

## **Succession Planning Document and Proposal Prepared for the EUPJ 2022 Annual European Assembly Meeting**

As with so many other Jewish and non-Jewish not-for-profit organisations, EUPJ has gone through exceptional times in the past few years. While we have been able to consolidate many elements of our activity profile and even added significant new ones, many essential components of a religious, community-based movement have not been filled with life ever since the beginning of the pandemic in early 2020, which effectively rendered the holding of all in person events impossible.

This situation has, since late 2021, been exacerbated by the unexpected changes in the Brussels Office, the beginning of the war against the Ukraine, which WUPJ and EUPJ responded to with a substantial relief operation, and, not least, by the current troubled situation of the Progressive institutions in Germany.

While we have been successful in opening up the structures of the EUPJ, e.g. by holding all Executive Board meetings as open meetings, and while the full membership representation at these meetings was much appreciated, our attempts to recruit and attract a new and diverse generation of leaders have so far not been successful.

The EUPJ Management Committee (ManCom), however, remains deeply committed to its objective of working towards providing the EUPJ with a leadership structure that is fully reflective of its internal pluralism and invites dynamic participation. In order to achieve this ManCom prepared the plan and proposal contained in this document and submitted it to the EUPJ Executive Board (EB), which unanimously endorsed the proposal and agreed it should be submitted to our members. We ask for the full support and endorsement of the plan set out in this document and invite all members of the EUPJ to proactively and constructively support the leadership development of our movement.

### **Preamble**

- At the EUPJ 2022 Annual European Assembly (EA) the 2<sup>nd</sup> term of office of Sonja Guentner (the Chair) comes to an end and she has indicated that she will not stand for a 3<sup>rd</sup> term. Also at that meeting, the 3<sup>rd</sup> and final terms of office of Gordon Smith (President) and John Cohen (Vice-Chair Governance) come to an end. To date a search for successors has not proved successful.
- For the reasons set out above, the proposal below is suggested as the best way forward for the EUPJ at this stage, and is also an open and independent process and in accordance with good governance requirements.
- As stated above, ManCom and the EB unanimously endorse this proposal and request the EUPJ membership to consider and approve this proposal and the resolutions to implement it.

### **Proposal**

It is proposed that a transition process be put in place from the date of the 2022 EA (8 September 2022) until 20 April 2023 (the Transition Period) during which a pro-active and effective search process be implemented to find a new Chair and/or co-Chairs for EUPJ as well as someone to take over the offices of President and Vice-Chair Governance, and also to look at the structure and make-up of ManCom. This process will be achieved by implementing the following –

### **Transition Period and Co-Chairs**

- The term of office of the Chair be extended until the end of the Transition Period.

- An additional person be appointed as Co-Chair for the Transition Period – this person to form a team with the current chair to effectively manage EUPJ during the Transition Period.
- The Co-Chairs will work together during the Transition Period with two objectives –
  - Firstly, to work as a team to run the ongoing operations of EUPJ, on a basis to be agreed; and
  - Secondly, to establish and supervise a Search & Nominations Committee, which will be tasked with the responsibility and the authority to find a new Chair and/or Co-Chairs for EUPJ as well as someone to take over the offices of President and Vice-Chair Governance (if required), and also to look at the structure and make-up of the ManCom;

After discussions, Robert Weiner (RW), current Vice-Chair Organisational Development, has volunteered to take on the role of Co-Chair, together with SG, for the Transition Period, and ManCom and the EB thank them and recommend them for these positions. As stated above, the Co-chairs will agree on their respective responsibilities, but initially have agreed the following key areas on which they will take the lead –

- SG – the Brussels Office, relationships with the European Union, Stichting EUPJ, the current situation with the Progressive institutions in Germany, issues relating to the Ukraine and the Ukraine Crisis Fund and the relationship with the WUPJ;
- RW – EUPJ Strategy and structuring, membership, internal matters, people and relationships, ERA and communications.

### **Search and Nominations Committee**

- The Search & Nominations Committee (SNC) will -
  - be chaired by an independent person agreed by ManCom and the EB. ManCom recommended that Rabbi Dr Thomas Salamon be appointed chair of the SNC, and this recommendation was endorsed by the EB, Rabbi Salamon has agreed to act in this capacity – for more information on Rabbi Salamon, please use the following link - <https://www.westminstersynagogue.org/rabbi-thomas>;
  - have up to 4 other members to be appointed by agreement between Rabbi Salamon and ManCom, and all decisions will be made by majority vote. Two members of ManCom will also be appointed to the SNC but shall not have a vote;
  - have a strict and pre-determined process and timetable so as to be able to successfully conclude its mandate by 20 March 2023 at the latest, so that a Notice can be sent to EUPJ Members convening a special meeting of the EA on 20 April 2023 to consider and accept or reject its proposals;
  - be given a wide mandate and discretion on how to go about this process, and this will necessitate the active assistance of the members of ManCom and the EB. A draft of the Terms of Reference of the SNC is attached to this proposal as **Schedule 1**.
  - make final recommendations to ManCom and the EB, who will then make final recommendations to the EUPJ Membership at the EA to be convened at the end of the Transition Period.
- The terms of office of the President and Vice-Chair Governance will also be extended until the end of the Transition Period so that they can assist the SNC with its mandate and fulfil their roles until successors are appointed/elected.

- In order to implement this proposal the EUPJ Constitution will need to be amended and the proposed Deed of Amendment is attach to this document as **Schedule 2**.

### **Questions, Information and Suggestions**

We will answer any of your questions and provide whatever information that you require at the upcoming meeting of the European Assembly but you are most welcome, and encouraged, to provide these to us in advance of the meeting so that we can answer them with the appropriate detail.

Sonja Guentner and Gordon Smith  
EUPJ Chair and President  
10 August 2022

## **Schedule 1**

### **European Union for Progressive Judaism (EUPJ) Terms of Reference of Search & Nominations Committee (SNC)**

#### **1. Preamble and Objectives**

The EUPJ has established the SNC to operate from 8 September 2022 until 20 April 2023 (the Transition Period) or such other period as may be agreed by the EUPJ Executive Board (EB) to (a) identify candidates for the role of Chair and/or co-Chairs for EUPJ; (b) identify candidates to take over the office of President of the EUPJ; and (c) review the structure and make-up of the EUPJ Management Committee (ManCom) and identify candidates to hold office at ManCom, initially specifically for the office of Vice-Chair Governance.

#### **2. Responsibilities**

The responsibility of the SNC will be to advise and make recommendations to the ManCom and EB in regard to the objectives set out above, with the aim of completing the task by no later than 15 March. The SNC shall determine the best method to achieve its objectives, but specifically the SNC shall -

- 2.1. Implement and monitor a process for the identification and nomination of candidates to meet the requirements for the roles set out above;
- 2.2. search for, advertise for (in such manner as it may determine), interview, review and recommend candidates for these roles and make recommendation to ManCom and the EB ahead of the meeting of the EUPJ EA to be held on 20 April 2023, or such earlier date as the EB may determine;
- 2.3. interact with members of ManCom and the EB as well as the leadership of the members of the EUPJ as well as the rabbinic and other organisations affiliated with EUPJ to identify, review and nominate candidates for these roles;
- 2.4. if possible, put forward to ManCom and the EB for their consideration two or three suggestions for each role - in making suggestions the SNC will present a resume of the strengths and weaknesses of each candidate;
- 2.5. develop and maintain a database of those persons who are willing and or interested in volunteering their time and services to EUPJ in any role;
- 2.6. obtain from ManCom a job description of the roles of Chair, Co-Chairs, President, Vice-Chair Governance and the other positions on ManCom to be used in the recruitment process;
- 2.7. to review and consider how the EUPJ is managed and the structure of ManCom and, if appropriate, make recommendations on the structure of ManCom and the roles and positions and offices at ManCom, as well as identifying possible candidates to fill these roles, if possible.

#### **3. The Search & Nominations Committee**

The SNC shall consist of up to five members, who shall be appointed by agreement between the SNC Chair and ManCom. Appointments to the SNC committee shall be for the Transition Period or such other period as may be agreed. ManCom shall also be entitled to appoint an additional two members of the SNC, but they shall not be entitled to vote.

The Chair of the SNC shall be appointed by the EB. In the absence of the Chair, the remaining members present shall elect one of themselves to chair the meeting. The role of the Chair is to facilitate the functioning of the SNC and to maintain and enhance the quality of its corporate governance. The Chair's key responsibilities are to manage the affairs of the SNC through effective committee meetings in order that the SNC can fulfil its obligations and responsibilities.

The Committee shall meet at least once a month during the Transition Period, or more frequently as circumstances dictate. The quorum necessary for the transaction of business shall be three, provided that if a quorum is not present for any validly convened meeting then the committee members present at any meeting called to replace that meeting shall constitute a quorum.

Unless otherwise agreed, any member of the SNC shall be entitled to call a meeting and notice of each meeting confirming the venue (if in person) or the electronic medium, time and date, together with an agenda of items to be discussed, shall be forwarded to each Member of the SNC, and any person required to attend, no later than three working days before the day of the meeting.

The SNC shall keep minutes of its meetings and any administrative support will be provided by EUPJ, if possible.

Members of the SNC will become privy to confidential information relating to EUPJ and its members and affiliates and potential candidates. As such, they will be required to comply with the requirements of applicable GDPR regulations and EUPJ's confidentiality requirements contained in its Code of Conduct for members of ManCom and the EB.

## **Schedule 2**

**DEED OF AMENDMENT**  
**TO THE**  
**CONSTITUTION**  
**OF THE**  
**EUROPEAN UNION FOR PROGRESSIVE JUDAISM**

**(as adopted on 29 April 2018 at the meeting of the European Assembly in Prague, Czech Republic.**

It is hereby agreed that the Constitution of the European Union for Progressive Judaism, as described above (“the EUPJ Constitution”), be amended as follows –

1. That, notwithstanding the provisions of Section 11.5 of the EUPJ Constitution, the term of office of the current EUPJ chairman (being Sonja Guentner) which should have ended on 9 September 2022 (being the date of the 2022 annual meeting of the EUPJ European Assembly (EA)) and referred to as the “Start Date”, be extended and accordingly now end on the date of the first meeting of the EA in 2023 (currently estimated to be on 20 April 2023) and referred to as the “End Date”, or on such earlier date as the EA may determine;
2. That, notwithstanding the provisions of Section 11.2 of the EUPJ Constitution, the term of office of the current EUPJ President (being Gordon Smith) which should have ended on the Start Date, be extended and accordingly now end on the End Date, or on such earlier date as the EA may determine;
3. That, notwithstanding the provisions of Section 11.5 of the EUPJ Constitution, the term of office of the EUPJ Vice-Chairman Governance (being John Cohen) which should have ended the Start Date, be extended and accordingly now end on the End Date, or on such earlier date as the EA may determine;
4. That, notwithstanding the provisions of Section 7.2.1 of the EUPJ Constitution and any other provisions relating thereto, for the period from the Start Date until the End Date,

the EUPJ shall have two chairmen instead of one, and they shall be referred to as “Co-Chairs”. It is also resolved that –

- 4.1. The Co-Chairs shall be Sonja Guentner and Robert Weiner;
- 4.2. The Co-Chairs shall take on such roles as may be allocated to them by the EUPJ Management Committee from time to time;
- 4.3. This arrangement shall terminate on the End Date

Adopted by a resolution passed at the annual meeting of the European Assembly of the European Union for Progressive Judaism held via Zoom on 9 September 2022.