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TO: Kathy Jennings
Attorney General of the State of Delaware
Delaware Department of Justice
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Sent via Email: attorney.general@delaware.gov

**Re: Urgent Request to Investigate the Gaza Humanitarian Foundation (GHF)
and Bring Suit to Revoke its Charter**

Dear Attorney General Jennings:

We at the Center for Constitutional Rights (“CCR”) are writing to ask that **you enforce Delaware law by investigating the Gaza Humanitarian Foundation (“GHF” and a/k/a “Global Humanitarian Fund”), and, upon finding a credible basis exists, using your authority pursuant to 8 Del. C. § 284 to request that the Court of Chancery revoke GHF’s charter.** We urgently request a meeting with your office to discuss this matter this week.

GHF is a registered charitable nonprofit, non-stock corporation that was initially incorporated under the laws of Delaware on November 12, 2024.¹ As explained below, GHF is abusing and exploiting the corporate powers and privileges granted by the state of Delaware to aid, abet, and otherwise be complicit in war crimes, crimes against humanity and genocide against Palestinians in Gaza. GHF woefully fails to adhere to fundamental humanitarian principles of humanity, neutrality, impartiality, and independence and has proven to be an opportunistic and obsequious entity masquerading as a humanitarian organization. GHF operations are used as a justification to block United Nations agencies and established organizations that adhere to fundamental humanitarian principles from resuming aid operations across Gaza. Every day that GHF continues to operate in Gaza is a day where Palestinian civilian lives are lost or endangered through intentional starvation and militarized violence.

¹ The incorporation history of GHF is complex and convoluted, involving multiple name changes, and the creation and dissolution of entities. *See* Ex. A (GHF Certificate of Incorporation in Delaware, dated Nov. 11, 2024 and filed Nov. 12, 2024, James H. Cundiff, Incorporator), File Number: 10002670. Although the Certificate of Incorporate identifies the name of the corporation as “Gaza Humanitarian Foundation,” the Delaware Division of Corporations initially listed the name of the entity as “For Those in Need Corporation,” attached as Ex. B. “For Those In Need” filed a name amendment to “Gaza Humanitarian Foundation” on February 7, 2025, *see* Ex. C and on June 11, 2025, filed its dissolution form and surrendered its corporate registration. *See* Ex. D. “Gaza Humanitarian Foundation” was incorporated in Delaware on February 3, 2025. *See* Ex. E (Certificate of Incorporation in Delaware, dated Feb. 3, 2025, Nat Smith, Incorporator (File Number: 10087528 for Entity: Global Humanitarian Fund)). On April 28, 2025, a filing was made for a name amendment for “Global Humanitarian Fund” to “Gaza Humanitarian Foundation.” *See* Ex. F (Certificate of Amendment, dated, Apr. 28, 2025, signed Loik Henderson, President).

The Delaware General Corporation Law (“DGCL”) provides that “[u]pon motion by the Attorney General, the Court of Chancery shall have jurisdiction to revoke or forfeit the charter of any corporation for abuse, misuse or nonuse of its corporate powers, privileges or franchises.” 8 *Del. C.* § 284(a). **We ask that you use your authority to investigate GHF without delay, and based on the credible case against it, bring suit to revoke GHF’s charter and dissolve GHF.**

I. Through its Complicity in War Crimes, Genocide and Crimes Against Humanity, GHF Has Abused the Corporate Powers and Privileges Granted by Delaware

A. The backdrop of genocide, forcible transfer, and the use of starvation as a weapon of war

Since Israel launched its military assault and siege on Gaza following the attacks of October 7, 2023, Israeli forces have killed an estimated 60,138 Palestinians and injured over 146,000² – with more than 50,000 of those killed or injured being children.³ Israel has destroyed or damaged 92% of the housing units, the majority of hospitals and health care centers, almost 90% of schools and a majority of universities, and the vast majority of the road network across Gaza, while destroying and controlling access to nearly all water and sanitation facilities.⁴ Through its assault, which has occurred in the context of an unlawful belligerent 58-year occupation,⁵ Israel has forcibly displaced nearly all of the 2.2 million Palestinians – many repeatedly – through forced “evacuation” orders and mass bombardments.⁶ Because of Israel’s declaration of 87.3% of Gaza to be a militarized zone or under displacement orders, Palestinians have access to less than 13%

² UN Off. for the Coordination of Humanitarian Affs. (“OCHA”), *Humanitarian Situation Update #309/Gaza Strip*, (July 30, 2025), <https://www.ochaopt.org/content/humanitarian-situation-update-309-gaza-strip>; OCHA, *Reported Impact Snapshot/Gaza Strip*, (July 30, 2025) (“OCHA July 30, 2025 Snapshot”), <https://www.ochaopt.org/content/reported-impact-snapshot-gaza-strip-30-july-2025>.

³ OCHA July 30, 2025 Snapshot, *supra* n.2; OCHA, *Humanitarian Situation Update #307/Gaza Strip*, (July 23, 2025), <https://www.unocha.org/publications/report/occupied-palestinian-territory/humanitarian-situation-update-307-gaza-strip>; UNICEF, ‘Unimaginable horrors’: more than 50,000 children reportedly killed or injured in the Gaza Strip, (May 27, 2025), <https://www.unicef.org/press-releases/unimaginable-horrors-more-50000-children-reportedly-killed-or-injured-gaza-strip>.

⁴ See, e.g., OCHA Situation Update #309; OCHA July 30, 2025 Snapshot, *supra* n.2. See also UN, *Secretary-General’s remarks to the opening of the 2025 session of the Committee on the Exercise of the Inalienable Rights of the Palestinian People*, (Feb. 5, 2025), <https://www.un.org/sg/en/content/sg/statement/2025-02-05/secretary-generals-remarks-the-opening-of-the-2025-session-of-the-committee-the-exercise-of-the-inalienable-rights-of-the-palestinian-people-delivered#:~:text=I%20want%20to%20salute%20this,slip%20farther%20out%20of%20reach> (“We have seen a chilling, systematic dehumanization and demonization of an entire people . . . The majority of Gaza’s civilian infrastructure – hospitals, schools, and water facilities – that has been destroyed. The overwhelming majority of the entire population who have faced displacement after displacement, hunger, and disease.”).

⁵ ICJ, *Legal Consequences Arising from the Policies and Practices of Israel in the Occupied Palestinian Territory, Including East Jerusalem*, Advisory Opinion (19 July 2024) (“Legal Consequences Advisory Opinion”), para. 261. See, e.g., *id.*, paras. 163-165, 179; UN Sec. Council Res. 2334, S/Res/2334 (Dec. 23, 2016); Office of the UN High Commissioner for Human Rights, *Report of the Independent International Commission of Inquiry on the Occupied Palestinian Territory, including East Jerusalem, and Israel* (May 9, 2022), UN Doc A/HRC/50/22 (“The Occupied Palestinian Territory, including East Jerusalem and Gaza, and the occupied Syrian Golan are currently under belligerent occupation by Israel, to which international humanitarian law applies.”).

⁶ See, e.g., UN High Commission for Human Rights, *Gaza: Deep concerns about the forced displacement of Palestinians*, (Mar. 28, 2025), <https://www.ohchr.org/en/press-releases/2025/03/gaza-deep-concerns-about-forced-displacement-palestinians>; OCHA, *Population and internal displacement since 7 October 2023/Gaza Strip*, (Nov. 29, 2024), <https://www.ochaopt.org/content/population-and-internal-displacement-7-october-2023-gaza-strip>.

of the 140 mi² territory.⁷ Throughout its 22-month assault on this part of the occupied Palestinian territory, Israel has limited access to basic necessities for life in Gaza, which had already faced shortages due to Israel's longstanding closure.⁸ Indeed, already on October 9, 2023, Israel's then-Minister of Defense Yoav Gallant declared: "*I have ordered a complete siege on the Gaza Strip. There will be no electricity, no food, no fuel, everything is closed.*"⁹ Israel has made good on the promise of denying basic necessities of food, water, medical supplies, and other humanitarian aid by tightly controlling humanitarian assistance through Gaza's borders at land, air and sea. Warnings of malnutrition and starvation arose as early as December 2023.¹⁰

Following the end of a brief ceasefire in early 2025, Israel escalated its siege on Gaza and imposed a total closure over an 11-week period from March to May 2025, during which it prohibited any aid from entering Gaza,¹¹ leaving Gaza on the brink of complete starvation.¹² Israel simultaneously announced plans to intensify its military operations so as to forcibly relocate the Palestinian population of northern Gaza to southern Gaza.¹³

In November 2024, the International Criminal Court ("ICC") Pre-Trial Chamber issued arrest warrants for Israel's Prime Minister Benjamin Netanyahu and former Defense Minister Gallant for *inter alia* the crime against humanity of persecution and the war crime of starvation. Additionally, on January 31, 2024, a United States District Court found that the treatment of Palestinians in Gaza by the Israeli military could plausibly constitute a genocide.¹⁴ And in March 2024, the International Court of Justice ("ICJ") issued an order specifically calling on Israel to cease blocking humanitarian aid from entering Gaza in the context of proceedings where it had already found that

⁷ OCHA July 30, 2025 Snapshot, *supra* n 2.

⁸ Prior to October 7, Israel had maintained a 17-year-old blockade of Gaza, and conducted numerous military widescale assaults, including in 2008-9, 2012, 2014, 2021, 2022, and May 2023, which had already contributed to the systematic violation of Palestinians' internationally protected human rights to food and health. *See, e.g.*, United Nations Independent International Commission of Inquiry on the Occupied Palestinian Territory, including East Jerusalem, and Israel, [A/78/198](#) (Sept. 5, 2023).

⁹ Emanuel Fabian, *Defense minister announces 'complete siege' of Gaza: No power, food or fuel*, Times of Israel, Oct. 9, 2023, https://www.timesofisrael.com/liveblog_entry/defense-minister-announces-complete-siege-of-gaza-no-power-food-or-fuel/?trk=public_post_comment-text. *See also* Eydar Peralta, *As Gaza strains under a food crisis, some Israeli protesters are trying to block aid*, NPR, Feb. 12, 2024, <https://www.npr.org/2024/02/12/1230362633/gaza-food-hunger-israel-protests>.

¹⁰ *See, e.g.*, UNICEF, *Statement by UNICEF on the risk of famine in the Gaza Strip*, (Dec. 22, 2023), <https://www.unicef.org/press-releases/statement-unicef-risk-famine-gaza-strip>; World Health Organization ("WHO"), *Lethal combination of hunger and disease to lead to more deaths in Gaza*, (Dec. 21, 2023), <https://www.who.int/news/item/21-12-2023-lethal-combination-of-hunger-and-disease-to-lead-to-more-deaths-in-gaza>.

¹¹ United Nations Relief and Works Agency ("UNRWA"), *UNRWA Situation Report #174 on the Humanitarian Crisis in the Gaza Strip and the West Bank, including East Jerusalem* (June 7, 2025), <https://www.unrwa.org/resources/reports/unrwa-situation-report-174-situation-gaza-strip-and-west-bank-including-east-jerusalem>; Mary Kekatos, *Timeline of Israel's actions in Gaza after end of ceasefire with Hamas*, ABC News, May 27, 2025, <https://abcnews.go.com/International/timeline-israels-actions-gaza-after-end-ceasefire-hamas/story?id=122205592>.

¹² WHO, *People in Gaza starving, sick and dying as aid blockade continues*, (12 May 2025), <https://www.who.int/news/item/12-05-2025-people-in-gaza-starving-sick-and-dying-as-aid-blockade-continues>

¹³ Dana Karni, Lucas Lilieholm, & Oren Liebermann, *Israel vows to escalate war with new plan to 'conquer' Gaza*, CNN, May 6, 2025, <https://www.cnn.com/2025/05/05/middleeast/israel-gaza-expansion-hnk-intl>.

¹⁴ *Defense for Children International-Palestine v. Biden*, 714 F. Supp. 3d 1160, 1163 (N.D. Cal. 2024) (finding that, based on "undisputed evidence," the "current treatment of the Palestinians in the Gaza Strip by the Israeli military may plausibly constitute a genocide in violation of international law").

a claim of Israel's genocide of Palestinians in Gaza was plausible.¹⁵ Thus, a federal district court, the ICJ, and the ICC have found it plausible that Israel is committing war crimes, crimes against humanity and/or genocide against Palestinians living in Gaza.

It is against this backdrop that GHF began operations in Gaza. And, as set forth below, **the human rights situation has only turned more deadly for Palestinians because of GHF's militarized aid operations while the deaths-by-starvation mount, especially among children.**

B. GHF's Funding and Operations

GHF is a newly-created private corporation registered as a "charitable nonprofit" in Delaware,¹⁶ and claims that it is "organized and operated exclusively for religious, charitable, scientific, literary and educational purposes" to accord with the requirements in 26 U.S.C. §501(c)(3).¹⁷ Although set up as a nonprofit, GHF is not seeking donations through its website. See www.ghf.org. GHF's funding sources are "opaque": initial reports indicated that it had secured \$100 million from an undisclosed source,¹⁸ which GHF and Safe Reach Solutions ("SRS") recently confirmed was "a

¹⁵ See ICJ, *Application of the Convention on the Prevention and Punishment of the Crime of Genocide* (S. Afr. v. Isr.), Order of Provisional Measures (26 Jan. 2024), <https://www.icj-cij.org/sites/default/files/case-related/192/192-20240126-ord-01-00-en.pdf>, ¶ 54 ICJ, S. Afr. v. Isr., Order, (28 Mar. 2024) ¶ 45 ("in view of the worsening conditions of life faced by Palestinians in Gaza, in particular the spread of famine and starvation, Israel shall: (a) take all necessary and effective measures to ensure, without delay, in full co-operation with the United Nations, the unhindered provision at scale by all concerned of urgently needed basic services and humanitarian assistance, including food, water, electricity, fuel, shelter, clothing, hygiene and sanitation requirements, as well as medical supplies and medical care to Palestinians throughout Gaza"). *Id.* at ¶ 46 (referring to the situation in Gaza as "catastrophic" and "confirms the need for immediate and effective implementation" by Israel of the provisional measures ordered in January 2024).

¹⁶ Ex. A (GHF Certificate of Incorporation in Delaware). See also Ex. E (Certificate of Incorporation, File Number: 10087528). See 8 Del. C. § 114(d)(1) (a "charitable nonstock corporation" is any nonprofit nonstock corporation that is exempt from taxation under § 501(c)(3) of the United States Internal Revenue Code").

¹⁷ *Id.*

Of particular note and relevance here, GHF also set up a not-for-profit legal entity in Switzerland on February 11, 2025. See Ex. G (GHF Undated Internal Memo) at 9; Fundraiso, <https://www.fundraiso.com/en/organisations/gaza-humanitarian-foundation>. TRIAL International filed two legal submissions with Swiss authorities "requesting the launch of administration investigations to determine whether the activities of [GHF] are in line with Swiss law and international humanitarian law." News release, *Two Legal Submissions by TRIAL International request Swiss Authorities to Monitor the Activities of the Gaza Humanitarian Foundation*, TRIAL Int'l., May 23, 2025, <https://trialinternational.org/latest-post/two-legal-submissions-by-trial-international-request-swiss-authorities-to-monitor-the-activities-of-the-gaza-humanitarian-foundation/>. The Swiss-GHF reportedly shut down its operations, amidst reports that Swiss authorities were considering an investigation. See Uri Blau and Milan Czerny, *Revealed: New details emerge about the U.S. security firm tasked with overseeing Gaza aid distribution*, Shomrim, May 25, 2025, <https://www.shomrim.news/eng/gaza-aid-distribution>; Olivia Le Poidevin, *Swiss authorities exploring probe into US-backed Gaza aid group*, Reuters, May 25, 2025, <https://www.reuters.com/world/middle-east/swiss-authorities-exploring-probe-into-us-backed-gaza-aid-group-2025-05-25/>. Notably, the Swiss government launched proceedings to dissolve GHF-Switzerland's operations and the organization has since been dissolved. See Olivia Le Poidevin, *Swiss authorities launch proceedings to shut branch of U.S.-backed Gaza aid group*, Reuters, July 2, 2025, <https://www.reuters.com/world/middle-east/swiss-move-dissolve-gaza-aid-delivery-groups-geneva-branch-2025-07-02/>. The Swiss government's deadline for creditors to respond to the dissolution ran as of August 4, 2025. <https://fosc.ch/#!/search/publications/detail/5e3d1653-24fb-46b3-95d8-db48d1600a85>.

¹⁸ See Gerry Shih, *et al.*, *Sweeping overhaul of Gaza aid raises questions of morality and workability*, Washington Post, May 24, 2025; Neri Zilber *et al.*, *The little-known group poised to take over Gaza's aid*, Financial Times, May 21, 2025, <https://www.ft.com/content/ae191ff4-916c-4cc3-8a93-631754bcb90>.

government other than the United States or Israel,”¹⁹ before being awarded \$30 million from the Trump administration’s State Department in late June 2025, an amount that may now be matched by Israel.²⁰ It has been widely reported that the State Department waived mandatory counter-terrorism, anti-fraud safeguards and overrode vetting mechanisms, including ignoring 58 internal objections to GHF’s application, in awarding GHF \$30 million.²¹ That award is now the subject of congressional inquiries.²² Despite the only publicly known State Department award being for \$30 million, President Trump recently stated that the United States has dispensed double that (\$60 million), leading to further questions about the source of GHF’s funding.²³

GHF’s purported purpose is to supply humanitarian aid to Gaza that would address Israel’s unsupported claim that assistance was being diverted by Hamas,²⁴ a claim that was fiercely challenged and rejected by the United Nations and international aid organizations, and has now been debunked by Israel’s own military.²⁵ The Boston Consulting Group (“BCG”) played a large role in GHF’s creation, working alongside former U.S. intelligence and defense officials and

¹⁹ GHF and SRS July 28, 2025 Letter to Adam Coogle, Human Rights Watch, p. 3,

https://www.hrw.org/sites/default/files/media_2025/07/GHF%20HRW%20reply%20final%20207.28.25%5B62%5D.pdf.

²⁰ U.S. Dep’t of State, Press Briefing, June 26, 2025, <https://www.state.gov/briefings/departments-press-briefing-june-26-2025/#post-636805-ISPAL3>; Jonathan Landay Humeyra Pamuk and Daphne Psalidakis, *Exclusive: Trump officials told Congress Israel agreed to match \$30 million for GHF, sources say*, Reuters, July 31, 2025, <https://www.reuters.com/world/middle-east/trump-officials-told-congress-israel-agreed-match-30-million-ghf-sources-say-2025-07-31/>.

²¹ See Jonathan Landay, *Former DOGE official rushed grant to Trump-backed Gaza aid group over staff objections*, Reuters, July 9, 2025, <https://www.reuters.com/world/middle-east/former-doge-official-rushed-grant-trump-backed-gaza-aid-group-over-staff-2025-07-09/>. Among the questions raised by USAID experts that were overridden by the Trump-administration backed former DOGE official were: “how GHF would ensure the safety of Palestinians collecting food packages at its sites; whether its staff had proper humanitarian training and its plans to distribute powdered infant formula in an enclave with scarce access to clean drinking water.”

²² See Press Release, Van Hollen, Welch, *19 Senators Call for Answers on Gaza Humanitarian Foundation, Press Administration to Cease funding GHF*, July 27, 2025, <https://www.vanhollen.senate.gov/news/press-releases/van-hollen-welch-19-senators-call-for-answers-on-gaza-humanitarian-foundation-press-administration-to-cease-funding-ghf>; Press Release, Casten, *92 House Democrats Demand Oversight into Humanitarian Efforts in Gaza amid Starvation Crisis*, July 30, 2025, <https://casten.house.gov/media/press-releases/casten-92-house-democrats-demand-oversight-into-humanitarian-efforts-in-gaza-amid-starvation-crisis>. See also Sen. Elizabeth Warren, Press Release, *Warren demands answers on Trump’s potential contract with shadowy humanitarian group, urges more aid to Gaza through responsible partners*, June 20, 2025, <https://www.warren.senate.gov/newsroom/press-releases/warren-demands-answers-on-trumps-potential-contract-with-shadowy-humanitarian-group-urges-more-aid-to-gaza-through-responsible-partners>.

²³ See J. Landay et al, *Exclusive: Trump officials told Congress Israel agreed to match \$30 million for GHF, sources say*, Reuters, July 31, 2025, *supra* n.20.

²⁴ See, e.g., OCHA, *UN Relief Chief calls on Security Council to act decisively to prevent genocide in Gaza*, May 13, 2025, <https://www.unocha.org/news/un-relief-chief-calls-security-council-act-decisively-prevent-genocide-gaza> (“The UN and our partners are desperate to resume humanitarian aid at scale across Gaza in line with the fundamental principles of humanity, impartiality, independence and neutrality . . . We have shown we can deliver, with tens of thousands of trucks reaching civilians during the ceasefire . . . We have rigorous mechanisms to ensure our aid gets to civilians, and not to Hamas.”); Gerry Shih, et al., *Sweeping overhaul of Gaza aid raises questions of morality and workability*, *supra* n.18 (noting that “Israel has never presented evidence publicly or privately to humanitarian organizations or Western government officials to back up claims that Hamas had systematically stolen aid brought into Gaza”); Jonathan Landay, *Exclusive: USAID analysis found no evidence of massive Hamas theft of Gaza aid*, Reuters, July 25, 2025, <https://www.reuters.com/world/middle-east/usaaid-analysis-found-no-evidence-massive-hamas-theft-gaza-aid-2025-07-25/>.

²⁵ Natan Odenheimer, *No Proof Hamas Routinely Stole U.N. Aid, Israeli Military Officials Say*, N.Y. Times, July 26, 2025, <https://www.nytimes.com/2025/07/26/world/middleeast/hamas-un-aid-theft.html>.

private entrepreneurs, and in close consultation with Israel.²⁶ Indeed, a recent joint statement by 32 nations, including Australia, Canada, Japan and many European states, describe GHF's operations as "the Israeli government's aid delivery model,"²⁷ while the U.S. Ambassador to Israel previously referred to the forthcoming GHF operation as Donald Trump's "initiative."²⁸

GHF is supported by armed private for-profit corporate contractors from SRS and UG Solutions to provide logistics and security.²⁹ Notably, GHF has presented GHF, SRS and UG Solutions as acting as one, with the Delaware non-profit corporation responding "on behalf of" the out-of-state for-profit corporations.³⁰ Members of Congress have also sent inquiry letters to senior leadership and financial backers of SRS and UG Solutions;³¹ these inquiry letters followed harrowing disclosures by a former UG Solutions contractor about the training, supervision, instructions and operations of UG Solutions in Gaza,³² which accords with earlier accounts by former UG Solutions employees of U.S. contractors shooting at starving Palestinians seeking food at GHF sites.³³

²⁶ See, e.g., Noa Shpigel, 'We're Destroying Gaza': Netanyahu, Smotrich Rush to Soothe Right's Fears Over Aid Renewal, Haaretz, May 19, 2025, <https://www.haaretz.com/israel-news/2025-05-19/ty-article/.premium/were-destroying-gaza-netanyahu-smotrich-rush-to-soothe-fears-over-aid-renewal/00000196-e7b4-d93f-a3b6-fff77c780000>; Karen DeYoung and Cate Brown, *The for-profit companies behind Israeli-U.S. nonprofit Gaza aid plan*, Washington Post, July 21, 2025, <https://www.washingtonpost.com/world/2025/07/21/gaza-aid-ghf/>.

²⁷ UK Government, *The UK and 31 international partners have a joint statement on the Occupied Palestinian Territories*, July 21, 2025, <https://www.gov.uk/government/news/joint-statement-on-the-occupied-palestinian-territories> ("The Israeli government's aid delivery model is dangerous, fuels instability and deprives Gazans of human dignity.").

²⁸ See Karen DeYoung, *U.S. ambassador says Gaza aid plan is Trump's 'initiative,' as effort lags*, Washington Post, May 9, 2025, <https://www.washingtonpost.com/national-security/2025/05/09/gaza-aid-trump-plan-huckabee/>.

²⁹ See Malaika Kanaaneh Tapper, *US contractor hires obscure Gaza group for aid rollout after local snubs*, Financial Times, May 28, 2025, <https://www.ft.com/content/9dbbf0cb-cc29-4eba-aa9b-2c7c9dcf46e8>; Cybele Mayes-Osterman, *Chaos and criticism for Trump-backed Gaza aid plan as 47 are injured*, USA Today, May 28, 2025, <https://www.usatoday.com/story/news/world/2025/05/28/trump-gaza-humanitarian-foundation-stampede/83870927007/>; see also Barak Ravid, *U.S. private security contractors will operate key Gaza checkpoint*, Axios, Jan. 23, 2025, <https://www.axios.com/2025/01/23/us-private-security-contractors-will-operate-key-gaza-checkpoint>.

³⁰ See GHF letter to the Center for Constitutional Rights, July 17, 2025 ("On behalf of the Gaza Humanitarian Foundation (GHF), Safe Reach Solutions (SRS), and UG Solutions, we acknowledge receipt of your letters dated June 10 and June 23.") attached hereto as Ex. H. The letter, which is on GHF letterhead and signed "Gaza Humanitarian Foundation" is in response to a June 10, 2025 letter that CCR sent to Johnnie Moore, the Executive Chairman of GHF; the June 10th letter was *not* sent to SRS and UG Solutions. The June 23rd letter was an open letter, without named addressees. Likewise, GHF and SRS replied to Human Rights Watch jointly, confirming joint operations and position. See GHF and SRS letter to HRW, *supra* n.19. ("We provide this response on behalf of Gaza Humanitarian Foundation ("GHF") and Safe Reach Solutions ("SRS").")

³¹ See Press Release, *Welch, Van Hollen, Castro, Jacobs Demand U.S. Security Companies Answer for Deadly Actions in Gaza*, July 31, 2025, <https://www.welch.senate.gov/welch-van-hollen-castro-jacobs-demand-u-s-security-companies-answer-for-deadly-actions-in-gaza/>.

³² See, e.g., "Designed as Death Traps": Fmr. Green Beret Who Worked at Gaza Food Sites Reveals Rampant War Crimes, Democracy Now!, July 29, 2025, https://www.democracynow.org/2025/7/29/anthony_aguilar_ghf_war_crimes. See also Report, *Gaza: Israeli Killings of Palestinians Seeking Food Are War Crimes, Abandon US-backed 'Death Trap' Scheme, Press Israel to End Mass Starvation*, Human Rights Watch, Aug. 1, 2025, <https://www.hrw.org/news/2025/08/01/gaza-israeli-killings-of-palestinians-seeking-food-are-war-crimes>.

³³ See Julia Frankel & Sam Mednick, *US contractors say their colleagues are firing live ammo as Palestinians seek food in Gaza*, AP, July 2, 2025, <https://apnews.com/article/palestinians-israel-gaza-contractors-aid-distribution->

GHF began operation of militarized food distribution hubs in Gaza on May 26, 2025, following the 11-week total siege on Gaza.³⁴ GHF's operations are carried out on land and in areas that Israel has completely razed and emptied of Palestinians and their presence. GHF's so-called food distribution sites immediately became a death magnet: the day after operations began, Israel shot and killed three people, and injured at least 50 people seeking aid near GHF's distribution site in Rafah's Tal al-Sultan neighborhood in Southern Gaza.³⁵ In the first week, at least 100 Palestinians were killed and over 184 injured during the intermittent GHF operations.³⁶ Since then, the killings by GHF contractors and Israeli forces have occurred on a near-daily basis.³⁷ As of August 1st, almost 1,400 Palestinians have been killed while seeking access to aid, with at least 859 of these people killed near GHF aid sites.³⁸ Over 8,152 people have been injured.³⁹

Despite the so-called aid, Israel is starving Palestinians in Gaza to death.⁴⁰ Planning documents revealed that each distribution site is intended to serve 300,000 people, which aid organizations have called a "drop in the bucket" of what's needed to stave off famine in Gaza.⁴¹ Its four hubs cannot meet the needs of 2.2 million Palestinians, even as it reports having distributed an estimated 1.7 million boxes in the 70+ days it has operated; it is reported that its sites often operate for mere minutes a day (if at all) before running out of parcels⁴² – parcels that contain food products that are procured from the Israeli market and, in a reflection of GHF's lack of experience and expertise in humanitarian operations, often contain food products that are inappropriate to the circumstances in Gaza, such as food that requires water (which is largely unavailable) or fuel to cook (which is largely unavailable).⁴³

[Fe27f3ea83e06a09d66424eed7a5d56f](https://www.zeteteo.com/p/exclusive-american-security-contractor-unloads-on-us-israeli-gaza-humanitarian-foundation/); *Exclusive: American Security Contractor Unloads on US-Israeli 'Gaza Humanitarian Foundation'*, Zeteo (June 11, 2025), <https://www.zeteteo.com/p/exclusive-american-security-contractor-unloads-on-us-israeli-gaza-humanitarian-foundation/>.

³⁴ CBS, *Controversial new U.S. and Israel-backed Gaza aid effort gets off to a slow, tumultuous start*, (May 27, 2025), <https://www.cbsnews.com/news/us-israel-backed-gaza-humanitarian-foundation-aid-effort-tumultuous-start/>.

³⁵ UN News, *UN aid teams plead for access amid reports Gazans shot collecting food*, May 28, 2025, <https://news.un.org/en/story/2025/05/1163756>.

³⁶ *Israeli gunfire kills at least 27 aid seekers in Gaza: Health Ministry*, Al Jazeera, June 3, 2025, <https://www.aljazeera.com/news/2025/6/3/israeli-fire-kills-at-least-27-aid-seekers-in-gaza-health-ministry>.

³⁷ Andrew Roth, *US to give \$30m to Gaza Humanitarian Foundation despite violent and chaotic rollout of food distribution*, The Guardian, June 24, 2025, <https://www.theguardian.com/us-news/2025/jun/24/us-food-distribution-group-gaza>; Al Jazeera, *'Going hungry': More than 700 Palestinians killed seeking aid in Gaza*, July 5, 2025, <https://www.aljazeera.com/news/2025/7/5/going-hungry-more-than-700-palestinians-killed-seeking-aid-in-gaza>.

³⁸ U.N. News, *Gaza: Nearly 1,400 Palestinians killed while seeking food, as UN warns airdrops are no solution*, August 1, 2025, <https://news.un.org/en/story/2025/08/1165552>.

³⁹ OCHA Situation Update #309, *supra* n.2.

⁴⁰ Integrated Phase Classification (IPC) Alert: *Worst-case scenario of Famine unfolding in the Gaza Strip*, July 29, 2025, <https://reliefweb.int/report/occupied-palestinian-territory/ipc-alert-worst-case-scenario-famine-unfolding-gaza-strip-published-29-july-2025>.

⁴¹ See Ex. G (GHF Undated Internal Memo); Yolande Knell & Imogen Foulkes, *US confirms plan for private firms to deliver Gaza aid despite UN alarm*, BBC, May 9, 2025, <https://www.bbc.com/news/articles/cp92rlm300mo>; *Israeli strikes kill dozens in Gaza as controversy and concern grow over humanitarian aid*, CBS, May 26, 2025, <https://www.cbsnews.com/news/israel-hamas-gaza-strikes-dozens-dead-aid-controversy/>.

⁴² Kaamil Ahmed, Ana Lucia Gonzaleez Paz, et al., *Eleven-minute race for food: how aid points in Gaza became 'death traps' – a visual story*, The Guardian, July 22, 2025, <https://www.theguardian.com/global-development/2025/jul/22/food-aid-gaza-deaths-visual-story-ghf-israel> (some sites operate for as little as 8 minutes a day); See also, HRW Report, *Gaza: Israeli Killings of Palestinians Seeking Food Are War Crimes*, *supra* n.32 (documenting sites not operating at all, operating for a median of 11 minutes, operating in the hours of darkness and shutting down sites due to overcrowding without dispersing any meals).

⁴³ See, e.g., IPC July 29, 2025 Alert, *supra* n.40; Kevin Nguyen and Alex Murray, *What is inside the GHF food aid box being distributed in Gaza?*, BBC, July 25, 2025, <https://www.bbc.com/news/articles/cd787er1qz4o>.

By comparison, the United Nations Relief and Works Agency (“UNRWA”) previously operated a system of 400 aid sites before Israel effectively banned the U.N.-led aid operation and replaced it with GHF aid distribution.⁴⁴ The head of UNRWA has repeatedly called for the United Nations including UNRWA to be able to provide safe and at scale aid delivery; on June 10, 2025, he stated: “Day after day, casualties and scores of injured are reported at distribution points manned by Israel and private security companies . . . This system does not intend to address hunger . . . The State of Israel must lift the siege and allow the UN safe and unhindered access to bring in aid and distribute it safely.”⁴⁵ This week, the head of UNRWA reported that 6,000 trucks loaded with aid are waiting for permission to enter Gaza.⁴⁶ Indeed, in a recent 24 hour period, 14 Palestinians in Gaza, including two children, died from starvation and malnutrition. In July, 81% of households faced poor food consumption, and 24% faced severe hunger.⁴⁷ Since Israeli officials promised “no food” for Palestinians in Gaza, at least 181 people, including 90 children, have died from starvation and malnutrition in Gaza, the majority in the last few weeks.⁴⁸ Of the 74 malnutrition-related deaths in Gaza in 2025, 63 occurred in July alone.⁴⁹

Palestinians seeking aid are heavily surveilled. Reporting indicates that Palestinians at GHF distribution hubs face “long, degrading lines that include biometric and facial-recognition checks operated remotely by the IDF.”⁵⁰ Drones and cameras — some equipped with facial recognition software — monitor the distribution sites.⁵¹ The contractors staffing the aid sites were reportedly “told by SRS to photograph anyone who looked ‘out of place,’” and photos of aid seekers were then uploaded to a facial recognition database.⁵²

⁴⁴ See Afeef Nessouli, Steven W. Thrasher, *Another Kind of Weapon*, The Intercept, July 21, 2025 <https://theintercept.com/2025/07/21/israel-gaza-famine-food-aid-starvation/>. Philippe Lazzarini, the head of UNRWA, which has provided humanitarian services to Palestinian refugees in Gaza since 1950, criticized the “humiliating system [that] has forced thousands of hungry desperate people to walk for tens of miles to an area that’s all but pulverized due to heavy bombardment by the Israel Army,” and said that “aid distribution has become a death trap.” *UNRWA Commissioner-General on Gaza: aid distribution has become a death trap*, (June 1, 2025), <https://www.unrwa.org/newsroom/official-statements/unrwa-commissioner-general-gaza-aid-distribution-has-become-death-trap>.

⁴⁵ UNRWA, *UNRWA Commissioner-General on Gaza: another day of aid distribution another day of death traps*, (June 10, 2025), <https://www.un.org/unispal/document/unrwa-commissioner-general-on-gaza-another-day-of-aid-distribution-another-day-of-death-traps/>.

⁴⁶ U.N. News, *Gaza: Nearly 1,400 Palestinians killed while seeking food*, *supra* n.38.

⁴⁷ OCHA July 30, 2025 Snapshot, *supra* n.2.

⁴⁸ See, e.g., *UN says every child under five in Gaza at risk of malnourishment*, Al Jazeera, Aug. 4, 2025, [https://www.aljazeera.com/news/2025/8/4/un-says-every-child-under-five-in-gaza-at-risk-of-malnourishment#:~:text=Paediatrician%20Seema%20Jilani%20told%20Al.in%20most%20of%20the%20body;](https://www.aljazeera.com/news/2025/8/4/un-says-every-child-under-five-in-gaza-at-risk-of-malnourishment#:~:text=Paediatrician%20Seema%20Jilani%20told%20Al.in%20most%20of%20the%20body; Palestinian newborns starving in Gaza as infant formula runs out) *Palestinian newborns starving in Gaza as infant formula runs out*, Al Jazeera, July 31, 2025, <https://www.aljazeera.com/news/2025/7/31/palestinian-newborns-starving-in-gaza-as-infant-formula-runs-out>; Y.S., *Palestinian teen dies of starvation in Gaza as death toll from famine surges to 155*, Palestine News & Info Agency, Aug. 2, 2025, <https://english.wafa.ps/Pages/Details/159863>.

⁴⁹ WHO, *Malnutrition rates reach alarming levels in Gaza, WHO warns*, (July 27, 2025), <https://www.who.int/news/item/27-07-2025-malnutrition-rates-reach-alarming-levels-in-gaza--who-warns>.

⁵⁰ Zahid Rahman, *The Gaza Humanitarian Foundation’s false facade of relief*, Counterfire, May 30, 2025, <https://www.counterfire.org/article/the-gaza-humanitarian-foundations-false-facade-of-relief/>

⁵¹ Julia Frankel & Sam Mednick, *US contractors say their colleagues are firing live ammo as Palestinians seek food in Gaza*, July 2, 2025, *supra* n.33.

⁵² *Id.*

Moreover, the aid distribution sites themselves amount to part of the forcible population transfer, as they require malnourished Palestinians to travel great distances under “bombardment and gunfire” in order to access GHF sites.⁵³ Three of the four distribution hubs are in Rafah, near the southern border with Egypt, and one is near Deir el-Balah.⁵⁴ The food distribution sites are largely limited to southern Gaza, while *no* food is distributed to Palestinians in northern Gaza, and GHF defers to and allows Israel to control how much aid enters the enclave and where Palestinians must be to access this aid.⁵⁵ As explained below in more detail, the forcible transfer - and ultimate expulsion of Palestinians from Gaza, in line with the vision of the Netanyahu and Trump administrations - is incorporated into the GHF operations model.

C. GHF Faces Internal and External Criticism

The United Nations has harshly criticized GHF, and has called it “a fig leaf for further violence and displacement.”⁵⁶ On May 28, 2025 — just two days after GHF began operations in Gaza — Jonathan Whittall, the Head of OCHA OPT described GHF’s efforts as “engineered scarcity” and “surveillance-based rationing that legitimizes a policy of deprivation by design.”⁵⁷ The Bureau of the UN Committee on the Exercise of the Inalienable Rights of the Palestinian People echoed these concerns in its own statement opposing GHF.⁵⁸ Tom Fletcher, the UN Under-Secretary for Humanitarian Affairs and Emergency Relief Coordinator, stated on June 4, 2025, that the daily “horrifying scenes of Palestinians being shot, wounded or killed in Gaza while simply trying to eat” are the “outcome of a series of deliberate choices that have systematically deprived 2 million people of the essentials they need to survive.”⁵⁹ More recently, on July 21, 2025, the Secretary-General condemned “the ongoing violence, including the shooting, killing, and injuring of people attempting to get food for their families.”⁶⁰ The Secretary-General further noted that the recent intensification of violence “comes as the humanitarian system [in Gaza] is being impeded, undermined, and endangered.”⁶¹ International humanitarian organizations have also denounced GHF as a militarized entity whose aid plan is a “blueprint for ethnic cleansing” and intentional

⁵³ News Desk, *GHF Contractor reveals ‘horrific’ details of US-Israeli ‘aid traps,’* The Cradle, June 12, 2025.

<https://thecradle.co/articles/ghf-contractor-reveals-horrific-details-of-us-israeli-aid-traps>

⁵⁴ *Visual guide to how the Gaza aid distribution turmoil unfolded*, Al Jazeera, May 29, 2025.

<https://www.aljazeera.com/news/longform/2025/5/29/visual-guide-to-how-the-gaza-aid-distribution-turmoil-unfolded>.

⁵⁵ See Karen DeYoung and Cate Brown, *U.S. consulting firm quits Gaza humanitarian aid effort among criticism*, Washington Post, June 3, 2025, <https://www.washingtonpost.com/national-security/2025/06/03/gaza-humanitarian-fund-bcg/>.

⁵⁶ OCHA, *UN Relief Chief calls on Security Council to act decisively to prevent genocide in Gaza*, *supra* n.24.

⁵⁷ OCHA, *Briefing to journalists by Jonathan Whittall, Head of OCHA OPT*, May 28, 2025.

<https://www.ochaopt.org/content/briefing-journalists-jonathan-whittall-head-ocha-opt>.

⁵⁸ UN Palestinian Rights Committee, *600 Days of Israeli War on Gaza: UN Committee Urges Immediate, Unhindered Humanitarian Access*, May 30, 2025. <https://www.un.org/unispal/document/ccirpp-press-statement-600-days-war-gaza-30may2025/>.

⁵⁹ OCHA, *Statement on aid distribution in Gaza by Tom Fletcher, Under-Secretary-General for Humanitarian Affairs and Emergency Relief Coordinator*, June 4, 2025. <https://www.ochaopt.org/content/statement-aid-distribution-gaza-tom-fletcher-under-secretary-general-humanitarian-affairs-and-emergency-relief>.

⁶⁰ Stéphane Dujarric, *Statement attributable to the Spokesperson for the Secretary-General – on the deteriorating humanitarian situation in Gaza*, July 21, 2025. <https://www.un.org/sg/en/content/sg/statement/2025-07-21/statement-attributable-the-spokesperson-for-the-secretary-general-%E2%80%93-the-deteriorating-humanitarian-situation-gaza>.

⁶¹ *Id.*

starvation.⁶² These repeated censures have put GHF on clear notice that its aid plan falls significantly short of fundamental and clear humanitarian standards.

Notably, internal documents show that as early as November 2024, GHF’s planners anticipated that the project could face difficult questions from the public about its “opaque origins, qualifications, and moral legitimacy”—particularly in light of its deep entrenchment with the Israeli government.⁶³ Those documents also show that GHF officials anticipated accusations that they were running “concentration camps with biometrics” or comparisons to U.S. private military contractors like Blackwater, linked to war crimes.⁶⁴ At least five individuals who were involved in the development of the plan raised concerns that it would result in the war crime of forced displacement.⁶⁵

On May 25, 2025—just hours before GHF began operations in Gaza—GHF’s executive director, Jake Wood, announced his resignation, stating: “*It is clear that it is not possible to implement this plan while also strictly adhering to the humanitarian principles of humanity, neutrality, impartiality, and independence, which I will not abandon.*”⁶⁶ He added in an interview with the *New York Times* that “he would not participate in a program that enabled the displacement of civilians,” which he understood would be the case through GHF operations.⁶⁷ On June 3, 2025, GHF announced its new executive director, Johnnie Moore Jr., an evangelical leader and former advisor to President Donald Trump.⁶⁸

The concerns voiced by GHF’s own leadership have been echoed not only by the United Nations and international aid organizations, but also many States,⁶⁹ and most recently, whistle-blower contractors.⁷⁰ A Human Rights Watch report released on August 1 focuses on the “US-backed ‘Death Trap’ Scheme” presents an account of GHF’s operations that is both painstaking in its detail and chilling in its findings.⁷¹ And just days ago, 21 United States Senators called upon Secretary of State Marco Rubio to “immediately cease all U.S. funding” for GHF because it is “connected to deadly violence against starving people seeking food in Gaza.”⁷²

⁶² *Leading Aid and Human Rights Organisations Condemn the Gaza Humanitarian Foundation as a Dangerous, Politicised Sham*, May 19, 2025, <https://reliefweb.int/report/occupied-palestinian-territory/leading-aid-and-human-rights-organisations-condemn-gaza-humanitarian-foundation-dangerous-politicised-sham>

⁶³ See Shih, *et al.*, *Sweeping overhaul of Gaza aid raises questions of morality and workability*, *supra* n.18.

⁶⁴ *Id.*

⁶⁵ *Id.*

⁶⁶ Patrick Kingsley & Jin Yu Young, *Head of New Gaza Aid System Resigns Over Lack of Autonomy*, *N.Y. Times* (May 26, 2025), <https://www.nytimes.com/2025/05/26/world/asia/gaza-aid-wood-independence-resigns.html>.

⁶⁷ *Id.*

⁶⁸ Ephrat Livni, *He Attended Prayer Meetings in the White House. Now He’s Chairman of a Gaza Aid Group*, *N.Y. Times*, June 5, 2025, <https://www.nytimes.com/2025/06/05/world/middleeast/israel-johnnie-moore-gaza-humanitarian-foundation.html>.

⁶⁹ See, e.g., France, Ministry of Foreign Affairs, *Israel/Palestinian Territories: Joint Statement*, July 21, 2025, <https://www.diplomatie.gouv.fr/en/country-files/israel-palestinian-territories/news/2025/article/israel-palestinian-territories-joint-statement-21-07-25>.

⁷⁰ See *supra* n.32.

⁷¹ See HRW Report, *Gaza: Israeli Killings of Palestinians Seeking Food Are War Crimes, Abandon US-backed ‘Death Trap’ Scheme, Press Israel to End Mass Starvation*, *supra* n.32.

⁷² Richard Escobedo, Mia Salentri, *Senate Democrats urge U.S. to stop funding GHF, resume support for U.N. food distribution in Gaza as more starve*, *CBS News*, July 28, 2025, <https://www.cbsnews.com/news/gaza-starvation-senate-democrats-urge-u-s-to-stop-funding-ghf-resume-support-for-un/>.

D. GHF's Operations Align with Donald Trump's Vision of a Gaza Devoid of Palestinians, in Violation of International Law Including the Prohibition of Forcible Transfer

Planning documents for GHF's operations reveal that the relocation—or forcible transfer—of Palestinians into “humanitarian transition areas” was explicitly contemplated.⁷³ Notably, the plan bears great similarity to a plan published in December 2024 by Israel's Defense and Security Forum.⁷⁴ Alarming, the proposal planned “humanitarian transition areas” as the next phase in an operation that began with GHF's distribution sites and which GHF would “oversee and regulate all civil activities for construction, deradicalization and temporary voluntary relocation.”⁷⁵

In fact, reporting by the *Financial Times* revealed that BCG, the company which helped establish GHF, modeled the cost of this forcible transfer at the behest of Israeli backers.⁷⁶ In one scenario, BCG modeled the cost of relocating up to 500,000 Palestinians out of Gaza as part of “reconstructing” Gaza, and found that the plan to relocate Palestinians in Gaza was cheaper than providing support for them to rebuild.⁷⁷ Planning documents further envisioned that Palestinians would be required to submit to identity checks to receive rations,⁷⁸ and that Palestinians would eventually live in guarded compounds housing up to tens of thousands of people.⁷⁹

Alarming, President Trump echoed Israel's vision of a Gaza devoid of Palestinians—a vision that violates international law, including the Geneva Conventions, and domestic law, including 18 U.S.C. § 2441, the War Crimes Statute. In February 2025, during a meeting with Israeli Prime Minister Netanyahu, President Trump expressed his vision to turn Gaza into a “Riviera of the Middle East,” a plan which involved emptying Gaza of the nearly 2 million Palestinians who live there.⁸⁰ Trump suggested relocating Palestinians to “a permanent place” outside of Gaza, with no right of return,⁸¹ and that the United States would “own” Gaza for “economic development.”⁸² Several weeks later, Trump shared an AI-generated video on social media featuring images of

⁷³ John Hudson & Cate Brown, *Boston Consulting Group CEO apologizes for Israeli-backed Gaza aid project*, Washington Post, June 6, 2025, <https://www.washingtonpost.com/national-security/2025/06/06/gaza-aid-ghf-bcg-israel/>.

⁷⁴ IDSF, *The Gaza Humanitarian Islands Plan Interim Phase*, Dec. 2024, <https://idsf.org.il/en/papers/the-gaza-humanitarian-plan/>. See also Irit Katz, *Lethal humanitarianism: why violence at Gaza aid centres should not come as a surprise*, The Conversation, June 3, 2025, <https://theconversation.com/lethal-humanitarianism-why-violence-at-gaza-aid-centres-should-not-come-as-a-surprise-257908>.

⁷⁵ Jonathan Landay & Aram Roston, *Proposal outlines large-scale 'Humanitarian Transit Areas' for Palestinians in Gaza*, Reuters, July 11, 2025, <https://www.reuters.com/world/middle-east/us-backed-aid-group-proposed-human-transit-areas-palestinians-gaza-2025-07-07/>.

⁷⁶ Stephen Foley, *BCG modelled plans to 'relocate' Palestinians from Gaza*, Financial Times, July 4, 2025, <https://www.ft.com/content/c0e661cc-55db-4e2a-b17b-a656e0cf6c14>.

⁷⁷ *Id.*

⁷⁸ See Shih, *et al.*, *Sweeping overhaul of Gaza aid raises questions of morality and workability*, *supra* n.18.

⁷⁹ *Id.*

⁸⁰ Franco Ordoñez, Deepa Shivaram, *Trump says he wants the U.S. to take ownership of the Gaza Strip*, NPR, Feb. 4, 2025, <https://www.npr.org/2025/02/04/nx-s1-5287012/trump-netanyahu-ceasefire-gaza>

⁸¹ Lee Keath, *Trump doubles down on plan to empty Gaza. This is what he has said and what's at stake*, AP, Feb. 12, 2025, <https://apnews.com/article/trump-gaza-plan-palestinians-israel-3f12eb51869da2221afbb22b0bcf47ba>.

⁸² Ordoñez, *et al.*, *Trump says he wants the U.S. to take ownership of the Gaza Strip*, *supra* n.80. See also Kelebogile Zvobgo, *Trump's proposal to "take over" Gaza would put Americans at risk of prosecution*, Brookings, Feb. 27, 2025, <https://www.brookings.edu/articles/trumps-proposal-to-take-over-gaza-would-put-americans-at-risk-of-prosecution/>.

luxury beach-side developments in Gaza (which news outlets have referred to as “Dubai-style paradise”⁸³), a gold statue of Trump, and images of Elon Musk, Trump, and Netanyahu partaking in luxury-resort activities on the beach. The video was set to music with the lyrics “Trump’s Gaza is finally here.”⁸⁴ Reporting has revealed that the Tony Blair Institute (“TBI”) was involved in a project that relied on BCG’s financial modeling to develop a postwar Gaza plan that included a “Trump Riviera” and an “Elon Musk Smart Manufacturing Zone.”⁸⁵ The plan was led by Israeli businessmen and shared with the Trump administration. A document authored by TBI staff stated that the war in Gaza “created a once-in-a-century opportunity to rebuild Gaza.”⁸⁶

The Trump administration has continued to embrace GHF, despite the many warnings that it is fueling the forcible transfer of Palestinians within Gaza, causing the death of Palestinians at the militarized aid distribution sites, and exacerbating starvation. The Trump administration continues to support Israel’s plan to annex Gaza in violation of international law,⁸⁷ raising serious concerns that GHF is a political endeavor and not a humanitarian assistance program.

E. GHF’s Legal Liability

GHF’s continued operations in Gaza exposes its organization, officers, representatives and agents to criminal and civil liability for aiding and abetting and otherwise being complicit in war crimes, crimes against humanity and genocide in violation of international law and U.S. law.⁸⁸

⁸³ Rachel Hall, “Trump Gaza” AI video intended as political satire, says creator, *The Guardian*, Mar. 6, 2025, <http://www.theguardian.com/technology/2025/mar/06/trump-gaza-ai-video-intended-as-political-satire-says-creator>.

⁸⁴ *Id.*

⁸⁵ Stephen Foley and Jim Pickard, *Tony Blair’s staff took part in ‘Gaza Riviera’ project with BCG*, *Financial Times*, July 6, 2025, <https://www.ft.com/content/0b1bc761-c572-4b61-882a-fb4467259dcd>; Ben Quinn, *Tony Blair thinktank worked with project developing ‘Trump Riviera’ Gaza plan*, *The Guardian*, July 7, 2025, <https://www.theguardian.com/politics/2025/jul/07/tony-blair-thinktank-worked-with-project-developing-trump-riviera-gaza-plan> (“The project... was developed against the backdrop of Donald Trump’s vision of taking over the Palestinian territory and transforming it into a resort.”).

⁸⁶ *Id.*

⁸⁷ See, e.g., *US envoy Steve Witkoff and Ambassador Mike Huckabee visit Gaza aid distribution site as humanitarian crisis worsens*, *CBS News*, Aug. 1, 2025, <https://www.cbsnews.com/news/gaza-us-envoy-steve-witkoff-ambassador-mike-huckabee-visit-ghf-aid-distribution-site/>; U.S. Dep’t of State, Press Briefing, July 31, 2025, <https://www.state.gov/briefings/departments-press-briefing-july-31-2025/> (Q: Well, can you – I mean, is there a single country you can name that supports – publicly supports the GHF? MR PIGOTT: Well, look, what I can say is that we do [...]); Chaim Levinson, *Netanyahu Proposes to Annex Parts of Gaza in Attempt to Appease Far-right Minister if Hamas Does Not Agree to a Deal*, *Haaretz*, July 28, 2025, <https://www.haaretz.com/israel-news/2025-07-28/ty-article/netanyahu-proposes-to-annex-gaza-in-attempt-to-appease-far-right-minister/00000198-525a-dc50-a9bf-ff7ba06f0000>.

⁸⁸ See, e.g., CCR’s June 10, 2025 letter to GHF,

https://ccrjustice.org/sites/default/files/attach/2025/06/6_10_2025_Letter%20and%20Exhibits%20to%20GHF.pdf. Each crime is prohibited under treaty law and customary international law, and provides for universal jurisdiction. See Genocide: Convention on the Prevention and Punishment of the Crime of Genocide, Dec. 9, 1948, S. Exec. Doc. O, 81-1 (1949), 78 U.N.T.S. 277 and under Article 6 of the Rome Statute of the International Criminal Court, UN Doc. A/CONF.183/9, July 17, 1998, 2187 U.N.T.S. 38544, art. 6 (“ICC Statute”); war crimes: 1949 Geneva Convention Relative to the Protection of Civilian Persons in Time of War, Aug. 12, 1949, 6 U.S.T. 3516, 75 U.N.T.S. 287, art. 147; ICC Statute, art. 8. Crimes against humanity are prohibited under customary international law and under the ICC Statute (Article 7). Genocide, war crimes, and torture are proscribed under U.S. federal criminal statutes, specifically 18 U.S.C. §§ 1091, 2441 and 2340-2340A. Forcible transfer, for example, which is defined as “ced displacement of the persons concerned by expulsion or other coercive acts from the area in which they are lawfully present, without grounds permitted under international law,” is codified as a “grave breach” in

Knowingly providing services that have a substantial effect on Israel's international law violations constitutes complicity or aiding and abetting for international law violations.⁸⁹ Given the issuance of ICC arrest warrants against Israel's Prime Minister, three sets of provisional measures by the I.C.J., as well as separate rulings by the I.C.J. arising out of possible violations of the Genocide Convention and Geneva Conventions,⁹⁰ GHF is on notice that there is a reasonable basis to believe that Israel is committing the following atrocity crimes:

- the war crimes of intentionally using starvation as a method of warfare, forcible transfer, and wilful killing;⁹¹
- the crime against humanity of persecution, which “means the intentional and severe deprivation of fundamental rights contrary to international law by reason of the identity of the group or collectivity” ;⁹² and
- genocide by deliberately inflicting on the group conditions of life calculated to bring about its physical destruction in whole or in part, by causing serious bodily or mental harm and through killing members of the group, with intent to destroy the group in whole or in part.⁹³

There is overwhelming evidence that GHF is contributing to forcible transfer, killing, extermination, and genocide of the Palestinian population in Gaza.

In addition to the entity itself, any individual, including GHF officers (past and present), representatives, and agents, as well as those who supported or collaborated in the establishment of the GHF plan, can be held criminally liable for aiding and abetting or complicity in their individual capacity at the ICC, which has jurisdiction over war crimes, crimes against humanity, and genocide committed in Gaza, in federal courts under U.S. criminal law pursuant to the War Crimes Act, 18 U.S.C. § 2441, and Genocide Convention Implementation Act, 18 U.S.C. § 1091 and relevant federal statutes governing and giving rise to accessory liability,⁹⁴ as well as civil liability.⁹⁵

article 147 of the Geneva Conventions and at 18 U.S.C. §2441 (c)(1). See ICC Statute, art. 7(2)(d); ICC Elements of Crimes, art. 8(2)(a)(vii)-1.

⁸⁹ See *Prosecutor v. Furundžija*, Judgment, ¶¶ 235-249. The accomplice does not have to share the perpetrator's intention, including the genocidal intent – the specific intent to destroy a group in whole or in part based on its identity. *Musema* Trial Judgment and Sentence, ¶ 181; Application of Convention on Prevention and Punishment of Crime of Genocide (*Bosn. & Herz. v. Serb. & Montenegro*), 2007 I.C.J. 43, 114, 200, ¶¶ 167, 381 (Feb. 26).

⁹⁰ *Alleged Breaches of Certain International Obligations in Respect of the Occupied Palestinian Territory (Nicar. v. Ger.)*, Order, ¶ 24 (30 Apr. 2024), <https://www.icj-cij.org/sites/default/files/casereLATED/193/193-20240430-ord-01-00-en.pdf> (considering it “particularly important to remind all States of their international obligations relating to the transfer of arms to parties to an armed conflict...that such arms might be used to violate the [Genocide and Geneva] Conventions”); Legal Consequences Advisory Opinion, *supra* n.5.

⁹¹ ICC Statute, art. 8(2)(a)(xxv), (viii) and (i). (e.g., “Intentionally using starvation of civilians as a method of warfare by depriving them of objects indispensable to their survival, including wilfully impeding relief supplies as provided for under the Geneva Conventions.”).

⁹² ICC Statute, art. 7(1)(g), 7(2)(g). There are also credible allegations that Israel is committing the crime against humanity of extermination, which “includes the intentional infliction of conditions of life, *inter alia* the deprivation of access to food and medicine, calculated to bring about the destruction of part of a population.” See ICC Statute, art. 7(1)(b), 7(2)(b).

⁹³ ICC Statute, art. 6(d) and (a); Genocide Convention, Art. II (d) and (a).

⁹⁴ See 18 U.S.C. § 2.

⁹⁵ See Alien Tort Statute, 28 U.S.C. § 1350. See also Torture Victim Protection Act, 28 U.S.C. § 1350 (note).

In addition, violations of prohibitions against war crimes, crimes against humanity, and genocide are subject to universal jurisdiction, which means that perpetrators of these crimes may be prosecuted anywhere, at any time, in various countries.⁹⁶ A number of countries have already launched criminal investigations into alleged crimes committed in Gaza, and the calls for accountability will only increase.⁹⁷

II. Delaware's Attorney General has Authority to Investigate, and Seek the Revocation of GHF's Charter

The DGCL provides that “a corporation may be incorporated or organized under this chapter to conduct or promote any *lawful* business or purposes, except as may otherwise be provided by the Constitution or other law of this State. 8 *Del. C.* § 101(b) (emphasis added). Under Delaware law, “corporations are only chartered by the state to conduct lawful business by lawful means.” *Hampshire Grp., Ltd. v. Kuttner*, 2010 WL 2739995, at *30, n. 258 (Del. Ch. July 12, 2010); *see also* 8 *Del. C.* § 102(b)(3). Simply put, “Delaware ... does not charter law breakers.” *In re Massey Energy Co.*, 2011 WL 2176479, at *20 (Del. Ch. May 31, 2011).

The Attorney General is vested with, *inter alia*, “the powers, duties, and authority [...] to investigate matters involving the public peace, safety, and justice[,] to subpoena witnesses and evidence in connection therewith,”⁹⁸ and, more broadly, to enforce Delaware law.⁹⁹ Most relevant here, Delaware law provides that “[u]pon motion by the Attorney General, the Court of Chancery shall have jurisdiction to revoke or forfeit the charter of any corporation for abuse, misuse or nonuse of its corporate powers, privileges or franchises.” 8 *Del. C.* § 284(a).

⁹⁶ Amnesty Int’l, *Universal jurisdiction: A preliminary survey of legislation around the world – 2012 update*, AI Index IOR 53/019/2012, p. 10, n.23 (Oct. 9, 2012), <https://www.amnesty.org/en/documents/ior53/019/2012/en/>. For example, prosecutions arising under universal jurisdiction have been instituted in Argentina, Austria, Australia, Belgium, Canada, Denmark, Finland, France, Germany, Israel, the Netherlands, Norway, Paraguay, Senegal, Spain, Sweden, Switzerland, and the United Kingdom. *See also* Eur. Ctr. for Const. & Hum. Rts., *Universal Jurisdiction in Germany? The Congo War Crimes Trial: First Case under Code of Crimes against International Law* 4 (June 8, 2016), https://www.ecchr.eu/fileadmin/Juristische_Dokumente/Report_Executive_Summary_FDLR_EN.pdf (“Under the principle of universal jurisdiction, every state is authorized to prosecute cases of international crimes regardless of where they were committed or who the perpetrators are, especially in cases in which those crimes would go unpunished in the state where they were committed or the home state of the perpetrators”).

⁹⁷ *See, e.g.*, Chantal Da Silva and Yarden Segev, *Israeli soldiers face risk of arrest abroad over allegations of war crimes after serving in Gaza*, NBC, Jan. 6, 2025, <https://www.nbcnews.com/news/world/israel-soldiers-arrest-abroad-war-crimes-gaza-idf-brazil-rcna186335>; Yuval Barnea, *Belgian Federal Prosecutor opens investigation into Israeli sniper for war crimes committed in Gaza*, Jerusalem Post, Oct. 19, 2024, <https://www.jpost.com/israel-news/article-825183>; The Hind Rajab Foundation, *Peru Opens Criminal Investigation into Israeli War Crimes Following Complaint by the Hind Ragab Foundation*, May 23, 2025, <https://www.hindrajabfoundation.org/perpetrators/peru-opens-criminal-investigation-into-israeli-war-crimes-following-complaint-by-the-hind-rajab-foundation>; *France opens ‘complicity in genocide’ probes against French-Israelis over blocked Gaza aid*, AFP, June 6, 2025, <https://www.timesofisrael.com/france-opens-complicity-in-genocide-probes-over-blocked-gaza-aid/>; Haroon Siddique, *Ten Britons accused of committing war crimes while fighting for Israel in Gaza*, *Guardian*, Apr. 7, 2025, <https://www.theguardian.com/law/2025/apr/07/ten-britons-accused-of-committing-war-crimes-while-fighting-for-israel-in-gaza>.

⁹⁸ 29 *Del. C.* § 2504(4).

⁹⁹ *See, About the Office*, Delaware Department of Justice, <https://attorneygeneral.delaware.gov/about/>. “Delaware’s Attorney General, the State’s chief law enforcement officer, has broad responsibility to combat crime, safeguard families, fight fraud, and protect consumers in the First State.”).

Delaware courts will find that a charter has been abused if it finds “a sustained course of fraud, immorality or violations of statutory law[.]” *Young v. Nat’l Ass’n for Advancement of White People*, 109 A.2d 29, 31 (Del. Ch. 1954). (“There is no question but that this Court will forfeit a corporate charter where the abuse of its privileges and franchises is clear.” *Id.* at 3, citing *Southerland v. Decimo Club*, 142 A. 786, 793 (Del. Ch. 1928)). “Continued serious criminal violations by corporate agents in the course of the discharge of their duties could very well constitute the misuse of a charter.” *Craven v. Fifth Ward Republican Club, Inc.*, 146 A.2d 400, 402 (1958). Particularly relevant to this request regarding GHF, this standard applies in cases against non-profit, as well as for-profit corporations. *Id.* Courts are, understandably, “reluctant to pronounce a sentence of death upon a corporation for abuse of franchise. ... Where, however, there is a clear case of abuse of corporate privileges and franchises ... courts will not hesitate to pass the sentence.” *Southerland*, 142 A. at 793.¹⁰⁰

The power to seek revocation of a corporate charter is one that you have used before under far less egregious circumstances. Most notably, in 2019, you invoked your parallel statutory authority under the Delaware Limited Liability Company Act to seek the dissolution of several limited liability companies affiliated with Paul Manafort and Richard Gates who pleaded guilty in 2018 to charges involving money laundering, failing to register as a foreign agent, failure to report bank transactions, and making false statements. Manafort was also convicted in 2018 by a jury of tax and bank fraud charges. At the same time, you sought the dissolution of two limited liability companies affiliated with Michael Cohen used to facilitate the payment of hush money payments to certain women claiming to have been involved with President Trump.¹⁰¹

These actions were successful. In 2020, Chancellor Bouchard ordered dissolution of the Manafort-affiliated and Cohen-affiliated entities. *See Jennings v. LOAV Ltd., et al.*, C.A. No. 2019-0752-AGB (Del. Ch. Oct. 3, 2020) (ORDER); *Jennings v. Essentials Consultants LLC*, C.A. No. 2019-0755-AGB (Del. Ch. Oct. 1, 2020) (ORDER).

¹⁰⁰ GHF may also be in violation of the Delaware Charitable/Fraternal Solicitation Act of 1996, and liable for fraudulently representing that contributions made to GHF will be used for a charitable or fraternal purpose, when in fact GHF is committing serious human rights violations, and federal and international crimes. Delaware law prohibits the use of “deception, fraud, false pretense, false promise, misrepresentation [...] with the intent that others rely upon such concealment, suppression or omission in connection with a charitable solicitation.” (6 *Del. C.* § 2595(a)). This includes, but is not limited to, making representations that funds “will be used for a charitable/fraternal purpose if the person has reason to believe the contribution will not be used for a charitable/fraternal purpose.” §2595(c) requires that an organization or officer must have actual prior knowledge of the unlawful practice, or fraudulent intent to be found liable under this statute. Any violation of §2595 is also a violation of the consumer protection laws, including the unlawful consumer fraud statute, pursuant to §2597 and 6 *Del. C.* § 2513. § 2594 also bars “[t]he act, use or employment by any person of any deception, fraud, false pretense, false promise, misrepresentation or the concealment, suppression or omission of any material fact with the intent that others rely upon such concealment, suppression or omission in connection with a charitable solicitation[.]” 8 *Del. C.* § 101(b) requires that all corporations incorporated or organized must have a “lawful business or purpose.”

¹⁰¹ Mark Eichmann, Zoe Read, *Delaware Moves to dissolve LLCs tied to former Trump allies Manafort and Cohen*, WHYY, Sept. 19, 2019, <https://whyy.org/articles/delaware-moves-to-dissolve-llcs-tied-to-former-trump-allies-manafort-and-cohen/>; Mark Eichmann, *Delaware dissolves companies set up by former Trump campaign manager Paul Manafort*, Oct. 28, 2020, <http://whyy.org/articles/delaware-dissolves-companies-set-up-by-former-trump-campaign-manager-paul-manafort/>.

In its brief life as a Delaware corporation, GHF has seemingly flagrantly violated numerous state, federal and international laws and flouted fundamental humanitarian principles, contributing to the injuries and deaths of thousands of Palestinians in Gaza. Delaware's grant of incorporation to GHF brings the state into disrepute by association with such a dangerous "charitable" organization and its operations.

III. Request for Action

In light of GHF's egregious, publicly documented complete disregard for humanitarian principles, involvement in unauthorized and unlawful activities, and ample evidence of complicity in atrocity crimes against Palestinians in Gaza, we urge the Delaware Department of Justice to:

- Immediately initiate investigations into GHF's abuse of the corporate form, aiding and abetting unauthorized and unlawful activities, and complicity in atrocity crimes in collaboration with SRS, UG Solutions, Israeli armed forces, and others; and
- Utilize all existing legal authorities necessary to initiate an action to revoke GHF's corporate charter.

We request a meeting with your office to discuss this matter as soon as possible. Please contact Adina Marx-Arpadi at [REDACTED] and [REDACTED] to discuss scheduling or if you need any additional information.

Sincerely,



Katherine Gallagher, Esq.
Adina Marx-Arpadi, Esq.
Center for Constitutional Rights

cc: Charuni Patibanda-Sanchez, Delaware's Secretary of State
charuni.patibanda-sanchez@delaware.gov
Owen Lefkon, Director of the Fraud and Consumer Protection Division
owen.lefkon@delaware.gov
Christine Choa, Delaware Department of Justice Consumer Protection Unit,
christine.choa@delaware.gov

Encl.: Exhibits A-H

EXHIBIT A

DELAWARE
CERTIFICATE OF INCORPORATION
OF
GAZA HUMANITARIAN FOUNDATION

THE UNDERSIGNED INCORPORATOR, in order to form a charitable nonprofit, nonstock corporation for the purposes hereinafter stated, under and pursuant to the provisions of the General Corporation Law of the State of Delaware, does hereby certify as follows:

ARTICLE I: The name of the corporation is Gaza Humanitarian Foundation (the "Corporation").

ARTICLE II: The registered office of the Corporation in the State of Delaware is located at Corporation Trust Center, 1209 Orange Street in the City of Wilmington, County of New Castle. The name and address of its registered agent is The Corporation Trust Company, Corporation Trust Center, 1209 Orange Street, Wilmington, Delaware, 19801.

ARTICLE III: The Corporation shall be a nonprofit corporation organized and operated exclusively for religious, charitable, scientific, literary and educational purposes as set forth in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States internal revenue law (the "Code"), including, for such purposes, the making of distributions to organizations that have been granted exemption from Federal income tax under the provisions of Section 501(c)(3) of the Code.

ARTICLE IV: The Corporation shall not have any capital stock.

ARTICLE V:

A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes set forth herein.

B. Notwithstanding any other provision of these Articles, the Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes set forth herein, and the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from Federal income taxation under Section 501(c)(3) of the Code or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

C. No part of the activities of the Corporation shall consist of the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

D. In any taxable year in which the Corporation is a private foundation as described in Section 509(a) of the Code, the Corporation shall distribute its income for said period at such time and in such manner as not to subject it to tax under Section 4942 of the Code, and the Corporation shall not (i) engage in any act of self-dealing as defined in Section 4941(d) of the Code; (ii) retain any excess business holdings as defined in Section 4943(c) of the Code; (iii) make any investment in such manner as to subject the Corporation to tax under Section 4944 of the Code; or (iv) make any taxable expenditures as defined in Section 4945(d) of the Code.

ARTICLE VI: The conditions of membership in the Corporation and the voting powers of the members shall be as set forth in the Bylaws of the Corporation.

ARTICLE VII: The business and affairs of the Corporation, and the control and disposition of its property and funds, shall be managed by or under the direction of the Board of Directors of the Corporation. The qualification, tenure, number, election, powers and duties of the members of the Board of Directors shall be as provided in the Bylaws. No officer or member of the Board of Directors of the Corporation shall receive or be lawfully entitled to receive any pecuniary profit from the operations thereof, except reasonable compensation for services actually rendered to or on behalf of the Corporation or emergency charitable assistance as contemplated by the purposes of this Corporation. The personal liability of the directors of the Corporation is hereby eliminated to the fullest extent permitted by paragraph (7) of subsection (b) of §102 of the General Corporation Law of the State of Delaware, as the same may be amended and supplemented.

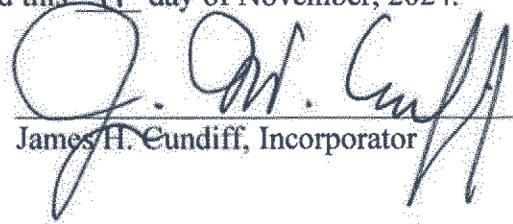
ARTICLE VIII: The duration of the Corporation is to be perpetual.

ARTICLE IX: The property of the Corporation is irrevocably dedicated to the purposes set forth in Article III. Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the appropriate court of law of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, that are organized and operated exclusively for exempt purposes.

ARTICLE X: The Corporation reserves the right to amend, alter, change, or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by statute, and all rights conferred herein are granted subject to this reservation, provided, however, that no amendment shall authorize the Board of Directors to conduct the affairs of the Corporation in any manner or for any purpose which would cause it to lose its tax-exempt status under the provisions of the Code.

ARTICLE XI: The incorporator of the Corporation is James H. Cundiff, whose mailing address is McDermott Will & Emery LLP, 444 West Lake Street, Suite 4000, Chicago IL 60606.

I, THE UNDERSIGNED, being the sole incorporator hereinbefore named, for the purpose of forming a nonprofit corporation pursuant to the General Corporation Law of the State of Delaware, do make this certificate, hereby declaring and certifying that the facts stated are true, and accordingly have hereunto set my hand this 11th day of November, 2024.



James H. Cundiff, Incorporator

EXHIBIT B

Department of State: Division of Corporations

[Allowable Characters](#)

HOME

Entity Details

THIS IS NOT A STATEMENT OF GOOD STANDING

[File Number:](#)

10002670

[Incorporation Date / Formation Date:](#)

11/12/2024
(mm/dd/yyyy)

[Entity Name:](#)

FOR THOSE IN NEED FOUNDATION

[Entity Kind:](#)

Corporation

[Entity Type:](#)

Exempt

[Residency:](#)

Domestic

State:

DELAWARE

REGISTERED AGENT INFORMATION

Name:

THE CORPORATION TRUST COMPANY

Address:

CORPORATION TRUST CENTER 1209 ORANGE ST

City:

WILMINGTON

County:

New Castle

State:

DE

Postal Code:

19801

Phone:

302-658-7581

Additional Information is available for a fee. You can retrieve Status for a fee of \$10.00 or more detailed information including current franchise tax assessment, current filing history and more for a fee of \$20.00.

Would you like ☐ Status ☒ Status, Tax & History Information

Submit

New Entity Search

EXHIBIT C

STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
OF CERTIFICATE OF INCORPORATION
OF A NON-STOCK CORPORATION

The corporation organized and existing under the General Corporation Law of the State of Delaware, hereby certifies as follows:

1. The name of the corporation is Gaza Humanitarian Foundation

2. The Certificate of Incorporation of the corporation is hereby amended by changing the Article thereof numbered Article I so that, as amended, said Article shall be and read as follows:

The name of the corporation is For Those in Need Foundation (the "Corporation").

3. That said amendment was duly adopted in accordance with the provisions of Section 242 of the General Corporation Law of the State of Delaware.

By: Matthew Oates
Authorized Officer

Name: Matthew G. Oates, President
Print or Type

EXHIBIT D

STATE OF DELAWARE
CERTIFICATE OF DISSOLUTION
BEFORE BEGINNING BUSINESS
OF NON-STOCK CORPORATION
(SECTION 276 (b))

The corporation organized and existing under the General Corporation Law of the State of Delaware, hereby certifies as follows:

1. The name of the corporation is For Those In Need Foundation
and the business for which the corporation was organized has not begun.
2. The date of filing of the Corporation's original Certificate of Incorporation in Delaware was November 12, 2024.
3. The dissolution has been duly authorized in accordance with the provisions of Section 276 (b) of the General Corporation Law of the State of Delaware.
4. All of the rights and franchises of the Corporation are hereby surrendered.
5. The Corporation currently has no assets or debts and has never had any assets or debts.

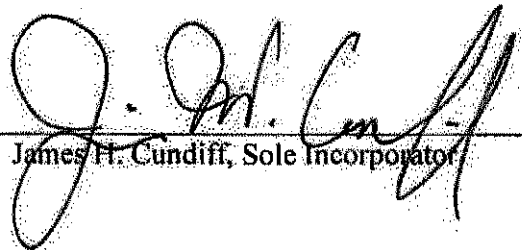
By: 
James H. Cundiff, Sole Incorporator

EXHIBIT E

State of Delaware
Secretary of State
Division of Corporations
Delivered 03:03 PM 02/03/2025
FILED 03:03 PM 02/03/2025
SR 20250362067 - File Number 10087528

STATE of DELAWARE
CERTIFICATE of INCORPORATION
A NON-STOCK CORPORATION

FIRST - Name

The name of the Corporation is:
Global Humanitarian Fund

SECOND - Registered Agent

Its registered office in the State of Delaware is to be located at 8 The Green, STE B, in the City of Dover County of Kent Zip Code 19901. The registered agent in charge thereof is
Northwest Registered Agent Service, Inc.

THIRD - Purpose

This Corporation shall be a nonprofit corporation. The purpose of the corporation is to engage in any lawful act or activity for which corporations may be organized under the General Corporation Law of Delaware. The purpose and essence of the Corporation are exclusively charitable, educational and nonprofit as defined under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or any corresponding provisions of any future United States Internal Revenue Law or regulations thereunder, hereinafter collectively referred to as the Internal Revenue Code)

The Foundation will honor any donations designated by a donor to a specific charitable entity.

In order to carry out the purposes set forth above, the Corporation shall have the following powers within the stated limitations:

- (A) To solicit and accept, acquire by gift, donation, devise, grant, purchase, loan or otherwise, any property without limitation;
- (B) To make contributions, loans or grants which are consistent with the purpose of the Corporation;
- (C) To make agreements and contracts and incur liabilities;
- (D) To do all things necessary or desirable to carry on and accomplish the purposes for which the Corporation is organized as the Directors of the Corporation may from time to time deem appropriate and which are not inconsistent with powers conferred upon a non-stock corporation by the General Laws of the State of Delaware and the requirements of the Internal Revenue Code;
- (E) The Corporation is not organized for pecuniary profit. The Corporation shall have no power to declare dividends. No part of the net earnings of the Corporation shall inure to benefit of nor be distributed to any member, director, officer or other individual, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of the purposes herein set forth.
- (F) Except as provided in Sections 501(h) and 4911 of the Internal Revenue Code, no substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation. The Corporation shall not participate in nor intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions, the Corporation shall not carry on any activities not permitted to be carried on:

- (1) by a corporation exempt from federal tax under Section 501(c)(3) of the Internal Revenue Code or,
- (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

(3) The Corporation shall not carry on activities prohibited by the Internal Revenue Code for a private foundation to be tax exempt, including the Corporation shall distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code; shall not engage in act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; shall not retain any excess business holdings as defined in Section 4943 of the Internal Revenue Code; shall not make any investments in such manner as to subject it to tax

under Section 4944 of the Internal Revenue Code; and shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

Provisions regarding the distribution of assets upon dissolution are: If the Corporation is dissolved for any reason, the Board of Directors shall dispose of all of the net assets of the Corporation in a manner consistent with the General Laws of the State of Delaware governing non-stock corporations. If the Corporation is dissolved or ended for any reason, the Board of Directors shall dispose of all of the net assets of the Corporation exclusively to such organizations which are organized and operate exclusively for charitable or educational purposes as shall at the time, qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code, provided the Corporation, before any such distributions, shall first pay all of the liabilities of the Corporation as required by the General Laws of the State of Delaware. Any remaining assets shall be disposed of by the Court in the jurisdiction in which the principal office of the Corporation is then located, exclusively for such purposes or to such organizations.

FOURTH - Stock

The corporation shall not have any capital stock.

FIFTH - Membership

The conditions of membership shall be stated in the by-laws.

SIXTH - Incorporator

The name and mailing address of the incorporator are as follows:

Northwest Registered Agent Service, Inc.
8 The Green, STE B Dover, DE 19901

I, The Undersigned, for the purpose of forming a corporation under the laws of the State of Delaware, do make, file and record this Certificate, and do certify that the facts herein stated are true, and I have accordingly hereunto set my hand this 3rd day of February, A.D. 2025.

BY: _____



Northwest Registered Agent Service, Inc., Incorporator
Nat Smith, Assistant Secretary

EXHIBIT F

**STATE OF DELAWARE
CERTIFICATE OF AMENDMENT
(A CORPORATION WITHOUT CAPITAL STOCK)**

The corporation, Global Humanitarian Fund,
organized and existing under the laws of the State of Delaware, hereby certifies as
follows:

(1) That at a meeting a vote of the members of the governing body was taken
for and against the amendment to the Certificate of Incorporation, said Amendment being
as follows:

FIRST- Name

The name of the Corporation is: Gaza Humanitarian Foundation

(2) That said amendment was duly adopted in accordance with the provisions of
Section 242 of the General Corporation Law of the State of Delaware.

IN WITNESS WHEREOF, said corporation has caused this certificate to be
signed this 28th day of April, A.D. 2025.

By: /s/ Loik Henderson
Authorized Officer

Name: Loik Henderson, President
Print or Type

EXHIBIT G



Gaza Humanitarian Foundation (GHF): Safe, Transparent Aid for Gaza

Why GHF, Why Now

Months of conflict have collapsed traditional relief channels in Gaza, leaving millions of civilians without reliable access to food, water, and other necessary supplies. Aid diversion, active combat, and restricted access have prevented life-saving assistance from reaching the people it is meant to serve and eroded donor confidence. GHF was established to restore that vital lifeline through an independent, rigorously-audited model that gets assistance directly— and only— to those in need.

A New Operating Model

GHF will initially stand up four Secure Distribution Sites (SDS), each built to continuously serve 300,000 people— 1.2 million Gazans in the initial phase, with capacity to expand past 2 million. Pre-packaged rations, hygiene kits, and medical supplies move through tightly controlled corridors, monitored in real time to prevent diversion. At just US \$1.3¹ per meal (including procurement, logistics, distribution and security), donors can see immediate, measurable impact.

Leadership & Governance

The foundation is led by seasoned crisis operators and fiduciaries:

- **Board** — Nate Mook (Former CEO, World Central Kitchen, Special Advisor on Ukraine to the Howard G Buffett Foundation) and other directors with extensive finance, audit and governance expertise.
- **Executive Team** — Jake Wood (Founder, Team Rubicon) as Executive Director; David Burke as COO; John Acree as Head of Mission.
- **Advisory Board** — humanitarian and security heavyweights such as former WFP chief Gov. David Beasley (to be finalized), ex-UN DRO (responsible for UN's global security) Bill Miller, and LTG Mark Schwartz, former U.S. Security Coordinator for Israel/PA.

This mix of humanitarian, diplomatic, security, and financial expertise ensures both principled action and operational discipline. Major donors are invited to nominate additional candidates for Board membership.

¹ The cost breakdown is as follows: \$0.58 per meal for commodity procurement and \$0.67 for logistics, security, distribution, and other overheads. This structure is consistent with industry benchmarks - procurement generally ranges from \$0.50 to \$0.80 per meal, while 60–80 percent of total humanitarian-operation spending typically covers logistics and related costs..

Transparency & Accountability

GHF embeds third-party oversight at every layer: one of the world's most respected audit and assurance firms is being retained for independent audits; One of world's most prominent law firms will provide outside counsel on nonprofit and international compliance. Secure banking with Truist and J.P. Morgan, plus a Swiss affiliate backed by Goldman Sachs, gives donors multiple, globally trusted channels. Real-time monitoring and beneficiary feedback loop into public dashboards so every dollar is traceable and every outcome verifiable.

High-Impact Giving Paths

1. **Fund Meals** – US \$65 covers 50 complete meals in a family-box, delivered directly to an at-risk civilian.
2. **Donate Goods-in-Kind** – Donate food, WASH, medical, or shelter items; GHF handles packaging, transport, and safe distribution.
3. **Partner via an Existing NGO** – Support any NGO that routes its cargo through GHF; we secure movement from the Port of Ashdod or Kerem Shalom straight to the SDS.

Gaza Humanitarian Foundation

I. Overview

The Gaza Humanitarian Foundation (GHF) coordinates a coalition that delivers essential aid directly to Palestinian civilians in Gaza with security, impartiality, and urgency. In a region defined by complexity, GHF offers a new approach based on independent operations, rigorous oversight, and experienced leadership drawn from humanitarian, diplomatic, and security fields.

GHF's initial operations will support 1.2 million Gazans through four Secure Distribution Sites (SDS), each designed to continuously serve 300,000 people. These sites will provide food, water and hygiene kits (and potentially fuel) with plans to scale to reach over 2 million people across Gaza.

II. Governance Structure

Board of Directors Provides strategic and fiduciary oversight, ensures mission fidelity, and evaluates executive performance.

Executive Team: Responsible for day-to-day operations, partner coordination, compliance, and reporting.

Advisory Board: Advises on compliance with humanitarian principles

Board of Directors (full bios in appendix):

- **Nate Mook** – Former CEO of World Central Kitchen, Special Advisor on Ukraine to the Howard G Buffett Foundation
- **Raisa Sheynberg** - Vice President, Government Affairs and Policy at Mastercard.
- Former U.S. National Security Council Director for International Trade & Investment. Also worked as senior advisor at the Department of Treasury, Office of Terrorist Financing.
- **Jonathan Foster** - Founder and Managing Director of Current Capital. Has been on the Board of over 50 companies and has been chair of two Fortune 500 Audit committees.
- **Loik Henderson** – Lawyer with decades of experience to include Fortune 500 companies specializing in business structuring and governance.

Executive Leadership (full bios in appendix):

- **Jake Wood, Executive Director** – Founder and former CEO of Team Rubicon, veteran of over 1500 disaster and humanitarian operations. Marine Corps veteran.
- **David Burke, Chief Operating Officer** – Organizational strategy expert with experience growing humanitarian program delivery from zero to scale

- **John Acree, Head of Mission** – Former USAID response leader; expert in field coordination across fragile states.

Advisory Board (full bios in appendix):

- **David Beasely** - Former Governor of South Carolina. Former Executive Director of the United Nations World Food Programme (to be finalized).
- **Bill A. Miller** – Former UN Director of Regional Operations responsible for the global security enterprise of the United Nations in the field. Former Director of the US Diplomatic Security Service; Expert in international security and crisis management.
- **LTG Mark C. Schwartz (Ret.)** – Former U.S. Security Coordinator for Israel and the Palestinian Authority; senior military logistics and operations leader.
- Additional Humanitarian luminaries, as well as prominent Palestinians are in discussion to join the GHF’s advisory board.

III. Our Mission, Vision and Values

GHF’s mission is to alleviate the suffering of Gaza’s civilian population by delivering life-saving aid safely, securely, and in strict adherence to humanitarian principles—ensuring assistance reaches those most in need, without diversion or delay.

GHF’s vision is a Gaza where every person in need has unimpeded access to the food, shelter, and care they need to live with dignity.

Values:

- **Humanity First**
We exist to alleviate suffering. Every decision, every action, and every dollar is driven by our unwavering commitment to the dignity and survival of people in crisis.
- **Safe Access, Real Impact**
By building secure delivery systems, we ensure aid reaches those most at risk, not those with the most power.
- **Adaptive Innovation**
In a volatile environment, we stay principled and flexible—protecting our mission while adapting to shifting realities on the ground.
- **Compounding Collaboration**
We work with all who are willing to partner together to pursue pragmatic approaches to intractable problems.

IV. Our Commitment to Humanitarian Principles

At GHF, humanitarian principles are not ideals—they are at the core of our operations. We are driven by a commitment to saving lives, protecting dignity, and delivering hope in the world's most complex and dangerous environments.

We are guided by the humanitarian principles of humanity, neutrality, impartiality, and independence. These values are not abstract; they shape every decision we make and every action we take.

We serve people based solely on necessity, without discrimination or bias. Our only allegiance is to those suffering and in need, regardless of their identity or circumstance. While we don't take sides, we pragmatically coordinate our operations with all parties to avoid conflict, minimize loss, and maximize impact.

This commitment lives not just in our words, but in our work—in every warehouse we build, every truck we dispatch, and every life we strive to protect.

V. GHF Impact Framework

Problem:

Civilians in Gaza are enduring extreme deprivation. Traditional humanitarian channels have collapsed under the weight of ongoing combat operations, systemic aid diversion, and restricted access. As a result, much of aid fails to reach the people it is intended to help, fueling despair and instability.

Context & External Factors:

- **Combat Operations:** Active hostilities complicate aid delivery, movement, and site security.
- **Hamas and criminal organizations:** Continue to intercept, tax, and resell aid, undermining humanitarian neutrality.
- **Israeli Politics:** Domestic security concerns and political pressure limit Gaza access and drive risk-averse policy toward humanitarian organizations.
- **International Perception:** Donor confidence is eroding due to a lack of transparency and persistent diversion.

Assumptions:

- Civilians require humanitarian aid that is accessible, secure, and reliably stocked.
- Israeli authorities will allow limited, deconflicted humanitarian corridors.
- A non-governmental, politically neutral model can win trust across parties.
- Donors will support new models if transparency and effectiveness are demonstrated.

Inputs:

- Secure logistics, procurement, and site operations via trusted third-parties
- International donor funding (GCC, EU, others)
- Coordination with IDF/COGAT for access and deconfliction
- NGO engagement for service provision
- Technology for real-time tracking and reporting
- Governance and audit frameworks to ensure compliance and accountability

Activities:

- Set up and operate safe, neutral aid distribution sites (SDS)
- Provide pre-packaged aid (food, shelter, hygiene, medical) directly to civilians
- Collect data on aid delivery, access, and recipient feedback
- Monitor and report on outcomes in real-time to funders and stakeholders

Outputs:

- Civilians access aid safely without interference
- Aid is delivered transparently and securely across multiple Gaza locations
- Increased quantity and frequency of aid being made available to civilians
- Ongoing reporting of delivery metrics, compliance, and site conditions

Outcomes:

- Increased civilian health and decreased reliance on black-market aid
- Reinforced neutrality and operational independence of humanitarian organizations
- Rebuilt donor confidence through measurable, audited results
- Pressure on all parties to respect humanitarian norms

Impact:

A functioning humanitarian lifeline in Gaza that mitigates suffering, upholds international humanitarian law, and demonstrates a scalable model for aid delivery in complex environments.

VI. Near-term Operational Plan

The Gaza Humanitarian Foundation (GHF) is building a safe and scalable operational model to meet the urgent needs of Gaza's civilian population while laying the groundwork for long-term community resilience.

GHF will set up modular, scalable Secure Distribution Sites (SDS) across Gaza. Over time, each SDS will be capable of serving up to 300,000 individuals, providing essential aid such as pre-packaged food rations, potable water, hygiene kits, blankets, and other necessary

humanitarian supplies. These Sites are designed for flexibility, allowing for rapid expansion or adaptation based on shifting needs and on-the-ground developments.

To ensure the integrity and safety of aid delivery, GHF's logistics subcontractors will utilize armored vehicles to transport supplies to and from SDS locations. On-site and perimeter security will be provided by experienced professionals, including personnel who previously secured the Netzarim Corridor during the recent ceasefire. Their mandate is to deter interference from criminal networks or other armed groups who have historically sought to control or redirect humanitarian aid. Importantly, the Israeli Defense Forces (IDF) will not be stationed at or near SDS locations, maintaining the neutral and civilian-facing nature of operations.

Aid will be distributed without regard to identity, origin, or affiliation. There will be no eligibility requirements—assistance will be delivered purely based on need, with community dignity and safety as top priorities.

To expand reach and increase efficiency, GHF seeks to partner with NGOs, UN agencies, and civil society organizations to facilitate the movement and distribution of their aid through GHF's secure distribution infrastructure. These partnerships will allow humanitarian organizations of all sizes to take advantage of GHF's logistics, security, and transparency frameworks—ensuring their aid reaches intended beneficiaries without diversion or delay. By serving as a trusted logistics partner, GHF offers operational capacity and neutrality that complements the missions of established aid providers.

GHF recognizes that security is not just physical—it is also social. GHF and its partners are actively engaging local communities to generate support for GHF operations and ensure the safety of its facilities and staff. These champions serve as cultural and logistical bridges, helping to secure buy-in, facilitate aid distribution, and create a protective local environment for humanitarian efforts.

Over time, GHF will train and employ additional local champions, allowing aid operations to expand deeper into underserved areas. This effort aims not only to safeguard humanitarian access, but to ethically empower traditional community leaders to reestablish constructive influence supporting the organic restoration of local communities

As SDS operations stabilize, they can become hubs for additional NGOs and local communities who wish to co-locate near them. In such an event, GHF will explore the possibility of offering safe lodging, showers, restrooms, and operating spaces for NGOs in order to expand the portfolio of services offered to the local population beyond immediate relief.

By combining physical security, community leadership, NGO collaboration, and non-aligned operations, GHF offers a resilient, adaptable model for aid delivery—one that serves the people of Gaza directly.

VII. Our Commitment to Transparency and Accountability

At GHF, we believe that effectiveness must be measured—not assumed. That’s why we will embed **rigorous Monitoring and Evaluation (M&E) frameworks** into every program we operate. These systems will track both what we deliver and the impact it has, ensuring our efforts are driven by data, not assumptions. We will collect real-time feedback from beneficiaries, monitor outcomes against clear performance indicators, and use this data to continually refine and improve our operations.

To complement this internal rigor, we are in the process of retaining one of the world’s most respected audit and assurance firms, to provide **independent third-party oversight** of our financial and operational practices. Their involvement will ensure every dollar is traceable, every process auditable, and every outcome verifiable. We are also having a discussion with Deloitte as well.

This two-tiered approach—**robust internal evaluation** paired with **independent external validation**—will reflect our deep commitment to transparency and accountability. We won’t just report our results—we will prove them.

Legal General Counsel

GHF is proud to be in discussions with one of the world’s prominent law-firms to serve as our Outside Counsel (engagement underway but not yet finalized). The firm has deep expertise in international law, nonprofit governance, and humanitarian compliance.

The firm will help GHF establish a world-class legal foundation—ensuring that our operations, contracts, partnerships, and compliance protocols meet the highest ethical and legal standards. Their counsel strengthens our ability to act with integrity, transparency, and accountability at every level of our mission.

Financial Infrastructure

GHF maintains secure banking and financial relationships with Truist Bank and JP Morgan Chase, two of the most respected financial institutions in the world. These banks were not selected by chance—they were chosen deliberately for their stellar reputations, global footprints, and longstanding history of integrity and stability.

Truist has demonstrated its commitment to humanitarian and disaster relief efforts, notably committing \$725 million toward recovery initiatives in Western North Carolina following Hurricane Helene. Through its Truist Foundation, the bank also partnered with the Center for Disaster Philanthropy to provide over \$20 million in grants supporting medium- and long-term disaster recovery.

JPMorgan Chase has responded to major crises around the world, including a \$10 million philanthropic commitment to support displaced civilians during the Ukraine crisis, offering

temporary shelter and emergency aid. Their global operations and flexible funding strategies allow for timely responses in high-stakes environments—making them a natural fit for the scale and ambition of GHF.

We understand that effective humanitarian response demands not only speed and flexibility, but also ironclad financial accountability. Working with Truist and JP Morgan ensures our funds are handled by institutions that are trusted worldwide and have the infrastructure necessary to support our complex, multinational financial operations. Their global networks, advanced compliance systems, and robust security protocols allow GHF to manage donor contributions with confidence and precision.

As with every element of GHF, our choice of financial partners reflects our unwavering commitment to excellence. When lives are on the line, only the best will do.

Swiss GHF

The GHF is also in the process of establishing a Switzerland based affiliate to address donors who would prefer to participate outside of the U.S. structure. The Swiss GHF Board and Executive team will closely mirror that of the U.S. GHF and will adhere to the same principles, mission and values detailed above. The Swiss GHF has a verbal commitment from Goldman Sachs to establish a bank account for this affiliate which should be completed shortly.

How You Can Help - High-impact Giving Options That Gets to Those Who Need It

Giving Path	What Your Support Does	Example Contribution
1. Fund Meals	Covers procurement, security, logistics, and on-site distribution of ready-to-eat rations.	US \$65 covers 50 complete meals in a family-box, delivered directly to an at-risk civilian - reflecting a US \$1.3 cost per 1 750 kcal meal ² (including food, end-to-end logistics and security).

² The cost breakdown is as follows: \$0.58 per meal for commodity procurement and \$0.67 for logistics, security, distribution, and other overheads. This structure is consistent with industry benchmarks - procurement generally ranges from \$0.50 to \$0.80 per meal, while 60–80 percent of total humanitarian-operation spending typically covers logistics and related costs.



2. Donate Goods-in-Kind	Ship food, medical, shelter, or WASH supplies; GHF packages, transports, and distributes them securely.	Container of fortified rice or flour.
3. Partner via an Existing NGO	Fund an NGO of your choice that commits to route its aid through GHF. We handle logistics from Port of Ashdod—or secure entry at Kerem Shalom if the NGO ships directly to the SDS.	

Conclusion

The Gaza Humanitarian Foundation represents a pragmatic model of humanitarian engagement in the face of unprecedented suffering—one rooted in reality, built on transparency, and led by sector experts. With an experienced team, rigorous infrastructure, and an unyielding commitment to human dignity, GHF is ready to meet today’s need while shaping tomorrow’s potential.

Appendix - Full Leadership Bios

Board of Directors

Nate Mook

Nate Mook is a globally recognized leader in humanitarian innovation and emergency response, with deep experience building agile, scalable operations in high-risk environments. As the CEO of World Central Kitchen (WCK), Nate transformed the organization from a grassroots food relief effort into a globally deployed, logistics-driven disaster response NGO. Under his leadership, WCK scaled to over 60 countries, delivering more than 60 million meals in response to hurricanes, earthquakes, refugee crises, and conflict zones—often outpacing larger organizations due to its operational speed and community-first model.

Mr. Mook led field operations across the Caribbean, South America, Eastern Europe, and Sub-Saharan Africa, personally deploying to the frontlines of crises ranging from Hurricane Dorian in the Bahamas to Russia’s invasion of Ukraine. Nate pioneered WCK’s “food first responder” approach, blending private-sector logistics, chef-led kitchens, and community mobilization.

Beyond operations, Nate is a passionate communicator and advocate. A filmmaker by training, he produced documentaries and storytelling campaigns for the UN, World Bank, and USAID, using media to galvanize public engagement and funder support. His unique skill set—storytelling, rapid

operations, coalition-building—makes him an invaluable board member, ensuring GHF remains nimble, people-centered, and globally visible.

Loik Henderson

Loik Henderson, Esq. is a legal and business professional with over 20 years of experience in private practice and in-house roles, to include Fortune 500 companies. Mr. Henderson specializes in complex transactional matters, business structuring and governance, particularly in highly regulated environments, and has worked across a variety of industries, including healthcare, IT, telecommunications, and the public sector. Mr. Henderson holds both Juris Doctor (JD) and Master of Business Administration (MBA) degrees.

Raisa Sheynberg

Raisa's work focuses on policy and regulatory issues pertaining to digital assets. Before joining the original Libra public policy team at Facebook to work on blockchain policy, she spent a decade working on national security and economic policy with the U.S. federal government. Raisa worked in the office of Terrorism and Financial Intelligence at the Treasury Department and at the U.S. National Security Council as the Director for International Trade and Investment. Her policy experience includes work on illicit finance and sanctions, AML/CFT, international trade, and market access. She helped advance policy initiatives such as the Trans-Pacific Partnership trade agreement and international engagement around norms of conduct in cyberspace and cybersecurity. Raisa worked to build strategic partnerships on behalf of the U.S. government across the Middle East, in Mexico and Russia. Since leaving the federal government Raisa worked with small and large technology companies and major American multinationals on high-profile global policy challenges and strategic communications.

Jonathan Foster

Jonathan F. Foster is the Founder and a Managing Director of Current Capital Partners LLC, a mergers and acquisitions advisory, corporate management services and private equity investing firm. Jon spent a decade at Lazard, primarily focused on mergers and acquisitions advisory work, ultimately as a Managing Director. He has been on more than 50 boards, including Fortune 500 companies, private companies and companies involved in restructurings. Foster has served as chair, lead director and on the three major board committees as well as special, transaction and CEO succession committees. He has been chair of two Fortune 500 Audit committees. He has also been an expert witness in corporate litigation for some 60 cases. With decades of experience, Foster has written, spoken and been quoted frequently about governance and finance topics and has guest lectured at various universities. Jon lives in New York City with his wife and goldendoodle; he has two adult children.

Executive Leadership

Jake Wood - Executive Director

Jake Wood is a decorated Marine Corps veteran, award-winning social entrepreneur, and globally recognized expert in crisis leadership. As the co-founder and longtime CEO of Team Rubicon, Jake led the organization from concept to a nonprofit with 180,000+ veteran volunteers, redefining what post-military service could look like. He pioneered the integration of military veterans into humanitarian roles, creating a scalable model of disaster response that bridged public, private, and nonprofit sectors.

Team Rubicon has executed over 1,300 deployments—from Haiti’s earthquake and Puerto Rico’s hurricane recovery to wildfire containment and COVID-19 response..

He is also the founder of Groundswell, a venture-backed SaaS platform reinventing employee giving through donor-advised funds. Through his ventures, Jake has raised over \$400 million in philanthropic and venture capital. His published memoir, *Once A Warrior*, and regular media appearances have made him an influential voice in national conversations around leadership, resilience, and impact. At GHF, Jake sets the strategic vision and leads all operational execution, funder engagement, and interagency coordination.

John Acree - Head of Mission

John Acree is a senior humanitarian practitioner with more than two decades of global field experience in disaster response, stabilization programming, and civil-military coordination. He has served as Chief of Party on U.S. government contracts valued at over \$45 million, with oversight across 30+ countries in Latin America and the Caribbean. His operational expertise spans refugee assistance, supply chain coordination, post-disaster recovery, and political transition support.

John spent a significant portion of his career with USAID’s Office of U.S. Foreign Disaster Assistance (OFDA), including deployments to conflict-affected regions as part of Disaster Assistance Response Teams (DART). He has coordinated logistics and relief operations during complex emergencies—including active war zones and natural disasters—working closely with host governments, UN agencies, and local NGOs.

He holds a Master’s in International Public Administration and a Bachelor’s in Journalism and Media Studies, a combination that has enabled him to craft high-impact programs while communicating effectively with stakeholders from Capitol Hill to camp clinics. At GHF, he is responsible for designing and implementing the Secure Distribution Site (SDS) model, managing field teams, and building operational partnerships to ensure aid reaches beneficiaries swiftly and safely.

David Burke - Chief Operating Officer

David Burke is a strategic operations expert with a distinguished background in nonprofit management and organizational scale. A Marine Corps veteran, David joined Team Rubicon in its early stages and played a pivotal role in its rise as one of the world's most innovative disaster response NGOs. As its Chief Programs Officer, he led a cross-functional team responsible for program delivery to more than 1.7 million beneficiaries across dozens of domestic and international crises.

David's expertise spans budget management, operational compliance, organizational design, and performance measurement. He built and oversaw complex M&E systems, streamlined logistics workflows, and developed governance frameworks that enabled rapid growth without compromising control. During his tenure, he helped the organization scale to over \$50 million in revenue and sustain best-in-class donor reporting and audit results.

In addition to his operational acumen, David has served on nonprofit boards and advised emerging NGOs on governance, scaling, and compliance. At GHF, he is responsible for building and overseeing all internal systems, including finance, human resources, procurement, and information security. His mandate is to ensure that GHF's mission is executed through disciplined operations, measurable outcomes, and ironclad accountability.

Advisory Board

Bill A. Miller

Bill Miller brings over 35 years of experience leading international security operations for both the United Nations and the U.S. Department of State. As the UN's Director of Regional Operations, he oversaw the global security apparatus that protected personnel, assets, and operations across every continent, including high-threat conflict zones. His portfolio included field security strategy, crisis management, and operational deconfliction between NGOs, peacekeeping missions, and host governments.

Prior to the UN, Mr. Miller served as the top civilian law enforcement officer for the U.S. diplomatic corps. He held critical assignments in Iraq, Pakistan, the Philippines, and Egypt, where he oversaw emergency evacuations, counterterrorism operations, and protection for high-level officials. His leadership during the Arab Spring in Cairo and his tenure as Regional Security Officer in Jerusalem underscore his ability to manage operational risk in the Middle East under intense geopolitical pressure.

A former U.S. Marine Infantry Officer and Senior Foreign Service member, Mr. Miller is a recipient of the Department of State's Award for Valor, among numerous other recognitions. His depth of experience ensures that GHF's operations are built upon proven frameworks for safety, legal compliance, and ethical conduct, even in non-permissive environments.

Lieutenant General Mark C. Schwartz (Ret.)

Lieutenant General (Ret.) Mark C. Schwartz brings over 30 years of U.S. Army experience and is one of the most respected American military leaders to have operated in the Israeli-Palestinian context. Most recently, he served as the U.S. Security Coordinator (USSC) for Israel and the Palestinian Authority—a role that required exceptional diplomacy, coalition management, and strategic acumen. In that capacity, LTG Schwartz led multilateral security efforts in a politically sensitive and operationally complex theater, working directly with IDF, Palestinian security forces, U.S. State Department officials, and regional actors.

Previously, as Commander of the Combined Security Transition Command – Afghanistan, Schwartz managed the multibillion-dollar effort to train and sustain the Afghan security forces. His responsibilities included procurement, infrastructure development, and high-volume logistics in a warzone—directly applicable to the scale and scope of humanitarian aid operations GHF is undertaking.

He also served in NATO leadership, joint U.S. commands, and theater-level planning positions, where he honed his expertise in interagency coordination and civilian-military integration. LTG Schwartz holds advanced degrees in finance and strategy from Idaho State University and the Naval War College. At GHF, his role is to ensure operational discipline, effective intergovernmental coordination, and principled execution amid uncertainty.

David Beasley (to be finalized)

Former Governor of South Carolina, Mr. Beasley recently served as the Executive Director of the World Food Programme (WFP), having been nominated by two President's Administrations of two different parties and appointed to that role initially in 2017 by the UN Secretary-General of the United Nations and served until April 2023.

Under Mr. Beasley's leadership, WFP was the largest humanitarian organization in the world assisting over 160 million people in 2022 alone and raising over \$55 billion USD.

In 2020, Mr. Beasley received the Nobel Peace Prize on behalf of WFP for its efforts to provide food assistance in conflict areas and to prevent food from being used as a weapon of war and conflict. In his acceptance speech delivered in Oslo on December 10, 2021, Mr. Beasley stated that "Working with 115 million people in 80 countries, day-in and day-out, the women and men of WFP have gained a unique perspective. We have learned that there is great richness in those who are seen, in the eyes of the world, as "the poor." And many of us who are considered "rich" are actually poor in the things that matter most." Mr. Beasley also received the John F. Kennedy Profiles in Courage Award for his stand on the Confederate Flag as well as many other awards. He majored in Microbiology at Clemson University and received a Doctor of Jurisprudence degree from the University of South Carolina. He also was a Fellow and taught at the Harvard University Kennedy School of Government. He is married to the former Mary Wood Payne and is the father of four children and three grandchildren.

EXHIBIT H

July 17, 2025

Katherine Gallagher, Esq.
Senior Staff Attorney
Center for Constitutional Rights
[REDACTED]

Dear Ms. Gallagher,

On behalf of the Gaza Humanitarian Foundation (GHF), Safe Reach Solutions (SRS), and UG Solutions, we acknowledge receipt of your letters dated June 10 and June 23. We were surprised by the letters' content and implications.

GHF was established as an independent organization with only one goal: to deliver humanitarian aid to civilians in Gaza who are clearly suffering. To date, GHF has delivered over 70 million meals directly to Palestinian civilians. It hopes to deliver many more meals, and has advocated expanding its points of delivery, including in Northern Gaza. It also very much hopes other actors can and will participate more fully in the delivery of aid, which it has openly supported. That includes a resumption of UN operations, as your letters promote. We also recently welcomed World Central Kitchen's resumption of cooking in Gaza and are encouraged by the announcement that the European Union and Israel have agreed to expand humanitarian access to Gaza. We sincerely wish for others to join our work, given the magnitude of the current problem that civilians are facing.

GHF itself is composed of professionals with many years of experience delivering humanitarian aid in challenging environments. In this instance, it is actively seeking to save lives under extraordinarily difficult circumstances, in an active combat area, with a committed workforce subjected to daily life-threatening risks.

At all times, GHF and its contractors recognize their responsibility to respect human rights, including in relation to security practices. Hamas has assassinated 12 of our own aid workers and tortured others. It recently wounded two American staff. GHF does not instruct, or operate in conjunction with, public security forces but separately retains well-trained private security organizations. Despite allegations that have been disproven, those private security organizations have not been involved in instances involving the inappropriate use of force or negative human rights impacts. However, to the extent there are suspected security abuses of any sort, regardless of the actors involved, GHF unequivocally supports independent investigations.

Considering those facts, we have trouble accepting the claims in your letters. GHF is not an official or unofficial arm of the Israeli, US or any other government (though like all aid providers, it is of course subject to security restrictions imposed by military authorities). GHF does not seek to support or promote any kind of military activity. GHF has no larger political or strategic aims regarding Gaza or the region more generally. GHF is committed only to delivering food to suffering civilians and is glad to assist other entities seeking to pursue the same mission. The concerns animating your letters seem much better directed to other parties more closely

connected to the underlying conflict itself, rather than a humanitarian organization seeking to alleviate widespread hunger.

With that in mind, the request in your letters – that GHF “immediately” cease operations - coupled with baseless legal threats, seems perverse. GHF immediately ceasing operations would exponentially increase harm to victims of the conflict, if not outright starvation. Witnessing the suffering every day makes that risk obvious to us, as it would to any other responsible non-party to the conflict.

As such, we respectfully decline your request. Of course, if you wish to engage constructively on how we can improve the delivery of humanitarian aid across Gaza, please let us know.

Sincerely,

Gaza Humanitarian Foundation

ps: As your June 23 letter did not include email addresses for all signatories, we ask that you share our response with them.

cc: Mr. Johnnie Moore, Executive Chairman, Gaza Humanitarian Foundation
Christoph Schweizer, CEO, Boston Consulting Group, Schweizer.christoph@bcg.com
Michael Fakhri, UN Special Rapporteur on the situation of human rights in the Palestinian territories occupied since 1967, hrc-sr-opt@un.org
Paula Gaviria Betancur, UN Special Rapporteur on the human rights of internally displaced people, hrc-sr-idp@un.org
Lyra Jakuleviciene, Chair, UN Working Group on business and human rights, hrc-wg-business@un.org
Jovana Jezdimirovic Ranito, Chair, UN Working Group on mercenaries, hrc-wg-mercenaries@un.org