

Bylaws

Unitarian Universalist Fellowship of Ames

Amended and adopted December 10, 2017

Article I – Name and Status

Section 1. The name of this Fellowship is the Unitarian Universalist Fellowship of Ames, Iowa (Fellowship). Its building is located at 1015 North Hyland Avenue, Ames, Iowa 50014.

Section 2. The Fellowship is affiliated with the Unitarian Universalist Association, Boston, Massachusetts, and with the MidAmerica Region of that Association.

Section 3. The Fellowship is a non-profit corporation incorporated in the State of Iowa according to the document entitled “Amended and Related Articles of Incorporation of the Unitarian Fellowship of Ames, Iowa.” (Filed for record, January 19, 1973, Book 13, Page 768, State of Iowa, Story County.) Nothing in these Bylaws is intended to be contradictory to the articles of that document.

Article II – Purpose

Section 1. The Fellowship is a religious organization that cherishes the traditions of Unitarian Universalist and other liberal religious movements. It is organized to promote the objectives of its own members and of the Unitarian Universalist Association. It brings together free people of honest reverent spirit for the common study, affirmation and practice of religion without dogma. It helps its members apply religious and ethical values to the enrichment of their daily lives. The members of the Fellowship share a basic belief in the importance of individual thought, and respect for the personalities and convictions of others. They have faith in human dignity and its potential.

Section 2. Among the objectives of the Fellowship are helping one another in the search for truth, aiding in the spiritual and intellectual development of each person to his or her fullest capabilities, uniting in action against human injustices, and working for human fellowship among all people on Earth. In pursuing these objectives, the members of the Fellowship try to avoid all unreasonable and dogmatic prejudices, especially those concerning race, creed, gender and sexual orientation, and to emphasize love and support of our fellow human beings, the surrounding community, and the universe.

Section 3. Our mission statement, adopted November 13, 2016, is: Growing spiritually. Creating community. Striving for justice. Learning to love.

Article III – Membership

Section 1. Any person fourteen years of age or over who is a) in general sympathy with the purpose stated in Article II of these Bylaws, b) is supportive of the UUA Statement of Principles, c) makes an annual contribution to the church operating fund according to his or her means, and d) participates in the life of the Congregation, may become a member of the Congregation by signing the Membership Book, and by receiving approval of the Board of Directors.

- a) **Active Members 18 years and older:** Have signed the Membership Book and fulfilled the responsibilities of membership as stated in Section 1. These members have access to all services provided by the Congregation, and are eligible to vote on all matters affecting the Congregation, stand for election, and/or serve in the capacity of committee chair. These members are included in the official membership number reported annually to the UUA.
- b) **Youth Members:** A youth between the ages of 14 and 17 may become a youth member of the Congregation if he or she is in compliance with the requirements for membership in Section 1. Youth members have access to all services provided by the Congregation and have the right to vote at Congregational meetings. Youth members are not included in the official membership number reported annually to the UUA.
- c) **Friends of the Congregation:** Have not signed the membership book, but are active participants in and/or contributors to the life of the Congregation. Friends of the Congregation have access to all services provided by the Congregation but are not eligible to vote, stand for elected office, or serve in the capacity of chair of a committee. Friends of the Congregation are included in the church directory but are not included in the official membership number reported annually to the UUA.
- d) **Honorary Life Members:** Upon the recommendation of the Minister and/or Membership Committee, and the majority vote of the Board of Directors, a person who has demonstrated unusual support of the Fellowship over a lengthy period of time may be voted an Honorary Life Member who shall have all the rights and privileges of an Active Member. Honorary Life Members are not included in the official membership number reported annually to the UUA.
- e) **Inactive Members:** Those who have signed the membership book but have not fulfilled the responsibilities of membership as stated in Section 1 shall be moved to inactive membership status. Inactive members have access to all services provided by the Congregation, but are not eligible to vote, stand for elected office, or serve as chair of a committee. Inactive members are not included in the official membership number reported annually to the UUA.

Section 2. The Membership Committee shall submit applications for membership to the Board of Directors. Acceptance or rejection shall be recorded in the minutes of the meeting.

Section 3. Every person becoming a member shall continue to be a member so long as they have met all of the requirements in Section 1 during the current fiscal year, unless he or she:

- a) Voluntarily resigned in writing, or
- b) Is removed from the membership list by the Board of Directors.

Section 4. Membership Review: At the conclusion of each operating pledge campaign, inquiry will be made of those members who did not pledge, ascertaining their desire to maintain membership status at the UUFA. A positive response accompanied by a pledge to the operating budget of the coming fiscal year shall be necessary to retain or renew active membership status. Lack of response will be interpreted that such persons no longer desire to be considered an active member and they shall be classified as inactive members by action of the Board of Directors prior to the Annual Meeting.

Article IV – Congregation

Section 1. The Congregation consists of all members of the Fellowship.

Section 2. The Congregation is the ultimate authority in all major decisions concerning the Fellowship. It elects the Board of Directors and the officers of the Fellowship. It approves the annual budget and any expenditure in excess of the Fellowship's reserves or any unbudgeted obligation exceeding 10% of the annual operating budget. It may amend these Bylaws and, subject to approval by the State of Iowa, it may amend its Articles of Incorporation.

Section 3. The Congregation exercises its authority at the annual meeting and at other congregational meetings. Other congregational meetings may be either general or special meetings. At special congregational meetings only items listed on the announced agenda will be considered. Notice of congregational meetings will be sent to all members at least two weeks before the meeting either through the Fellowship newsletter, special mailing, phone tree, e-mail or other means, as determined by the Board of Directors.

Section 4. For congregational meetings, a quorum shall consist of fifteen percent of the voting members for all purposes except the calling or dismissal of a minister, the acquisition or disposal of real estate, the incurring of a financial obligation equal to or greater than twenty-five percent of the annual budget, amending the Bylaws, or amending the Endowment Fund Enabling Document. For these purposes, a quorum will consist of thirty percent of the voting members, voting in person or by absentee ballot on or before the day of the congregational meeting.

Section 5. The right to vote at business meetings shall be reserved for voting members who have held membership for at least 30 days. There will be no proxy voting, but absentee ballots may be provided at the discretion of the Board of Directors on or before the day of the congregational meeting. All decisions, unless otherwise specified in these Bylaws, are made by majority vote. The president of the Fellowship presides at congregational meetings. Before voting, members will sign to record their attendance at a meeting or their vote by absentee ballot.

Section 6. Normally, the Board of Directors will call a congregational meeting. However, ten percent of the voting members of the Fellowship may, by written petition to the Board, request a congregational meeting. The Board shall then call such a meeting at a time agreeable to at least half of the petitioners.

Section 7. The annual meeting of the Congregation will be held during the last quarter of each fiscal year to elect the officers and Board of Directors of the Fellowship for the coming year, to elect a new member to the Nominating Committee, to elect a new member to the Endowment Fund Acquisition and Disbursement Committee, to approve the budget, to present annual reports and appreciations, and to take up other items of business requested.

Article V – Board of Directors

Section 1. The Board of Directors of the Fellowship is the policy body of the Fellowship. The Board is responsible for the care and administration of the property of the Fellowship and for conducting its normal business affairs. The Board affirms all new members.

Section 2. With the exception of those committees whose membership is partially or fully elected

by the congregation and described in Article VIII of this document and with the exception of the Endowment Fund Investment Committee as described in Article IX of this document, the Board may create and disband committees as it deems necessary, and will determine the powers and duties of all committees. The Board has the responsibility to keep the Congregation informed of its actions through the maintenance of up-to-date committee documentation.

Section 3. The Board consists of the three officers of the Fellowship, the immediate past president and five other members. One of these five other members will be a person under the age of 21, who will serve for a one-year term. The other four members will be elected to staggered two-year terms. No member of the Board who is not an officer may be elected to the Board for more than two consecutive full terms.

Section 4. In the event of a vacancy on the Board between annual meetings, the members of the Board may appoint someone to fill out the term until the end of the fiscal year immediately after the next annual congregational meeting.

Section 5. The president of the Fellowship is the chairperson of the Board of Directors. The president, or the vice president, calls the meeting of the Board.

Section 6. The Board is required to meet at least 11 out of 12 months and at other times as needed.

Section 7. A quorum at a board meeting consists of a majority of Board members.

Section 8. A Board member may be removed from the Board for failure to perform his/her duties. Three consecutive unwarranted absences may be grounds for removal. Such action may be taken by majority vote of the Board.

Section 9. Any Board member may resign from the Board of Directors by notifying the Board in writing. Such a resignation will be effective immediately, unless a later date is specified and agreed to by the Board.

Section 10. All parts of the meetings of the Board of Directors are open except for those dealing with Fellowship personnel or specific members or friends of the Fellowship.

Article VI – Officers

Section 1. The elected officers of the Fellowship shall be the president, vice president, and secretary-treasurer. The president and vice president are elected for one-year terms. The secretary-treasurer is elected for a two-year term, in odd years. The officers are members of the Board of Directors.

Section 2. The president oversees the administrative affairs of the Fellowship to see that they are managed as well as possible. The president presides at all business meetings of the Congregation and the Board, and sees that each standing committee has a chairperson. The minister, current president, and past presidents who remain active members, are designated to officiate at religious ceremonies including marriage, with the understanding that they will consult with the minister and provide the Board with records of all such ceremonies performed. The Board may approve other officiants at its discretion.

Section 3. The vice president fulfills the duties of the president in the president's absence and assists the president as needed.

Section 4. The secretary-treasurer is responsible for the receipt, recording, care and spending of all Fellowship funds. The secretary-treasurer must keep informed of the financial condition of the Fellowship and report such condition monthly to the Board. The secretary-treasurer will report to the Congregation at the annual meeting on the financial condition of the Fellowship and will file with the Board of Directors a final report within two months of the end of the fiscal year.

The secretary-treasurer is also responsible for the careful recording and distribution to the congregation of minutes for all congregational meetings and Board meetings, and the preservation of important letters and other documents.

Section 5. The Executive Leadership Team (ELT) shall consist of the president, the vice president, the immediate past president, and the minister. The ELT will develop the Board agenda items and carry out other responsibilities as designated by the Board.

Article VII – Minister

Section 1. The minister will provide spiritual and administrative leadership to the Fellowship and will represent the Fellowship in the community and promote the Purposes and Principles of the Unitarian Universalist Association.

Section 2. The minister will be a non-voting, ex-officio member of the Board and of all committees.

Section 3. The minister will be called, upon the recommendation of the Ministerial Search Committee, by no less than a three-quarters vote of the quorum present at a special congregational meeting.

Section 4. The minister will serve under such terms and conditions as set forth in a written contract approved by the Board. The contract will contain a provision for termination of services upon three months written notice. The minister's services may be terminated by the members at a special congregational meeting.

Article VIII –Committees

Section 1. Committees offer congregants an opportunity to build the loving community by assisting with work of the Fellowship. They do this in a broad variety of ways, but often by providing guidance to Fellowship staff and religious leaders, or by executing specific tasks that are within their purview. The roles of the three committees whose membership is partially or fully elected by the congregation are detailed in the sections below. Other committees appointed by the Board (Article V, Section 2) are not listed herein but are instead listed in committee documentation. The specific roles of each of the Board-appointed committees is determined by the Board, with guidance from the Minister and from existing committee members, or from potential members in the case of new committees, and their efforts are subject to Board approval.

Section 2. The Nominating Committee consists of three members elected by the Congregation and two members appointed by the Board. The members elected by the Congregation will serve

staggered, three-year terms. The members appointed by the Board will serve staggered, two-year terms. The Nominating Committee presents a slate of candidates for officers, Board members, one new Endowment Fund Acquisition and Disbursement Committee member, and one new Nominating Committee member at the annual meeting. The committee will announce its selections at least two weeks prior to the annual meeting.

Section 3. A Ministerial Search Committee consisting of seven people, four to be elected by the congregation, and three to be appointed by the Board will be created when the congregation is searching for a called minister. The committee's members will select the committee chairperson.

Section 4. The Endowment Fund Acquisition and Disbursement Committee consists of five persons elected by the Congregation. The members of this committee shall be members of the Fellowship, nominated by the Nominating Committee and elected at the annual meeting or at a special meeting called in accordance with the Bylaws of the Fellowship. Members serve five-year, staggered terms. Any unexpired vacancy on the committee shall be filled by appointment by the Board of Directors for the remainder of the unexpired term. No more than one member may also be a member of the Board of Directors. None shall be a member of the Endowment Fund Investment Committee.

Article IX – The Endowment Fund

The Endowment Fund was established in 1995 and is governed by the Endowment Fund Enabling Document (see Appendix 1). The Fund's activities are carried out by two committees: the five-member Endowment Fund Acquisition and Disbursement Committee and the three-member Endowment Fund Investment Committee. The Acquisition and Disbursement Committee cultivates, solicits, and stewards gifts and bequests from all possible sources, and develops and carries out programs for that purpose. The Investment Committee is appointed by the Board of Directors, and is responsible for the management, supervision, and investment of all assets of the Endowment Fund. It distributes monies from the Fund as directed by the Acquisition and Disbursement Committee.

Article X – Staff

Section 1. The creation and elimination of permanent staff positions will be at the discretion of the Board, in consultation with the minister.

Section 2. Personnel decisions shall be the responsibility of the minister in consultation with the Board.

Article XI – Fellowship Year

Section 1. The Fellowship's fiscal year begins on the first day of January each year and ends on the thirty first day of December of the year.

Section 2. New officers and new members of the Board elected by the Congregation at the annual meeting assume office at the beginning of the fiscal year.

Article XII – Parliamentary Authority

Section 1. The rules contained in Robert’s Rules of Order, Newly Revised shall govern the Fellowship in all cases to which they are applicable, and in which they are not inconsistent with these Bylaws and any special rules of order the Fellowship may adopt.

Section 2. The terms “written,” “writing,” “mail,” and “mailing,” when used in these Bylaws, includes electronic transmission of such information unless otherwise specified.

Article XIII – Operational Limitations

Section 1. Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3), Title 26, U.S. Code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2), Title 26, U.S. Code.

Article XIV – Amendments

Section 1. These Bylaws become effective immediately upon their adoption and may not be altered except by a two-thirds vote at a congregational meeting. Any proposed change will be included in the notice requirement contained in Article IV.

Section 2. Amendments initiated by the Board or one of its committees must be voted on no sooner than ten days, but not later than ninety days, after formal approval of the proposal by the Board.

Section 3. Amendments initiated by individual members of the Fellowship must be submitted in writing to the secretary-treasurer of the Fellowship, signed by at least ten members of the Fellowship. The secretary-treasurer will deliver the proposal, which must be voted on no sooner than ten days, and no later than ninety days, after delivery to the Board.

Article XV – Dissolution

In the event of dissolution of the Fellowship, after all outstanding debts have been paid or otherwise provided for, all remaining assets, both real and personal, including all property hereafter acquired, shall become the property of the Unitarian Universalist Association, Boston, Massachusetts.

Article XVI – Non-discrimination Policy

Section 1. We affirm and promote the full participation of all persons in the Fellowship’s activities and endeavors – including membership, programming, hiring, and the calling of religious professionals – without regard to age, race, national origin, color, gender, physical challenge, affectional or sexual orientation, or gender identity, and without requiring adherence to any particular religious belief or creed.

Certification of Adoption

1. The duly-adopted Amended Bylaws set forth above supersede the original Bylaws and any amendments thereto.

2. The Amended Bylaws were duly approved at the annual congregational meeting on this date. Approval was in the manner specified herein.

IN WITNESS WHEREOF, the membership of the Unitarian Universalist Fellowship of Ames, Ames, Story County, Iowa, has caused this document to be executed by its duly authorized officers this 10th day of December, 2017.

UNITARIAN UNIVERSALIST FELLOWSHIP OF AMES

<SJW>

Sam Wormley, 2017 President, Board of Directors

<MER>

Mary Richards, 2017 Secretary, Board of Directors

Appendix I

UNITARIAN UNIVERSALIST FELLOWSHIP OF AMES
1015 N. Hyland
Ames, Iowa 50014

ENDOWMENT FUND ENABLING DOCUMENT
(Revised 2014)

The Unitarian Universalist Fellowship of Ames, Iowa created an endowment fund in 1995 and revised it in 2000 to provide an opportunity for its members and friends to make gifts and bequests of money or property to the Fellowship to support and promote the mission of the Fellowship and to express their appreciation for the services, work and influence of the Fellowship in their lives and in the community.

ARTICLE I – NAME AND PURPOSE

- A. Name. This endowment fund shall be known as THE UNITARIAN UNIVERSALIST FELLOWSHIP OF AMES ENDOWMENT FUND (hereafter referred to as Fund) and all proceeds thereof, including both principal and income, shall be used for the benefit of the Unitarian Universalist Fellowship of Ames, (Fellowship), or any successor thereto.
- B. Purpose. The purposes of the Fund shall be: 1) to receive money and property from donors, including any person, corporation, partnership, trust, foundation or other organization, by gift, contribution, bequest under will, devise, or other transfer; 2) to invest and manage such money and property; and 3) to use such money and property, including income and principal, as provided herein.
This Fund is not intended to be and shall not be used as a replacement or substitute for the regular Fellowship budget pledge receipt nor any other special funds of the Fellowship.
- C. Restricted Gifts. Donors shall be encouraged to make gifts and bequests to this Fund without restrictions as to the use of the principal and income or the management or investment of the gift. It is recognized, however, that donors may wish to place restrictions on their gifts. Before a restricted gift is accepted, several considerations are made. The Acquisition and Disbursement Committee shall work with donors to insure that any proposed restrictions on the purpose of a gift are consistent with the mission of the UUFA and the goals of the Endowment Fund. This committee alone will determine whether or not a restricted gift can be accepted on this basis. The Investment Committee shall evaluate the risk, practicality and legality of any proposed restrictions on the management or investment of a gift. This committee alone will determine whether or not a restricted gift can be accepted on this basis. If either committee rejects the restricted gift or bequest, it shall be referred to the Board of Directors of the Fellowship for whatever action they deem appropriate. Upon acceptance of a restricted gift or bequest, any such conditions or restrictions shall be made a matter of record, and the gift or bequest shall be used only in compliance with those conditions or restrictions, subject only to the jurisdiction of a court of equity.

- D. Limitation. This Fund is dedicated exclusively for the use and authorized purposes of the Fellowship as a non-profit, tax exempt corporation. This Fund is subject to the Articles of Incorporation and the Bylaws of the Fellowship, and no powers granted in this document, including the power of amendment, shall be exercised in conflict therewith. Any questions arising in connection with the property, receipts, disbursements, or administration of this Fund shall be resolved in favor of preserving all Federal, State and local tax exemptions, the tax deductions and designated purposes of the donors, and all vested rights of third parties.

ARTICLE II - INVESTMENT GOALS AND POLICIES

- A. The Endowment shall be managed as a perpetual trust for the benefit of the UUFA. The long-term goal is to pursue modest withdrawals that will (1) support the infrastructure and program needs and (2) provide adequate preservation of the fund for the future welfare of the UUFA.
- B. The following investments may be held: (1) insured investments such as cash, savings accounts, certificates of deposit, and U.S. Treasury instruments, and (2) uninsured investments, such as mutual funds, municipal bonds, corporate bonds, stocks listed on the New York, American and NASDAQ stock exchanges, and investment vehicles available through the Unitarian Universalist Association, such as the General Endowment Fund of the Unitarian Universalist Association (UUA).
- C. Restricted funds will be invested in instruments that are consistent with the written agreement the donor makes with the UUFA when the funds are donated. If no statement is made regarding the types of investment instruments to be used, the Investment Committee will decide how the funds will be managed.
- D. At least 40% of the Unrestricted funds shall be invested in instruments insured or guaranteed by the United States Government.
- E. At least 40% of the Unrestricted funds shall be invested in uninsured investments, such as mutual funds, stocks, bonds, and other investments that provide the opportunity for dividends, capital gains, and other forms of growth in value.
- F. The remaining 20% of the Unrestricted funds may be invested in either insured or uninsured investments, at the discretion of the Investment Committee.
- G. When making gifts, donors acknowledge that the investment policies and instruments may change and that their gifts will be invested in the instruments that the Investment Committee decides are appropriate, which may be different from the instruments employed at the time the donation is made.

ARTICLE III – ADMINISTRATION OF THE FUND

The Fund shall be administered by two committees: The Endowment Fund Investment Committee, which shall manage the assets of the Fund, and the Endowment Fund Acquisition and Disbursement Committee, which shall cultivate, solicit, and steward contributions and determine use of available funds. Committee actions shall be by majority vote unless otherwise specified.

A. ENDOWMENT FUND INVESTMENT COMMITTEE

1. Committee Structure. The three-person Investment Committee shall be appointed by the Board of Directors of the Fellowship. At least two members including the chair need to be members of the Fellowship. The Investment Committee members shall serve for a term of six years with a new member being appointed in even numbered years. A member can be reappointed consecutively once and again after four years. No more than one member shall also be a member of the Board. (See also Bylaws Article IX).
2. Committee Duties.
 - a. The Investment Committee shall be responsible for the management, supervision and investment of all assets of the Fund consistent with the investment policy described in Endowment Fund Enabling Document, Article II.
 - b. Each calendar year, up to 5% of the value of the Uninsured Unrestricted Funds of the Endowment may be distributed for use as the Acquisition and Disbursement Committee has authorized.
 - c. Funds in excess of 5% of the value of the Uninsured Unrestricted Funds may be disbursed when the total value of the Unrestricted Fund reaches \$500,000. However, disbursements shall not reduce the value of the Unrestricted Fund below \$400,000.
 - d. Procedure for Using Larger Amount of Unrestricted Fund. A Larger Amount of the Unrestricted Funds shall be used only upon recommendation of the Endowment Fund Acquisition and Disbursement Committee approved by two-thirds of the Board of Directors in an open meeting of the Board, followed by approval of the membership of the Fellowship. Approval of the membership of the Fellowship shall be secured by vote at the Annual Meeting or a special meeting called in accordance with the Bylaws of the Fellowship (including quorum requirement) then in effect. At such meeting, the Resolution shall be adopted only upon receiving the affirmative vote of two-third of the members present and voting.
 - e. The Investment Committee shall receive no compensation, but may employ and obtain professional assistance in the management and sale of property, in making investment, in preparing the accounting, and in such other matters as it deems necessary. Such assistance may include the services of bank trust departments, real estate agents, accountants, attorneys, appraisers or other professionals. The expense of such assistance shall be paid from the income generated by the Fund.
 - f. Notwithstanding anything herein to the contrary, the Investment Committee may loan principal to the Fellowship, evidenced by a written promissory note, with interest and other terms to be negotiated

by and between the Fund (as lender) and the Fellowship (as borrower).

B. ACQUISITION AND DISBURSEMENT COMMITTEE

1. Committee Structure. The five-person Acquisition and Disbursement committee shall be elected by the membership of the Fellowship. The members of this Committee shall be members of the Fellowship, nominated by the Nominating Committee and elected by the membership at the Annual Meeting or at a special meeting called in accordance with the Bylaws of the Fellowship. Members serve five-year staggered terms with one new member being appointed every year. Any vacancy on the Committee shall be filled by appointment by the Board of Directors for the remainder of the unexpired term. No more than one member shall also be a member of the Board of Directors. None shall also be a member of the Endowment Fund Investment Committee. (See also Bylaws Article VIII, Section 4 and Bylaws, Article IX).
2. Committee Duties.
 - a. The Acquisition and Disbursement Committee shall cultivate, solicit, and steward gifts and bequests from all possible sources consistent with the Endowment Acquisition and Disbursement policies and procedures. This committee shall make a diligent effort to develop and carry out programs for acquisition purposes. Such solicitation shall not be conducted in competition or conflict with the regular pledge programs of the Fellowship.
 - b. As funds become available for disbursement, the Acquisition and Disbursement Committee shall determine the use of such funds. In partnership with the UUFA Board of Directors and the Finance Committee, the committee shall develop and revise an ongoing strategic priority list. Input from members of the Fellowship will be accepted. This group shall give priority to any necessary major repairs and improvements to Fellowship properties other than those included in the regular UUFA budget. Restricted gifts shall be disbursed in compliance with the applicable restrictions.

ARTICLE IV – NONLIABILITY OF COMMITTEE MEMBERS

Members of the Investment Committee and the Acquisition and Disbursement Committee shall not be liable for any losses which may be incurred on investment of the assets of the Fund except to the extent such losses shall have been caused by bad faith or gross negligence. No member shall be personally liable as long as he/she acts in good faith and with ordinary prudence. Each member shall be liable only for his/her own willful misconduct or omissions, and shall not be liable for the acts or omissions of any other member. No member shall engage in any self dealing or transactions with the Fund in which the member would receive financial benefit and each shall at all times refrain from any conduct in which his/her personal interests would conflict with the interests of the Fund.

ARTICLE V – SITUS

This Endowment Fund shall have its situs in the State of Iowa, and all questions pertaining to its validity, construction and administration shall be determined in accordance with the laws of the State of Iowa.

ARTICLE VI – POWER OF AMENDMENT AND REVOCATION

The membership of the Unitarian Universalist Fellowship of Ames may, by a two-thirds vote of the members present and voting at an Annual Meeting or a special meeting of the membership (called in accordance with the Bylaws of the Fellowship), modify, amend, or revoke, in whole or in part, the Endowment Fund. In the event the Fund is revoked, the membership shall honor the conditions of all restricted gifts, and shall determine, by a two-thirds vote of the members present and voting, the disposition of all remaining income and principal. Quorum for purposes of this Article shall be the same as that required to amend the Bylaws of the Fellowship.

In the event the Unitarian Universalist Fellowship of Ames ceases to exist, either through merger or dissolution the disposition or transfer of the Fund assets shall be in conformity with the Bylaws of the Fellowship and consistent with any restrictions existing on the funds, subject only to the jurisdiction or a court of equity.

IN WITNESS WHEREOF, the membership of the Unitarian Universalist Fellowship of Ames, Ames, Story County, Iowa, has caused this document to be executed by its duly authorized officers this 10th day of December, 2017.

UNITARIAN UNIVERSALIST FELLOWSHIP OF AMES

<SJW>

Sam Wormley, 2017 President, Board of Directors

<MER>

Mary Richards, 2017 Secretary, Board of Directors