

**RESOLUTION ESTABLISHING THE
GOOD SHEPHERD'S EVANGELICAL LUTHERAN CHURCH
TRUST FUND**

Good Shepherd's Evangelical Lutheran Church of West Allis, Wisconsin, has a living endowment of faithful members with rich gifts and varied talents. "As each has received a gift, employ it for another, as good stewards of God's varied grace ... in order that in everything God may be glorified." (I Peter 1:10 - 11).

1. Now, therefore, in order to establish a permanent Trust Fund within the congregation to enable the further extension of God's Kingdom within our congregation, within our community and our world,
2. BE IT RESOLVED, that the membership of Good Shepherd's Evangelical Lutheran Church establish a Trust Fund to receive and administer bequests, estates, insurance, undesignated memorials and other assets, to be perpetual and perpetuating. And,
3. BE IT FURTHER RESOLVED, that the efforts of Good Shepherd's Evangelical Lutheran Church in establishing the Trust Fund be dedicated to the glory of the Almighty God. And,
4. BE IT FURTHER RESOLVED, that the purpose of the Trust Fund be to enhance the work of the church by supporting the work of our congregation both at home and at large. And,
5. BE IT FURTHER RESOLVED, that the membership of Good Shepherd's Evangelical Lutheran Church annually approve through its Voter's Assembly the purposes for which the Trust Fund earnings are to be used for the following year. And,
6. BE IT FURTHER RESOLVED, that Good Shepherd's Evangelical Lutheran Church establish a Planned Giving Committee who shall be accountable to the Voters through the Board of Stewardship. And,
7. BE IT FURTHER RESOLVED, that while Good Shepherd's Evangelical Lutheran Church has every intention of using the Trust Fund as set forth in these resolutions, it does recognize that with the passage of time and changing circumstances, there may be a time when it is not feasible to utilize the Trust Fund as was intended. Should that situation develop, Good Shepherd's Evangelical Lutheran Church or its successors in interest shall then be free to make such other use of the earnings and principal as is consistent with the charitable and religious purposes of Good Shepherd's Evangelical Lutheran Church, in accordance with the provisions of the State of Wisconsin and preserving, where prudent in the sole discretion of the Committee, the principal of those gifts designated to be perpetual, carrying out the donors' wishes.
8. BE IT FURTHER RESOLVED:

I. THE PLANNED GIVING COMMITTEE

- 1.1. The Committee shall have between five and nine members, all of whom shall be members in good standing of Good Shepherd's Evangelical Lutheran Church as determined by the Board of Elders. The term of each member shall be four years, with a limit of two consecutive terms. A member may be re-appointed to the Committee after a one-year absence. The terms of the members shall be staggered so that "institutional memory" is preserved. The Board of Stewardship shall appoint replacement members to fill needed vacancies within sixty days. The Pastor(s) of the congregation and the congregation's president shall be advisory members of the Trust Fund Committee, and shall not be allowed to vote.
- 1.2 The Committee shall elect from its membership a chairman, a treasurer, and a secretary.
- 1.3 The chairman, or a member designated by the chairman, shall preside at all Committee meetings.
- 1.4 The secretary shall maintain complete and accurate minutes of all meetings of the Committee and shall supply a copy thereof to each member and to permanent records in the church office.
- 1.5 All Planned Giving Committee members shall endeavor to maintain a high degree of communication with the Board of Stewardship, other organizations within the Church and the members of the congregation to nurture the total life and mission of the church and of the Fund.
- 1.6 The Committee shall meet as often as necessary for the best interest of the Fund, but at least quarterly. Special meetings may be called on twenty-four hour written or oral notice to the members of the Committee by the chairman or any two members. Each member is charged with the knowledge of the contents of the minutes. The minutes as adopted shall constitute approval of the actions reflected in them.
- 1.7 A quorum shall consist of at least 51% of the voting members. The affirmative vote of a majority present and voting shall carry any motion or resolution.
- 1.8 The Committee shall establish written rules and regulations for the conduct of its business. It shall also adopt written standards and goals to guide itself in the development of proposals for disbursement of the income from the Fund and its sub-accounts and for the actual expenditure of the income.
- 1.9 The Committee shall maintain accounts with such financial institutions as it may by resolution authorize and determine. All checks and other documents transferring

or expending any funds or assets in the Fund shall be executed by the treasurer and either the chairman or the secretary of the Committee.

- 1.10 The Committee shall maintain complete and accurate books of accounts and may employ such professional help as it deems necessary in this connection. The books shall be reviewed annually in time so that a report will be on file at the time of the annual meeting of the congregation.
- 1.11 Any member of the Committee with check signing authority shall, at the expense of the Fund, provide a corporate fidelity bond in a principal amount to be determined from time to time by the Committee.
- 1.12 The Committee may ask other members of the congregation to serve as advisory members and may employ, at the expense of the Trust Fund income, such professional counseling on investments and legal matters in the best interest of the Trust Fund.
- 1.13 No member of the Committee shall engage in any self dealing or transactions with the Trust Fund in which the member of the Committee has direct or indirect financial interests and shall at all times refrain from any conduct in which one's personal interests would conflict with the interests of the Fund. Failure to comply with this article shall result in the immediate dismissal of the member from the Committee. (cf. article 1.2)
- 1.14 If it is determined that a member of the Committee should be removed from the Committee for any just cause, the Board of Stewardship shall immediately remove the member and name a replacement member for the remainder of the term.

II. COMMITTEE DUTIES

- II. 1 The Planned Giving Committee shall be the administrator of the Trust Fund and shall have responsibility for investing the available assets of the Fund.
- II. 2 The Planned Giving Committee, at each annual meeting of the congregation, shall render a full and complete account of the administration of the Trust Fund for the preceding year.
- II. 3 The Planned Giving Committee shall determine the Fund earnings available for distribution and present its disbursement proposals to the Board of Stewardship. The Committee may use earnings to add to the corpus of the Fund.
- II. 4 As the Coordinating Board receives undesignated memorials, bequests, wills, estates, insurance benefits or any property which is acceptable to them, the Coordinating Board shall assign a certain portion, if not all such gifts, to the Trust Fund. All designated gifts approved by the Coordinating Board shall be transferred to the Trust Fund. All funds and property transferred to the Trust Fund by the Coordinating Board shall be administered in accordance with the articles of this document.
- II. 5 The Planned Giving Committee shall in no event be required to make physical segregation of the assets of the Trust Fund in order to conform to the directions of any individual donor, but may establish sub-accounts in its own accounting records.
- II. 6 The Committee is to inform the members of the congregation of the purposes of the Trust Fund, and may periodically arrange for members of the congregation to meet with professional counselors in the areas of charitable giving, wills, bequests, insurance, etc. The WELS Gift Planning Counselors are available to members who desire such counsel.
- II. 7 All new members of the Planned Giving Committee are to receive a copy of the Trust Fund resolution and all written policies and procedures.

III. COMMITTEE POWERS

In the administration of the Trust Fund, the Planned Giving Committee shall have all power and authority necessary to carry out the purposes of the fund in accord with the policies adopted by the Voters of the congregation including, but not limited to, the following powers and authority on behalf of Good Shepherd's Evangelical Lutheran Church;

- III. 1 To take, have, hold, sell, exchange, rent, lease, transfer, convert, invest, divest, reinvest, and in all other respects to handle and manage and control the Trust Fund, or any part thereof, as they in their judgment and discretion shall deem wise and prudent;
- III. 2 To retain any property in the form in which it was received; to convert and reconvert the Trust Fund, or any part thereof, into other kinds and forms of property, real or personal or mixed; and to invest or reinvest the fund of assets herein, or any portion thereof, as the Committee shall deem wise and prudent, including in such common or preferred stocks, bonds, debentures, mortgages, notes or other securities, investments or property whether real or personal, which they in their absolute discretion may select or determine, and including, without limitations, savings deposits of any bank, mutual savings bank, federal home loan bank or savings bank, or in the Church Extension Fund of the Wisconsin Evangelical Lutheran Synod or other funds, or in any common trust fund, mutual fund, or any like fund subject to the usual standards of prudence required by trustees of similar funds;
- III. 3 To receive the income, earnings, profits, rents and proceeds of the Trust Fund and to collect and receipt for the same, and pay all administrative and necessary expenses in connection with it. Such expenses are to be paid from the Trust Fund earnings;
- III. 4 To make, execute and deliver all instruments necessary for or proper for the accomplishment of the purposes of the Good Shepherd's Evangelical Lutheran Church Trust Fund or of any of the foregoing powers, including deeds, bills of sale, transfers, leases, mortgages, assignments, conveyances, contracts, purchase agreements, waivers, releases and settlements;
- III. 5 To determine what is principal and income according to generally accepted accounting principles;
- III. 6 To hold investments in the name of the Good Shepherd's Evangelical Lutheran Church Trust Fund on behalf of the congregation and to sign checks or necessary documents on behalf of the congregation for the furtherance of the Trust Fund purposes;

- III 7. To employ and reasonably compensate from the Trust Fund earnings accountants, agents, and attorneys to assist and advise in the execution of the Trust Fund, without liability for their omissions or neglect, but using reasonable care in their selection, and to rely on the advice of the persons so employed;
- III. 8 The Planned Giving Committee shall not be liable for any losses which may be incurred upon the investments of the Trust Fund except to the extent that such losses shall have been caused by bad faith or gross negligence on the part of the Committee members. No member shall be personally liable as long as he acts in good faith and with ordinary prudence in discharging the duties of the office. Each Committee member shall be officially liable only for his/her own willful misconduct or omissions in bad faith. No committee members shall be liable for the acts or omissions of any other Trust members, or of any accountant, agent, attorney, or custodian selected with reasonable care.
- III. 9 The Planned Giving Committee members shall not receive any compensation, but shall be reimbursed from the earnings of the Trust Fund for any expenses reasonably incurred.

IV. THE CONGREGATION

- IV. 1 The congregation at its annual meeting shall approve, by majority vote of those present, from the options presented by the Board of Stewardship as recommended by the Planned Giving Committee, the use of the Trust Fund earnings.
- IV. 2 The congregation may upon recommendation by the Coordinating Board decide by two-thirds majority vote of those present at a legally called meeting of the Voters' Assembly, when, and if, any Fund principal or corpus shall be used. This would only occur in the event of a catastrophe or dire emergency.
- IV. 3 The Planned Giving Committee shall supply the congregation with sufficient information to make best use of the Trust Fund according to its purpose.
- IV. 4 The Trust Fund provided herein shall be irrevocable. The foregoing provisions may be amended or modified from time to time by the membership of the church by a two-thirds affirmative vote of those present at a duly constituted meeting, whenever necessary or advisable for the more convenient or efficient administration of the Trust Fund or to enable the Planned Giving Committee to carry out the purpose of the Trust Fund more efficiently: but no such amendment or modifications shall ever alter the intention that the Trust Fund be operated exclusively for religious or charitable or benevolent purpose, and in the manner which shall make the Trust Fund tax exempt and the donations tax deductible, to the extent allowed by the Internal Revenue Code and other applicable laws and regulations.
- V Terminations. The property of the trust fund is irrevocably dedicated to purposes consistent with the Articles of Incorporation and the Constitution of the church, and no part of the net income or assets of this trust fund shall ever accrue to the benefit of any trustee, officer or member thereof or to the benefit of any private person. Upon the termination of the Trust Fund, its assets remaining after payment, or provision for payment, of all debts and liabilities of the trust fund and the church shall be distributed to a nonprofit fund, foundation or corporation consistent with the mission of the congregation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under IRC 501(c) (3).

Dated this 13th day of May, 2003
Good Shepherd's Evangelical Lutheran Church
West Allis, Wisconsin