

Resolution of Membership for the Immediate Removal of the National Lawyers Guild Executive Council

Whereas, the National Lawyers Guild (NLG) is committed to the defense of workers' rights, racial justice, and democratic accountability, and these values must apply within our own organization;

Whereas, NLG employs staff to operate its national office;

Whereas, NLG and its National Office Staff have entered a collective bargaining agreement ("CBA") to govern the terms and conditions of their employment relationship;

Whereas, NLG employs an Executive Director to supervise National Office Staff, a position excluded from the National Office Staff bargaining unit;

Whereas, NLG's Executive Director is currently Jo Santiago;

Whereas, NLG's highest governing body is its membership, and second highest governing body is its National Executive Committee ("NEC"), empowered to make decisions on membership's behalf, in accordance with NLG's Constitution and By-Laws;

Whereas, an Executive Council operates NLG when the NEC is not in session;

Whereas, the Executive Council is chaired by the President of the NLG;

Whereas, Ría Thompson-Washington is currently President of the NLG;

Whereas, on May 16, 2025, the Executive Council consisted of Ría Thompson-Washington, President; Khanstoshea Zingapan, Vice President; Theodore Wilhite, Treasurer; Justice Gatson, TUPOCC Chair; Fiona Hellerman, Student National Vice President; and Jo Santiago, Executive Director;

Whereas, on May 16, 2025, the President and Executive Director terminated a member of National Office Staff effective immediately, asserting gross misconduct as defined by the CBA;

Whereas, on July 22, 2025, chapters from across the country [sent a letter to the National Executive Committee](#) requesting the removal of Ría Thompson-Washington as President as a result of Thompson-Washington's response to a labor dispute with the National Office Staff and failure to honor the NEC's democratic votes;

Whereas, in this letter, the chapters asserted that the President and Executive Director's decision to terminate the staff member was a violation of the CBA;

Whereas, in this letter, the chapters asserted that this decision left the National Office Staff with no choice but to lawfully strike over the staff member's termination on June 11, 2025, leaving NLG chapters without national support, and causing additional costly waste and organizational harm;

Whereas, the NEC voted on June 30, 2025, to agree to the National Office Staff's demands to end the strike;

Whereas, the President refused to implement the NEC's vote, or to recognize its vote as the binding voice of our organization;

Whereas, the President's refusal to implement the NEC vote, including reinstatement of the terminated staff member, undermines both the NEC's authority and the Guild's foundational commitment to labor solidarity;

Whereas, both the President and the Executive Director have made public statements and taken actions that appear retaliatory and discriminatory, including misrepresenting the racial identity of a staff member who filed an EEOC complaint for racial discrimination;

Whereas, these actions and others not related here have exposed the Guild to serious legal liability, including potential litigation, enforcement actions, tax liability, and reputational harm, creating a need for costly legal defense and diverting organizational time, staff labor, and financial resources away from core work in movement lawyering, mass defense, and legal support for social justice movements;

Whereas, leadership's actions have contributed to the loss of key staff and volunteers, undermined donor and member confidence, and caused an erosion of internal capacity and morale at a time of growing political repression and urgent need for coordinated Guild action;

Whereas, members of the Executive Council have failed to take corrective action, endorsed or enabled these harms, and consistently undermined member governance and democratic accountability;

Whereas, while Article 5.10 of the Constitution provides a process for the NEC to remove its own members, this resolution invokes the broader authority of the membership, as established in Article IV, which affirms that "the highest governing authority of the organization shall be its national convention," and Article VI, which affirms that all national officers are elected by majority vote, thereby establishing the authority of the membership, through the convention process, to remove officers by majority vote;

Whereas, pursuant to New York Not for Profit Corporation Law § 714 (2024), "[a]n officer elected by the members or a class of members may be removed, with or without cause, only by

the vote of the members or such class of members, but his authority to act as an officer may be suspended by the board for cause[;]" and,

Whereas, Article 5.9(a) of the Constitution provides "In the event of a vacancy in the office of President, Treasurer, Secretary, or Vice President, the remaining National Executive Committee members or the Executive Council shall appoint a replacement who shall serve until the next national convention, when the remainder of the vacant term shall be filled by election."

Therefore, be it resolved:

1. The membership of the National Lawyers Guild hereby removes **all members who composed the Executive Council on May 16, 2025**, effective immediately.
2. The National Executive Committee of the Guild shall initiate a transparent, democratic process to fill these vacancies in accordance with Article 5.9 of the Constitution, prioritizing member governance, labor principles, and restoration of organizational trust.

Implementation Plan: Upon membership's adoption of this resolution, all vacant positions on the Executive Council will be appointed by the National Executive Committee in accordance with Article 5.9(a) of the Constitution. An election shall take place during the Spring 2026 Convention in accordance with Sections 8.11, 8.12, 8.13, and 8.14 of the Bylaws.

Compliance with Bylaws § 8.7: The proponents of this amendment attempted to consult the above-named individual(s), the NEC, and all chapters/committees to request their consent to the proposed changes. The above-named individual(s) and the NEC did not respond to this request. Any chapters/committees not listed did not respond to the request for consent. No chapters/committees objected to the proposed resolution.

The following chapters/committees consented to the proposed resolution:

- Mass Defense Committee
- Massachusetts Chapter
- Ohio Chapter
- University of Houston Law Center Chapter
- Houston Chapter

The following chapters/committees took no position on the proposed resolution:

- Colorado Chapter

Proponents: Kyla Clay, Emily Forsee, Liz Schmidt, Mason Dowless

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Submitted: July 18, 2025