

Charge to the Unitarian Universalist Association (UUA) Retirement Plan Committee

The purpose of this Charge is to provide the UUA Retirement Plan Committee (the Committee) with guidance in fulfilling certain duties.

This Charge describes a process whereby the Committee may realize its goals and objectives and by extension the UUA's goals and objectives. The Charge is aligned with their intention to execute the Committee's duties according to the best practices available and to establish the highest possible level of care when taking action on behalf of the UUA and the plan's Adopting Employers.

The Charge has been established in with the intent to be and remain in compliance with the bylaws, policies or procedures of the UUA, and the provisions of the Plan Document and is designed to work in conjunction with them. If any term or condition of this Charge should conflict in any way with these documents or relevant law, those documents will prevail.

1. Responsibilities

To serve as fiduciaries for the Unitarian Universalist (UU) Organizations Retirement Plan ("the Plan"), and to serve as the Committee referenced in the governing document of the UU Organizations Retirement Plan ("Plan Document").

The Committee's duties, as stated in the Plan Document, include but are not limited to:

- To make all determinations and computations concerning the benefits, credits and debits to which any Participant or Beneficiary is entitled under the Plan;
- To make rules and regulations for the administration of the Plan that are not inconsistent with the terms and provisions of the Plan;
- To construe all terms, provisions, conditions and limitations of the Plan;
- To correct any defect, supply any omission or reconcile any inconsistency that may appear in the Plan, in such manner and to such extent as it shall deem appropriate and proper, and to carry the Plan into effect for the interest of the Participants and Beneficiaries;
- To select and engage from time to time such pension consultants, actuaries, accountants, attorneys, investment advisors, investment managers, and other agents and employees as the Committee may deem necessary or advisable in the proper and efficient administration of the Plan and Trust;
- To determine and resolve, in its sole discretion, all questions relating to the administration of the Plan; and
- To review and render decisions respecting a claim for (or denial of a claim for) a benefit under the Plan.

The Committee may delegate all or any part of its powers, rights, and duties under the Plan to such individuals, committees, or entities as it may deem advisable.

In addition to the duties as defined in 15.1 of the Plan Document (as amended), The Committee shall provide timely reports to the UUA Board of Trustees on relevant topics which may include but are not limited to the number of participants, the performance of the investment options, the

financial condition of the Plan, and relevant proposed or enacted changes in regulations that may cause the Plan to make changes to its operations or its provisions.

2. Membership

The Committee shall have no fewer than seven members, appointed by the UUA Board of Trustees, who shall include:

- The UUA Treasurer, or a UUA staff member nominated by the Treasurer and appointed by the Board;
- The UUA Financial Advisor; and
- At least five other persons.

A majority of Committee members shall be members of Unitarian Universalist congregations or religious professionals eligible for participation in the Plan.

3. Term

The Treasurer and Financial Advisor serve ex officio. Other members serve two years, normally beginning July 1, with reappointment allowed three times for a maximum of eight years.

The Committee may remove any member of the Committee at any time and a member may resign by written notice to the UUA Moderator as provided for in the UUA Bylaws or Rules (currently 5.5 and 5.5.1). Any member who fails to attend two consecutive meetings of the Committee without an excuse acceptable to the other Committee members shall be deemed to have resigned from the Committee.

In the event of any vacancy arising from the removal or resignation of a member of the Committee, the Committee may seek to find a replacement that may be appointed by the Board of Trustees at its discretion and according to its rules. Pending the filling of any such vacancy the then-remaining members of the Committee shall constitute the full Committee.

4. Qualifications

Experience or demonstrated knowledge in one or more of the following areas: retirement plan oversight, investment analysis, financial planning, employee benefits administration, human resource management, or related fields. The Committee leadership in conjunction with the Board of Trustees may deem other experience relevant and desirable, as appropriate.

5. Meetings

The Committee shall designate a Chair and a Secretary. The Chair shall be responsible for the conduct of all the meetings of the Committee and shall have voting rights the same as any other Committee member. The Chair shall perform such other duties as the Committee may assign.

The Secretary shall be the official custodian of the official records of the Committee. The Secretary shall be responsible for (or may delegate) keeping minutes of the meetings and activities of the Committee, creation of Committee agendas, invitation of special guests to meetings, and reporting as directed by the Board of Trustees.

The Committee shall meet as necessary, but no less frequently than twice per year. An official meeting is one at which half of the Committee's membership (rounded to the next whole person) is present. Meetings may be held with members physically present or through virtual/electronic means that allow participants to hear and communicate with each other simultaneously.

The Committee may meet in non-official meetings to discuss business, but must convene an official meeting in order to take voting action.

In recognition of the importance of accomplishing the objectives of the Committee in a most orderly fashion, the Committee may establish rules of order for the conduct of its meetings in so far as those rules or laws do not contradict this Charter or any other governing document or law.