligible to be renominated and reelected to the Board of Governors.
- G. The Executive Committee may waive the minimum attendance requirements for Elected Governors on the grounds of absence necessitated by Association business or emergent personal circumstances. The decision of the Executive Committee may be appealed to the Board of Governors

AILA Staff will track the attendance of all Board members, including Past Presidents and Elected Directors. If an individual is unable to attend a Board Meeting, it is recommended that they communicate this to AILA as soon as possible.

AILA will ask all Past Presidents and Elected Directors through an attestation to acknowledge the BOG Attendance Requirements and confirm that they have met them. Past Presidents will also be asked to confirm whether they wish to transition to Board Emeritus or not.

To request a waiver form, individuals should contact Kay Ciesla at: [kciesla@aila.org](mailto:kciesla@aila.org)

## Roberts Rules of Order – Simplified

### Guiding Principles:

- Everyone has the right to participate in discussion if they wish, before anyone may speak a second time.
- Everyone has the right to know what is going on at all times. Only urgent matters may interrupt a speaker.
- Only one thing (motion) can be discussed at a time.

A **motion** is the topic under discussion (e.g., “I move that we add a coffee break to this meeting”). After being recognized by the president of the board, any member can introduce a motion when no other motion is on the table. A motion requires a second to be considered. If there is no second, the matter is not considered. Each motion must be disposed of (passed, defeated, tabled, referred to committee, or postponed indefinitely).

### How to do things:

**You want to bring up a new idea before the group.**

After recognition by the president of the board, present your motion. A second is required for the motion to go to the floor for discussion, or consideration.

**You want to change some of the wording in a motion under discussion.**

After recognition by the president of the board, move to amend by

- adding words,
- striking words or
- striking and inserting words.

**You like the idea of a motion being discussed, but you need to reword it beyond simple word changes.**

Move to substitute your motion for the original motion. If it is seconded, discussion will continue on both motions and eventually the body will vote on which motion they prefer.

**You want more study and/or investigation given to the idea being discussed.**

Move to refer to a committee. Try to be specific as to the charge to the committee.

**You want more time personally to study the proposal being discussed.**

Move to postpone to a definite time or date.

**You are tired of the current discussion.**

Move to limit debate to a set period of time or to a set number of speakers. Requires a 2/3<sup>rd</sup>s vote.

**You have heard enough discussion.**

Move to close the debate. Also referred to as calling the question. This cuts off discussion and brings the assembly to a vote on the pending question only. Requires a 2/3<sup>rd</sup>s vote.

**You want to postpone a motion until some later time.**

Move to table the motion. The motion may be taken from the table after 1 item of business has been conducted. If the motion is not taken from the table by the end of the next meeting, it is dead. To kill a motion at the time it is tabled requires a 2/3<sup>rd</sup>s vote. A majority is required to table a motion without killing it.

You believe the discussion has drifted away from the agenda and want to bring it back.  
 “Call for orders of the day.”

You want to take a short break.  
 Move to recess for a set period of time.

You want to end the meeting.  
 Move to adjourn.

You are unsure the president of the board announced the results of a vote correctly.  
 Without being recognized, call for a “division of the house.” A roll call vote will then be taken.

You are confused about a procedure being used and want clarification.  
 Without recognition, call for "Point of Information" or "Point of Parliamentary Inquiry." The president of the board will ask you to state your question and will attempt to clarify the situation.

You have changed your mind about something that was voted on earlier in the meeting for which you were on the winning side.  
 Move to reconsider. If the majority agrees, the motion comes back on the floor as though the vote had not occurred.

You want to change an action voted on at an earlier meeting.  
 Move to rescind. If previous written notice is given, a simple majority is required. If no notice is given, a 2/3<sup>rds</sup> vote is required.

**Unanimous Consent:**

If a matter is considered relatively minor or opposition is not expected, a call for unanimous consent may be requested. If the request is made by others, the president of the board will repeat the request and then pause for objections. If none are heard, the motion passes.

- **You may INTERRUPT a speaker for these reasons only:**
  - to get information about business –point of information to get information about rules– parliamentary inquiry
  - if you can't hear, safety reasons, comfort, etc. –question of privilege
  - if you see a breach of the rules –point of order
  - if you disagree with the president of the board’s ruling –appeal
  - if you disagree with a call for Unanimous Consent –object

Quick Reference					
	Must Be Seconded	Open for Discussion	Can be Amended	Vote Count Required to Pass	May Be Reconsidered or Rescinded
Main Motion	√	√	√	Majority	√
Amend Motion	√	√		Majority	√
Kill a Motion	√			Majority	√
Limit Debate	√		√	2/3 <sup>rds</sup>	√
Close Discussion	√			2/3 <sup>rds</sup>	√
Recess	√		√	Majority	
Adjourn (End meeting)	√			Majority	
Refer to Committee	√	√	√	Majority	√
Postpone to a later time	√	√	√	Majority	√
Table	√			Majority	
Postpone Indefinitely	√	√	√	Majority	√