

FIRST UNIVERSALIST UNITARIAN CHURCH
ENDOWMENT FUND DECLARATION - Revision 3

The undersigned, being the President, the Treasurer, and endowment fund Trustees, as members of the First Universalist Unitarian Church, Wausau, Wisconsin, hereby declare upon authority granted by the congregation as a body, that we are trustees and hold in trust the property in the First Universalist Unitarian Church Endowment Fund, said property and all investments and reinvestments thereof and additions thereto (the “trust property”) to be held subject to the following trusts:

1. Name. This declaration of trust may be designated the “FIRST UNIVERSALIST UNITARIAN CHURCH ENDOWMENT FUND DECLARATION” and the trusts hereby evidenced may be designated the “FIRST UNIVERSALIST UNITARIAN CHURCH ENDOWMENT FUND.”

2. Purposes. The purpose of the trust shall be to encourage and receive gifts and bequests and to manage the resulting assets to ensure the mission and ministry of the First Universalist Unitarian Church. It shall do this by making possible those programs and projects which are beyond the scope of the annual operating budget which is supported by regular contributions of the members. Only in particular, temporary, and difficult circumstances may distributions be used for operating expenses. Normally, annual distributions from the Fund shall not exceed 5% of the average fair market value of the Fund over the previous three calendar years. Exception can be made when a greater distribution is specifically authorized in the terms of a gift or if distributions of 5% have not been made in previous years, so long as cumulative distributions do not exceed 5%. The Endowment Committee shall work toward establishing and maintaining a market value of the Fund that exceeds two times the annual operating budget of the church before distributions of 5% are made on an ongoing basis.

3. Donations. Donations to the trust may be made for the general purposes of the trust or for one or more specific purposes at the time established by the trustees and selected by the donor. If a donor selects a specific purpose which is terminated by the trustees, all trust property held for such purpose shall be held and applied by the trustees for such other established specific purpose or purposes as, in the opinion of the trustees, shall most closely approximate the terminated purpose.

4. Applications of Funds. Trustees shall make distributions out of the income and principal of the trust from time to time as the trustees believe desirable and also within the purposes established for the trust unless the donor has established a holding period for the gift. This exception would not apply in the case of a loan of funds to the First Universalist Unitarian Church. Requests for distributions shall be in writing from the Board of Trustees.

5. Trustees’ Rules and Regulations. In order to effectuate the purposes described in paragraph 2, the trustees from time to time may make, and from time to time may amend or terminate, such rules and regulations regarding meetings of trustees, and other matters of administration of the trust and the trust property as the

trustees from time to time consider advisable. The trustees' rules and regulations shall be kept on file at the office of the First Universalist Unitarian Church.

6. Trustees' Powers. In the administration of the trusts, the trustees, except as otherwise provided in this declaration of trust, shall have the following powers and rights and all others granted by law:

(a) To manage, sell, contract to sell, grant or exercise options to purchase, convey, exchange, transfer, abandon, improve, repair, insure, lease for any term (although commencing in the future or extending beyond the term of the trusts) and otherwise deal with all property, real or personal, in such manner, for such prices and on such terms and conditions as the trustees shall decide.

(b) To retain indefinitely any property given to the trustees and invest property in stocks, bonds, mortgages, notes or other property of any kind, real or personal, and any investment made or retained by the trustees in good faith shall be proper although not conforming to rules of law otherwise applied to trust investments.

(c) To borrow from any source (including a trustee individually) and mortgage or pledge any trust property.

(d) To settle or abandon claims or demands.

(e) To give proxies to vote stocks and voting securities and to enter into or oppose, alone or with others, voting trusts, mergers, consolidations, foreclosures, liquidations, reorganizations or other changes in the financial structure of any corporation.

(f) To hold property in the name of a nominee or in any other way without disclosing the trust relationship.

(g) To employ agents and counsel, including investment counsel, and delegate to them any powers of the trustees.

(h) To decide, despite rules of law, how and in what proportions any receipts or disbursements shall be credited, charged or apportioned as between principal and income.

(i) To divide or distribute trust property in undivided interests or wholly or partly in kind at such valuations as the trustees consider fair, and for administrative and investment purposes only to hold separate trusts under this declaration of trust or any other instrument in one or more common accounts in which such trusts have undivided interests.

(j) To pay all taxes and all reasonable expenses, including expenses incurred by each trustee as a trustee and compensation to the agents and counsel (including investment counsel) of the trustees, but no compensation shall be paid to the trustees.

(k) To appoint or remove by written instrument any person or qualified corporation, wherever located, as special trustee as to part or all of the trust

property, including property as to which the trustees do not act, and such special trustee, except as specifically limited or provided by this declaration of trust or the appointing instrument, shall have all of the rights, titles, powers, duties, discretions and immunities of the trustees, without liability for any action taken or omitted to be taken under this declaration of trust or the appointing instrument.

(l) To receive additional property from any person by will or otherwise.

(m) To lend trust property, either income or principal, to the First Universalist Unitarian Church and ministry for operating expenses or special projects of any type, provided the trust shall receive a then prevailing market rate of return on any loans.

(n) To perform all other acts in the trustees' judgment appropriate for the proper management, investment and distribution of trust property.

7. Trustees' Good Faith Actions Protected; Third Persons; Notices. The trustees' exercise or nonexercise of powers and discretions in good faith shall be conclusive on all persons. No one need see to the application of money paid or property delivered to the trustees. The trustees' certificate that the trustees are acting according to this declaration of trust shall fully protect all persons dealing with the trustees. All notices, directions, requests and consents under this declaration of trust shall be in writing.

8. "Trustees" Defined. Where the context admits, the word "trustees" means the trustees or trustee from time to time qualified and acting.

9. Multiple Trustees. A quorum shall consist of three (3) trustees. While three or more trustees are acting, the following provisions apply where the context admits:

(a) A trustee from time to time by notice may delegate to any other trustee or trustees with the consent of the latter any or all of his or her rights, powers, duties and discretions.

(b) Any action or decision of the majority of the trustees shall be as effective as if taken or made by all trustees. A nonconcurring trustee shall not be liable for any act or failure to act of the other trustees.

(c) A trustee shall be presumed to have approved a proposed act or decision to refrain from acting if he or she fails to indicate approval or disapproval thereof within fifteen days after a request to do so. A trustee shall not be required to continue to make a proposal which has been disapproved on at least two occasions if he or she has informed the disapproving trustees or trustee that continuing disapproval will be assumed until notice to the contrary has been received.

(d) The trustees may execute documents by signing one document or several counterparts of the same document which, together, shall be taken as one and the same document.

10. Trustee's Appointment, Resignation, and Removal. A trustee may resign at any time by notice to the then acting President of the First Universalist Unitarian Church. It is contemplated that there shall be five trustees acting thereunder at all times, but if at

any time fewer than five trustees are acting hereunder, such acting trustees shall have the same rights, titles, powers, duties, discretions and otherwise be in the same position as if five trustees were acting. The trustees shall consist of the then acting President and Treasurer and three members of the First Universalist Unitarian Church (hereafter referred to as "lay members.") No lay member may serve on the Committee while also serving on the governing body of the church. The President and Treasurer shall serve as trustees during their respective periods of office in the First Universalist Unitarian Church. **The term for the President shall be the year(s) of service in that position. The term of Treasurer shall not be limited, but as a Board appointee, service is subject to Board approval.** In the case of Church co-treasurers, they shall decide between them who shall serve. Except as provided below, each lay trustee shall serve for a three-year term and his or her successor shall be elected by the voting membership at the annual congregational meeting at which trustees of the First Universalist Unitarian Church are elected for the year in which his or her term expires. Each lay trustee so elected shall begin his or her term of office on the same date as the officers so elected at such meeting shall begin their term of office. Elected trustees may not serve more than nine consecutive years on the Endowment Committee.

If a lay trustee fails or ceases to act prior to the expiration of his or her term of office, the remaining acting trustees may appoint a successor lay trustee by notice to the members of the First Universalist Unitarian Church. This also applies to any trustee who is terminated from office due to insufficient participation and/or attendance as determined by a majority vote of the continuing trustees. The term of office of any successor lay trustee so appointed shall expire at the annual congregational meeting for the year in which the term to which he or she was appointed shall normally expire. The minister of the First Universalist Unitarian Church shall at all times be an ex officio trustee and advisor to the trustees but shall be unable to vote and unnecessary for a quorum of trustees to conduct the business of the trust.

11. Successor Trustees. Each successor trustee shall have the same rights, titles, powers, duties, discretions and immunities and otherwise be in the same position as if originally named trustee. No successor trustee shall be personally liable for any act or failure to act of a predecessor trustee. A successor trustee may accept the account furnished and the property delivered by or for a predecessor trustee without liability for so doing, and such acceptance shall be a full and complete discharge to the predecessor trustee.

12. Accountings. The trustees shall annually submit to the Church Board of Trustees an accounting of all trust property including a list of all donations received and disbursements made since the last accounting, and the amount of unrestricted funds available for distribution at the time of the accounting.

13. Operation of the Committee. The Committee shall meet at least quarterly. The Committee shall elect from its membership a chairperson and recording secretary. The chairperson, or member designated by the chairperson, shall preside at all meetings of the Committee. He or she shall also provide a report annually to the Congregation on the work of the Committee and the status of the Fund. The recording secretary shall maintain complete and accurate minutes of all meetings of the Committee and supply a copy thereof to each member and to the Congregational Administrator to be archived. The member who is also a treasurer of the Church shall coordinate with the Church Administrator the transfer of gifts, bequests, etc. into the Endowment Fund, the transfer of distributions from the Fund and the signing of any documents in the furtherance of the

purpose of the Fund. He or she shall also supply the members of the Committee with information on the assets, allocation, and performance of the Fund on a quarterly basis.

14. Amendment and Termination. This declaration of trust and the trusts hereby evidenced may be amended or terminated, in whole or in part, at any time or from time to time by the affirmative vote of a three-quarters majority of the voting membership present at an annual or special congregational meeting of the First Universalist Unitarian Church. Notice of any intent to amend or terminate this declaration of trust and the trusts hereby evidenced, together with a copy of the proposed amendment, if any, shall be mailed at least ten days prior to any annual or special congregational meeting at which such action is contemplated to all living donors of trust property of this trust and to all members of the First Universalist Unitarian Church at their address last known to the trustees. Upon any termination, the trust property as to which such termination is effective shall, unless otherwise provided in connection with such termination, be distributed to the governing officials of the First Universalist Unitarian Church of Wausau for the general purposes of the Church.

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IN WITNESS WHEREOF, we, as trustees hereunder, have set our hands and seals this 2nd day of December, 2018 certifying that changes are as voted and approved in the annual congregational meeting of 2018.

_____ Date: _____
_____ Date: _____
_____ Date: _____
_____ Date: _____
_____ Date: _____

The initial instrument was drafted in 1982 by G. Lane Ware, Attorney at Law, Ruder, Ware, Michler & Forester, S.C., First American Center, Suite 700, P.O. Box 1244, Wausau, Wisconsin 54401.

Revision 1: Converted to electronic document 3FEB2015 and integrally incorporated the First Amendment to First Universalist Church Endowment Fund Declaration dated 11/22/1998.

Revision 2: Amended and approved at December 2015 annual meeting. For a review of changes, a version of this document with bold italics (new changes) or strikethrough (original text deleted) was included in the 2015 annual report documents.

Revision 3: Amended and approved at December 2018 annual meeting. Two sentences added to paragraph 10 concerning term limits for Board President and Treasurer.