



THE FLORIDA UNITED METHODIST
FOUNDATION, INC.
450 Martin L King, Jr. Avenue
Lakeland, Florida 33815
(863) 904-2970

**SUPPLEMENT NO. 1
OFFERING CIRCULAR
\$300,000,000
DEMAND DEPOSIT CERTIFICATES; TERM
CERTIFICATES**

This Supplement No. 1 dated July 15, 2025 is intended to extend the Florida United Methodist Foundation, Inc. (“**We**”, “**Our**”, “**Us**”, “**Foundation**”, or the “**Fund**”) Offering Circular dated July 1, 2024 (“Offering Circular”) for a period on one (1) year until June 30, 2026.

The Fund’s Offering of its Demand Deposit and Term Certificates expired on June 30, 2025. With the adoption and approval of this Supplement, the Fund hereby extends the expiration of the term of the Offering until July 31, 2026. All sales must be made, however, in compliance with the terms and conditions of the specific state authorizations, exemptions, permits and other approvals as noted in the Offering Circular.

This Supplement is also intended to update the Offering Circular dated July 1, 2024 to include the results from the Fund’s audited financial statements for the years ended December 31, 2024 and 2023 and provide updates regarding the Foundation’s lending program and results of operations.

This Supplement also includes a copy of the Fund’s audited financial statements for the years ended December 31, 2024 and 2023.

This Supplement should be read in conjunction with the Offering Circular dated July 1, 2024. The Offering Circular is not complete without this Supplement and the Supplement should not be used other than with this Offering Circular.

*The information contained in this Supplement to Offering Circular dated July 15, 2025 (the “**Supplement**”), supersedes any conflicting information contained in the Florida United Methodist Foundation, Inc. Offering Circular dated July 1, 2024 (the “**Offering Circular**”).*

State Specific Information - Alabama

THESE SECURITIES ARE OFFERED PURSUANT TO A CLAIM OF EXEMPTION FROM REGISTRATION UNDER SECTION 39(h) [see Section 8-6-10, Code of Alabama, 1975] OF THE ALABAMA SECURITIES ACT AND SECTION 3(a)(4) OF THE SECURITIES ACT OF 1933. A REGISTRATION STATEMENT RELATING TO THESE SECURITIES HAS NOT BEEN FILED WITH THE ALABAMA SECURITIES COMMISSION OR WITH THE UNITED STATES SECURITIES AND EXCHANGE COMMISSION. NEITHER THE ALABAMA SECURITIES COMMISSION NOR THE UNITED STATES SECURITIES AND EXCHANGE COMMISSION HAS PASSED UPON THE VALUE OF THESE SECURITIES, MADE ANY RECOMMENDATIONS AS TO THEIR PURCHASE, APPROVED OR DISAPPROVED THE OFFERING, OR PASSED UPON THE ADEQUACY OR ACCURACY OF THIS PROSPECTUS. ANY REPRESENTATION TO THE CONTRARY IS LAWFUL.

Extension of Offering

The period of the Offering has been extended to July 31, 2026, or such periods as may be authorized under permits, authorizations, or notices granted under applicable securities laws. We may supplement this Offering Circular from time to time to provide updates of material information concerning us, the Certificates or the Offering.

Term; Current Investment Rates

\$300,000,000 Certificates Development Fund Accounts			
<u>Type of Security Offered</u>	<u>Maturity*</u>	<u>Minimum Investment</u>	<u>Interest Rate**</u>
Demand Deposit	No set term*	\$100	4.25%
Term Certificate***	Six month	\$1,000	To be determined
	One year	\$1,000	
	Three year	\$1,000	
	Five year	\$1,000	
Institutional Certificate	One year	\$150,000	Negotiable
	Three year	\$150,000	Negotiable
	Five year	\$150,000	Negotiable

*** Subject to availability of funds, a demand deposit investment may be redeemed, in whole or in part, at any time by furnishing written notice at least 45 days prior to the requested withdrawal date.**

**** The interest rates we pay on an investment in the Demand Deposit Certificates may be adjusted on a quarterly basis by our Board of Directors or on a more frequent basis should economic conditions warrant a quicker response.**

***** The minimum investment amount is \$1,000 for any Term Certificate. The interest rates we pay on Term Certificates are fixed for their term, but the rates offered on new Term Certificates vary from time to time. Applicable interest rates at the time of purchase of a Term Certificate (excluding Institutional Certificates) will be reflected in a supplement to this Offering Circular. Once the rate is set for a Term Certificate, the interest rate will not be changed during the term of the investment.**

Select Financial Data

The following information for the fiscal years ended December 31, 2024, 2023, and 2022 has been taken from the Fund's audited financial statements for the fiscal years ended December 31, 2024, 2023, and 2022. Copies of the Fund's audited financial statements for the twelve-month periods ended December 31, 2024 and 2023 are attached to this Supplement as Exhibit "A".

	December 31, 2024	December 31, 2023	December 31, 2022
Cash and cash equivalents	\$ 24,543,532	\$ 3,579,768	\$ 14,333,700
Loans receivable, net	\$ 102,478,835	\$112,565,013	\$ 105,188,113
Amount of unsecured loans receivable	\$ 264,063	\$ 285,584	\$ 82,840
Percent of unsecured loans receivable to total loans receivable (excluding Fresh Start loans to clergy)	0.003%	0.003%	0.008%
Assets held as trustee or custodian	\$ 100,620,761	\$ 95,146,607	\$ 89,763,172
Total Assets	\$ 246,347,169	\$ 235,268,966	\$ 262,067,519
Total Liabilities	\$ 231,065,724	\$ 221,110,425	\$ 249,400,048
Net assets	\$ 15,281,445	\$ 14,158,541	\$ 12,667,471
Change in net assets	\$ 1,122,904	\$ 1,491,070	\$ (2,301,210)
Outstanding Development Fund Accounts	\$ 129,705,567	\$ 125,278,264	\$ 158,789,995
Certificates issued (for the year or period ended)	\$ 37,490,610	\$ 25,793,245	\$ 6,269,193
Certificate redemptions made (for the year or period ended)	\$ 32,876,308	\$ 59,304,979	\$ 37,177,655

Financial Condition

Our net assets totaled \$15.3 million at December 31, 2024, as compared to \$14.2 million at December 31, 2023, and \$12.7 million at December 31, 2022. "Net Assets" is equal to total assets minus total liabilities and is also referred to as "net worth". Most increases and decreases in our assets are offset by an increase or decrease in our liabilities. An increase in our Certificates, for example, which is shown as an interest-bearing deposit liability on our financial statements, results in an increase in our cash and mortgage receivables. An increase/decrease in our cash and investments held in trust as custodian is offset by custodial trust funds payable which is shown as a liability on our financial statements. For the funds we held in a custodial capacity, all related revenues and expenses are not considered a part of the Foundation's operations. As a result, these items of revenue and expenses are not reflected on the Foundation's financial statements.

In determining our net assets, we include our accumulated earnings from operations, realized and unrealized gains on our endowment funds, and changes in donor restricted funds. In 1985, the Foundation established an endowment fund to provide additional income to supplement the Foundation's operations and offset some of its general and administrative expenses. From time to time, restricted net assets that have been released from such restrictions have been added to the Foundation's endowment fund. Net assets totaled 6.2% of our total assets as of December 31, 2024, as compared to 6.0% of our total assets at December 31, 2023.

During 2024, we funded approximately \$13.9 million in new Development Fund loans, and we received principal payments of \$23.9 million. In 2023, we funded approximately \$25.3 million in new loans, and we received principal payments of \$17.9 million.

The total amount of outstanding Certificates was \$129.7 million at December 31, 2024, as compared with \$125.3 million at December 31, 2023. The Foundation intends to continue expanding its Certificates marketing program and efforts in 2025 to churches, United Methodist and Wesleyan Mission minded investors that may benefit from the Foundation's decision to raise the rates paid on our Certificates, and benefit from our mortgage loan program and competitive loan rates.

Results of Operations

2024 Net Operating Revenue. Our net operating revenue was \$461,840 in 2024, as compared to net operating revenue of \$645,067 in 2023. Our net operating revenue is equal to the interest we earn on our cash and cash equivalents, investments and loans receivable, management fees and miscellaneous income less the interest we pay on our liabilities and less our program and general and administrative expenses.

Net Interest Income. Our net unrestricted income depends to a large extent upon our net interest income, which is the difference between interest income generated on our interest-earning assets (i.e., our loans and our cash and cash equivalents and investments) and interest expense incurred on interest-bearing liabilities (i.e., our outstanding demand deposit Certificates). Net interest income is affected by the relative amounts of interest-earning assets and interest-bearing liabilities, and by the interest rates we earned or paid on these assets and liabilities.

<u>For the Years Ended December 31,</u>				
	<u>2024</u>		<u>2023</u>	
	Interest Income/ <u>Expense</u>	Average Yield/ <u>Rate</u>	Interest Income/ <u>Expense</u>	Average Yield/ <u>Rate</u>
Notes and Mortgage Notes	\$7,191,119	6.69%	\$5,644,045	5.18%
Interest and Dividends	\$1,161,431	4.55%	\$1,014,268	2.62%
Interest Bearing Liabilities	\$129,705,567		\$125,278,264	
Interest on Development Fund Accounts	\$5,758,411	4.52%	\$4,171,628	2.94%
Net Interest Income	\$ 2,594,139	8.14%	\$2,486,685	1.75%
Average Interest Rate Spread	8.14%		1.75%	

Net interest income was \$2.65 million in 2024, as compared to \$2.49 million in 2023. The increase in net interest income for 2024 from 2023 was primarily due to higher interest rates on our mortgage loan investments. During 2024, the interest rate paid on our Certificates was 4.5%. Our mortgage interest rate offered to churches was 6.5% as of December 31, 2024, as compared to a range of 4.0% to 6.25% in 2023.

Interest earned on our mortgage loan investments was \$7.2 million in 2024, as compared to \$5.6 million in 2023. The \$1.6 million increase in interest earned on our mortgage loan investments in 2024 was due to higher loan rates in 2024 despite a \$10 million decrease in total mortgage loans outstanding.

Interest and dividends earned on our cash investments was \$1.2 million in 2024, as compared to \$1.1 million in 2023. Our total amount of outstanding Certificates increased from \$125.3 million at December 31, 2023 to \$129.7 million at December 31, 2024. Interest expense on our Certificates totaled \$5.8 million for 2024 as compared to \$4.2 million for 2023 due to higher rates paid on our Certificates.

Average Interest Rate Spread. Our ability to generate net interest income is largely dependent upon our ability to maintain an adequate spread between the yield earned on our interest-earning assets and the rate paid on interest-bearing liabilities. Net interest income is also affected by the relative amounts of interest-earning assets and interest-bearing liabilities. "**Average Interest Rate Spread**" means the difference between the average yield earned during the year on interest-earning assets and the average rate paid during the year on interest-bearing liabilities.

We regularly monitor our Average Interest Rate Spread. Although our asset and liability structure are designed to absorb gradual changes in market interest rates, rapid changes in market interest rates can significantly and adversely affect our Average Interest Rate Spread and thus our profitability. Our Average Interest Rate Spread was 2.0% for 2024, as compared to 1.75% for 2023.

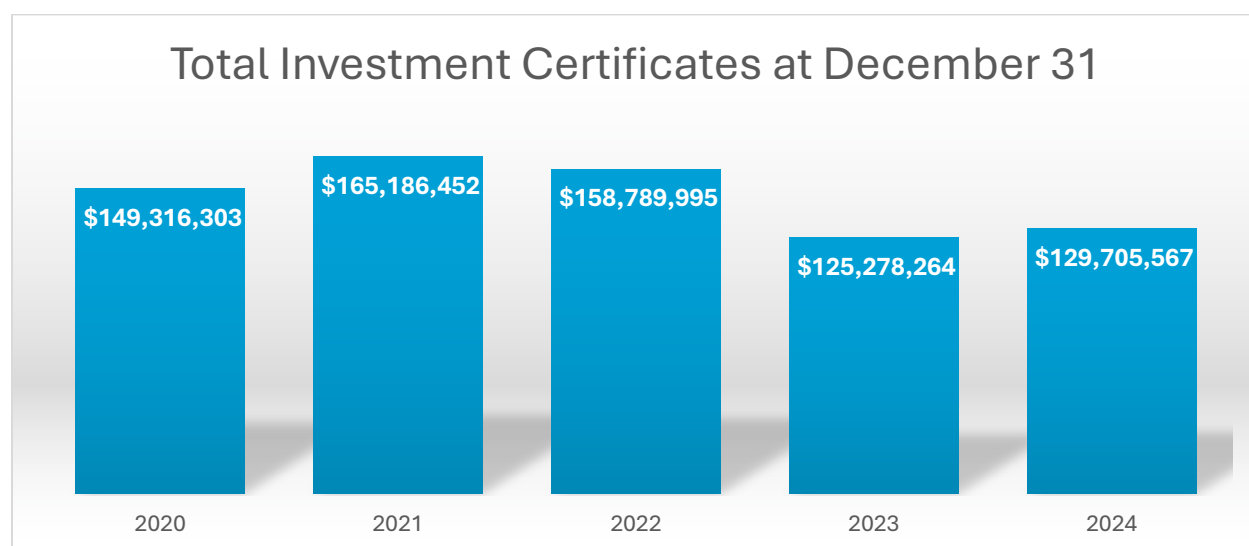
Investment Gains and Losses

For 2024, the Foundation’s investments returned a positive return of \$699,588, including both realized and unrealized gains, as compared to \$1,060,212 in 2023. The net change in investments varies year by year depending on market conditions. The Foundation relies on professional advisers to assist it in managing its investments and holds a majority of its investments in fixed income securities. See, “Note 6 Fair Value of Financial Instruments” in the Foundation’s audited financial statements for the years ended December 31, 2024, and 2023.

Total Operating Expenses

Our operating expenses for 2024 totaled \$3.1 million as compared to \$2.95 million in 2023. We had increases in computer costs, insurance premiums, additional consultant fees and office expenses that accounted for the increase.

Total Investment Certificates



Liquidity Policy

Our policy is to maintain cash at a level equal to 10% of our outstanding liabilities we owe under the Certificates that we maintain or \$7,500,000, whichever is less. To provide additional liquidity, the Foundation has a \$5,000,000 unsecured line of credit with a commercial bank. The line of credit is open, revolving, and has no maturity date. The interest rate payable on the line of credit or bank’s advance is a variable rate based on Wall Street Prime Rate with a minimum floor of 4.00% and never greater than 18.00%. As of the date of this Offering Circular, we have taken no draws on this credit facility.

In 2023, the Foundation had \$21.5 million in investment securities but reduced that to \$16.3 million in 2024 to implement a heavier concentration in cash investments. As of December 31, 2024, the Foundation had a total of \$41.7 million in financial investments available for general expenditure as compared to \$26.3 million at December 31, 2023. Of this total, the Foundation has set aside a capital security reserve of \$1.5 million to cover unexpected demands on its cash investments. See, “Note 3 Liquidity and Availability” in the Foundation’s audited financial statements for the years ended December 31, 2024, and 2023.

Subject to the availability of funds as determined by the Foundation in its sole discretion, an investment in the Certificates may be redeemed by you, in whole or in part, at any time by furnishing written notice to us at least 45 days before the requested withdrawal date. During 2024, we received \$37.5 million in proceeds from the sale of Certificates and paid out \$32.9 million to fund withdrawal requests we received and processed.

Compliance with NASAA Statement of Policy

Although substantially all of our Certificates are held by investors that reside in the State of Florida, we may in the future offer the Certificates in a number of other states where permitted by law. As an offering of debt securities by a church extension fund, the Foundation intends to follow the standards established by the North American Securities Administrators Association’s Statement of Policy (the “**NASAA Policy**”) when making offers and sales of the Certificates in states outside the State of Florida. Under the NASAA Policy, a state securities administrator may apply the policy as a condition for exempting the Certificates from registration or to register the Certificates. Registration or exemption of the offering of the Certificates may be denied or disallowed by the administrator if the proposed offering does not sufficiently comply with the NASAA Policy.

For the year ended December 31, 2025, the NASAA Policy requires that the Foundation maintain: (i) net assets equal to 5% or more of its total assets; (ii) liquidity consisting of cash, cash equivalents, readily marketable securities and available unused line of credit facilities (not to exceed 2% of our total assets) as a percentage of total outstanding securities of not less than 8%; (iii) senior secured indebtedness to which the Certificates are subordinated may not exceed 10% of the Foundation’s total assets; and (iv) loan delinquencies during the Foundation’s most recent fiscal year may not be excessive and shall be at a level that will enable the Foundation to satisfy its net capital and satisfy its liquidity requirements.

The Foundation was in compliance with each of these NASAA Policy standards for the year ended December 31, 2024 and we intend to continue to monitor and exercise good faith efforts to comply with the minimum net capital requirement and other financial standards provided under the NASAA Policy. The Foundation periodically reviews its allowance for loan loss reserve policies, operating reserves, liquidity policies, unanticipated changes in budget expenses and funding sources to ensure that it has adequate capital and funding sources to ensure that it will be able to make all required payments to the holders of its Certificates.

The Foundation’s compliance with the NASAA Policy is summarized below:

Liquidity. As of December 31, 2024, the Foundation had cash and cash equivalents, a line of credit facility and liquid investments equal to 21% of the total outstanding Certificates as follows:

December 31, 2024	
Cash and cash equivalents	\$24,543,532
Line of Credit Facility*	\$ 2,600,000
Demand Deposit Certificates	\$129,705,567
Cash, liquid assets as a percentage of demand deposit Certificates	21%

*Under NASAA Policy Guidelines, the value of available lines of credit for meeting the standard is limited to two percent (2%) of the principal balance of its outstanding Certificates.

Loan Delinquencies. As of December 31, 2024, none of the Foundation's total mortgage loan investments were past due. Based upon past collection experience, the specific terms of the mortgage loans and management's evaluation of the properties underlying these loans, the Foundation considers the loans to be fully collectible and, as a result, no allowance of loan loss has been reserved in our financial statements for these modified loans.

Capital Adequacy. As of December 31, 2024, the Foundation's net assets constituted 6.2% of the Foundation's total assets (less cash and investments held in trust or as custodian) determined as follows:

December 31, 2024	
Net Assets	\$ 15,281,445
Total Assets	\$ 246,347,169
Net assets as a percentage of Total Assets	6.2%

If we calculated net assets as compared to total assets, excluding investments held in trust or as custodian, our net assets would constitute 10.5% of our total assets.

Source of Funds for Payment of Accounts. The Foundation anticipates that interest payments due on the Certificates will be made from operating income, including interest received on its mortgage loan investments. Principal payments on the Certificates are expected to be made from the Foundation's assets, including cash investments and payments of principal and income received on its mortgage loan investments. Although the Foundation may use the proceeds from the sale of new Certificates for short-term operating expenses, we do not anticipate that these proceeds will be used for operating expenses or to make interest and principal payments on the Certificates.

Operating Trends. Although the Foundation has had positive earnings for four of the preceding five years, no assurances can be given that the Foundation will continue to be profitable in the future. The following table summarizes the Foundation's change in unrestricted net assets for 2020 through 2024:

<u>December 31,</u>					
	<u>2024</u>	<u>2023</u>	<u>2022</u>	<u>2021</u>	<u>2020</u>
Interest income (notes and investments)	\$7,191,119	\$6,706,785	\$4,929,873	\$ 4,903,275	\$ 5,513,344
Provision for loan losses	-	-	-	-	-
Non-interest income including contributions	\$1,427,603	\$ 1,731,473	\$ (1,543,228)	\$ 1,448,766	\$ 1,238,405
Total Unrestricted Support And Revenue	<u>\$ 9,837,231</u>	<u>\$ 8,438,258</u>	<u>\$ 3,386,645</u>	<u>\$ 6,352,041</u>	<u>\$ 6,751,749</u>

Net assets at the beginning of the period	\$14,158,541	\$12,667,471	\$14,968,681	\$ 14,694,700	\$ 13,953,263
Change in without donor restrictions net assets	\$991,672	\$ 1,270,544	\$ (2,021,951)	\$ (64,025)	\$ 685,660
Change in with donor restrictions net assets	\$131,232	\$ 220,526	\$ (279,259)	\$ 338,006	\$ 55,777
Change in net assets	\$ 1,122,904	\$ 1,491,070	\$ (2,301,210)	\$ 273,981	\$ 741,437
Net Assets at the end of the Period	<u>\$15,281,445</u>	<u>\$14,158,541</u>	<u>\$12,667,471</u>	<u>\$ 14,968,681</u>	<u>\$ 14,694,700</u>

Lending Activities

The Foundation's Development Fund has been offering, originating and funding first mortgage loans to churches and ministries affiliated with the United Methodist Church and Annual Conference since 1976. Of the 562 churches, ministries and missions that are part of, or affiliated with the Annual Conference, 157 have first mortgage loans outstanding with the Foundation or hold investment Certificates with us. The Foundation also serves churches, ministries and religious organizations whose mission compliments and supports a Wesleyan focus on abundant grace and shared commitment to make disciples of Jesus Christ for the transformation of the world. As of the date of this Supplement, 201 churches that were previously part of the Annual Conference completed disaffiliation proceedings from the United Methodist Church and Annual Conference removing those churches from a trust clause provision that required that the church's property be transferred to the United Methodist Church or the Annual Conference in the event that the church closed, dissolved, liquidated or merged with another church. Forty one of the churches in the Annual Conference that disaffiliated have first mortgage loans and/or hold Certificates with the Foundation totaling approximately \$40 million.

The Foundation continues to serve churches part of the Annual Conference, churches that joined the Global United Methodist Church and churches and ministries that share a common purpose and focus on fulfilling the Wesleyan mission. For a loan made by the Foundation to a church that has completed the disaffiliation process or for a loan we may make in the future to a church that has no official connection with the Annual Conference, or United Methodist Church, the Foundation will not be able to rely on the trust clause contained in the Book of Discipline and its working relationship with the Annual Conference in the event that a borrower encounters financial difficulties and we are forced to initiate collection efforts on the loan.

Allowance for Loan Losses

Since inception, the Foundation has never had a loss on one of the loans it has made, has never had a charge-off or initiated foreclosure proceedings against a borrower. Given the Foundation's strong historical record with the performance of these loans, the value of the collateral underlying the mortgages we hold, payment history of our borrowers and consistent application of our underwriting standards, the Foundation has never established or recorded an allowance for loan losses. Our auditors have reviewed these factors and practices and have never required that we establish an allowance for loan losses. The Foundation also has no non-performing loans in the loans it holds. We monitor industry standards, economic conditions, the risks inherent in our loan investments, the value of the collateral that supports the mortgage loans we make and payment

history of our borrowers. Based upon those factors, we may be required in the future to make adjustments in our loan allowance policy.

Loans Outstanding

As of December 31, 2024, the Foundation held \$102.47 million of outstanding loans made to its borrowers. The following table reflects appropriate loan principal maturities due on our mortgage loan investments:

<u>Year Ending December 31</u>	<u>Principal Maturity</u>
2025	\$ 3,212,011
2026	\$ 4,526,035
2027	\$ 5,025,141
2028	\$ 3,821,432
2029	\$ 5,125,016
Thereafter	\$ 80,415,711
Total	\$ 102,125,346

Interest-Only Loans

As of December 31, 2024, the Foundation has entered into sixteen interest-only loan arrangements with churches that have needed short term relief. The Foundation has permitted interest-only loans under conditions which provide for a limited interest-only period with the intent that the church return to full payments of principal and interest. In some instances, the borrower has decided to sell all or a portion of its property when working with the Foundation. The Foundation has also undertaken a credit loss valuation for these loans and has concluded that any losses on these loans would be immaterial to its financial statements as a whole. All but one of these interest-only loans are loans entered into with churches that are affiliated with and connected to the Annual Conference. In each instance, the Foundation and Annual Conference are working closely together with the church to assist the church during the interest-only period to restructure and improve its financial situation. With the support of the Annual Conference and considering the value of the property underlying and securing the loan, the Foundation believes that each of these interest-only loans should be deemed to be a performing loan.

As of December 31, 2024, borrowers with an outstanding principal balance of \$16.4 million were classified as interest-only mortgage loans, as compared to \$35.7 million at December 31, 2023. Historically, the Foundation has received full payment at maturity of the loan or upon a refinancing of the loan with another lender. The Foundation has undertaken a loss rate calculation of these “interest-only loans” to determine the amount of lost interest we have incurred on these loans. Based upon that review, we have determined that the amount of interest lost was immaterial to the results of operations or our financial condition as reported in our financial statements. See, “Note 1 Allowance for Credit Loss on Notes and Mortgage Notes Receivable “to the Foundation’s audited financial statements for the years ended December 31, 2024 and 2023.



THE FLORIDA UNITED METHODIST FOUNDATION, INC.
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Lakeland, Florida 33815
(863) 904-2970

INVESTMENT DISCLOSURE STATEMENT

The Florida United Methodist Foundation, Inc., a Florida not-for-profit corporation formed on July 19, 1966 (the “**Foundation**” or “**we**” or “**our**”), serves as the administrator for funds that have been deposited with the Foundation in accordance with participation agreements, deposit or custodial arrangements, fund and endowment agreements, donor advised gift agreements, charitable gift annuities or funds administered by the Foundation under the terms of a will, trust, custodial or gift arrangement (the “**FUMF Funds**”). We also act as a custodial agent for investments made by agencies, districts and entities affiliated with the Annual Conference of The United Methodist Church and other churches, agencies, not-for-profit entities and religious organizations whose mission compliments and supports a Wesleyan focus on abundant grace and shared commitment to making disciples of Christ for the transformation of the world (the “**Supported Ministries**”). For purposes of this Investment Disclosure Statement, we refer to the funds invested on behalf of United Methodist churches, agencies, the Annual Conference and Supported Ministries as the “**Custodial Funds**” and the term “**Funds**”, as used herein, shall include both the FUMF Funds and Custodial Funds. This Investment Disclosure Statement contains important information regarding the availability of, investment objectives, description of attendant risks associated with and terms and conditions under which the Foundation offers investment portfolios to eligible participants.

The Foundation invests all funds transferred to it to be held as a custodian, trustee, agent or investment intermediary as a single, collective investment fund. U.S. securities laws require, therefore, that the Foundation provide a disclosure statement to all agencies, churches, ministries, United Methodist Church affiliated entities, donors and persons wishing to establish a trust whereby the Foundation will serve as the trustee of such trust and invest funds held in trust for its intended beneficiaries or serve as a custodian or administrative agent for funds held for the benefit of a designated beneficiary.

A REGISTRATION STATEMENT RELATING TO THE FUMF FUNDS HAS NOT BEEN FILED WITH THE UNITED STATES SECURITIES AND EXCHANGE COMMISSION. NEITHER THE U.S. SECURITIES AND EXCHANGE COMMISSION NOR ANY STATE SECURITIES COMMISSION OR AGENCY HAS PASSED ON THE VALUE OF THE FUMF FUNDS, MADE ANY RECOMMENDATIONS AS TO PARTICIPATING IN

December 1, 2024

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THEM, APPROVED OR DISAPPROVED OF THE FUMF FUNDS, OR PASSED UPON THE ADEQUACY OR ACCURACY OF THE DISCLOSURE STATEMENT. ANY REPRESENTATION TO THE CONTRARY IS UNLAWFUL.

THE FOUNDATION DOES NOT PROVIDE INVESTMENT, FINANCIAL, TAX OR LEGAL ADVICE. EACH PROSPECTIVE PARTICIPATING INVESTOR OR CHARITABLE ORGANIZATION CONSIDERING AN INVESTMENT IN THE FUNDS SHOULD CONSULT WITH ITS OWN COUNSEL, ACCOUNTANT AND OTHER ADVISORS FOR ADVICE CONCERNING THE VARIOUS LEGAL, TAX AND ECONOMIC CONSIDERATIONS RELATING TO ITS PARTICIPATION IN THE INVESTMENT PROGRAM DESCRIBED IN THIS DISCLOSURE STATEMENT.

THE FOUNDATION DOES NOT DETERMINE OR ADVISE ON THE SUITABILITY OF INVESTMENTS FOR PARTICIPATING CHARITIES OR INVESTORS THAT MAKE AN INVESTMENT UNDER THIS DISCLOSURE STATEMENT. EACH INVESTOR MUST RELY ON THEIR OWN EXAMINATION OF THE INVESTMENT PROGRAM, INCLUDING THIS DISCLOSURE STATEMENT AND THE MERITS AND RISKS INVOLVED. EACH INVESTOR SHOULD ALSO CONSULT WITH QUALIFIED PROFESSIONALS FOR ADVICE RELATING TO THEIR PARTICIPATION IN THIS INVESTMENT PROGRAM. THE FOUNDATION WILL MAKE AVAILABLE TO ANY PARTICIPATING INVESTOR THE OPPORTUNITY TO ASK QUESTIONS OF AND TO RECEIVE ANSWERS FROM DESIGNATED REPRESENTATIVES OF THE FOUNDATION CONCERNING THIS DISCLOSURE STATEMENT. ACCORDINGLY, THIS DOCUMENT IS FOR INFORMATION PURPOSES ONLY, AND IS NOT, AND SHOULD NOT BE CONSTRUED TO BE, INVESTMENT ADVICE FOR ANY PARTICIPATING INVESTOR. NO REPRESENTATIONS OR WARRANTIES OF ANY KIND ARE INTENDED OR SHOULD BE INFERRED WITH RESPECT TO THE ECONOMIC RETURN OR THE TAX CONSEQUENCES OF AN INVESTOR'S PARTICIPATION IN THE INVESTMENT PROGRAM OFFERED UNDER THIS DISCLOSURE STATEMENT.

THE PURPOSE OF THIS DISCLOSURE STATEMENT AND THE INVESTMENT PROGRAM DESCRIBED HEREIN IS DESIGNED TO PROVIDE INFORMATION TO POTENTIAL INVESTORS ABOUT THIS INVESTMENT PROGRAM OFFERED HEREIN AND THE RISKS OF PARTICIPATING IN THIS PROGRAM AND TO ASSIST SUCH INVESTORS IN DETERMINING WHICH INVESTMENT POOLS BEST FIT THE INVESTMENT RETURN OBJECTIVES OF THE PARTICIPATING INVESTOR. IN SOME INSTANCES, AN INVESTOR MADE DECIDE THAT THEIR INVESTMENT OBJECTIVES ARE BEST SERVED BY ALLOCATING ASSETS TO MORE THAN ONE INVESTMENT POOL OFFERED HEREIN.

This Investment Disclosure Statement is intended to comply with the provisions of Section 3(a)(4) of the Securities Act, the Philanthropy Protection Act of 1995 and applicable exemptions from the Investment Advisers Act of 1940, the Investment Company Act of 1940 and Exchange Act of 1934 (“**Disclosure Statement**”). These federal and, in some instances state securities laws, require that the disclosure statement describe the material terms of the operation of the investment fund. This

Disclosure Statement is designed to give those agencies, churches, non-profit organizations, the Annual Conference of The United Methodist Church and its affiliated entities, Supported Ministries, donors and individuals who are entrusting funds to be held by the Foundation, information regarding the Funds, the FUMF Funds and terms and conditions which governs an investment made or pursuant to which the Foundation acts as a custodial investment agent. This Disclosure Statement is intended for use solely by United Methodist Churches, United Methodist related institutions, Supported Ministries, charitable organizations, endowment funds, donor advised funds, charitable trusts and funds held by the Foundation in a custodial capacity (“**Eligible Investors**”).

This Disclosure Statement does not cover all aspects of the Funds or explain the consequences of participating in the Funds as applied to a particular investor or entity placing funds with the Foundation under a custodial, trust, endowment gift, donor advised fund or other arrangement whereby the Foundation acts as a trustee or custodian of such funds. Prospective investors who wish to place funds with the Foundation to be invested in the Funds are encouraged to contact the Foundation directly to discuss the operation and management of the Funds. Investors should also consult their own legal counsel, professional advisors and accountants regarding the tax, accounting and legal consequences of transferring funds to the Foundation to be invested in the Funds on their behalf.

The Foundation is a not-for-profit organization exempt from federal and state income taxes under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the “**Code**”). The Foundation has also been classified as an entity that is not a private foundation within the meaning of Section 509(a) of the Code and qualifies as a public charity that is entitled to receive deductible charitable contributions as provided in Section 170(b)(1)(A)(vi) of the Code. The FUMF Funds offer investment and charitable giving opportunities to individuals, trusts, individual retirement accounts, custodial accounts, congregations, district agencies, entities affiliated with the Annual Conference of The United Methodist Church (the “**Annual Conference**”), Supported Ministries, and persons located outside the State of Florida that are affiliated with, are a contributor to or have an interest in supporting The United Methodist Church, its affiliated churches, ministries, institutions and Supported Ministries.

We will offer and make available the Funds pursuant to the terms of this Disclosure Statement for such period as may be authorized under permits, authorizations or notices granted under applicable securities laws. No offer may be made, however, in any state which requires that an exemption notice be issued, permit granted or other approval granted before an offer can be made. We may also supplement this Disclosure Statement from time to time to provide you with updates of material information concerning us or the Funds.

Current information regarding the Foundation may also be obtained by visiting our website at www.fumf.org or calling our office at (866) 363-9673, ext. 7000 or at (863) 904-2970, ext. 7000. We offer and make investments available in the Funds only through our officers and designated employees and there are no outside selling agents involved in this offering. The Foundation is registered with the State of Florida as an authorized issuer dealer pursuant to Chapter 517 of the Florida Statutes. Investors in the Funds will be required to meet certain eligibility criteria. See “Investment Information Summary – Eligible Investors” on page 5 of this Information Statement.

An investment in the Funds is subject to certain risks described in “Risk Factors” commencing on page 6 of this Disclosure Statement.

The Foundation is not registered with the Securities and Exchange Commission (the “**SEC**”) as an investment adviser under the Investment Advisers Act of 1940, as amended (the “**Advisers Act**”), nor as a broker or dealer under the Exchange Act of 1934, as amended (the “**Exchange Act**”), nor is the investment program or any interests offered in the Fund’s registered under any state or federal securities laws and other federal laws that may be applicable to securities, including, but not limited to the Securities Act of 1933, as amended (the “**Securities Act**”) and the Investment Company Act of 1940 (the “**Investment Company Act**”). In promoting the investment program, the Foundation is relying on an exemption from registration under the securities laws, specifically relying on Section 3(a)(4) of the Securities Act, Section 3(c)(10) of the Investment Company Act, Section 12(g)(2)(d) of the Exchange Act, Section 203(b)(4) of the Advisers Act and Florida’s securities law exemptions. Therefore, participating charitable organizations will generally not be afforded the protection of those statutes.

Except as otherwise described in this Information Statement, an Eligible Investor will not be able to transfer its investment in the Funds to another entity, fund or charitable organization but will be authorized to redeem its investment by giving the required notice more particularly described in the Section entitled “Withdrawal Procedures” on page 34 of the Disclosure Statement.

Each investment pool offered under this Disclosure Statement has a fundamental investment objective as described in the Foundation’s Investment Policy Statement. The Statement of Investment Policy cannot be changed without approval of the Foundation’s Board of Directors. The investment objectives of each pool is described in this Disclosure Statement, is consistent with the Foundation’s Investment Policy Statement, which generally seeks to achieve the highest total return over time consistent with a strategic asset mix and tolerance for risk. By investing in a variety of assets classes, styles and strategies, each pool offered under this Disclosure Statement seeks to achieve total returns which includes capital growth and income. No assurances can be given, however, that these objectives will be met.

This Disclosure Statement is provided for information purposes only and is not and should not be construed as investment advice for any Eligible Investor.

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INVESTMENT INFORMATION SUMMARY

This summary is intended only for quick reference. It is only a brief description of and guide to, and is qualified in its entirety by reference to, more complete and detailed information contained in the entire Investment Disclosure Statement, including the cover page and the exhibits, and the documents summarized or described herein. Investors should fully review the entire Investment Disclosure Statement. Availability of investments in the Funds is made to potential investors only by means of the entire Investment Disclosure Statement, including the exhibits hereto. No person is authorized to detach this summary from the Investment Disclosure Statement or otherwise to use it without the entire Investment Disclosure Statement.

The Foundation

We were formed on July 19, 1966 as an institution of the Florida Annual Conference of The United Methodist Church. On January 2, 2003, we merged with The Florida United Methodist Development Fund, Inc., a Florida not-for-profit organization, with the Foundation surviving the merger and the corporate existence of The Florida United Methodist Development Fund, Inc. terminating as of January 2, 2003. Prior to this merger, the primary business purpose of The Florida United Methodist Development Fund, Inc. was to operate and manage the Development Fund.

We are a public charity, as described in Section 501(c)(3) of the Code, organized and operated exclusively for religious, educational, benevolent and charitable purposes. No part of our net earnings inures to the benefit of any person. Our primary purpose is to accept and administer funds for religious, charitable or educational purposes that will benefit churches, agencies, district offices, the Annual Conference and other organizations affiliated with The United Methodist Church, Supported Ministries and promote Christian stewardship. Gifts of property, real or personal, can be made in trust, under the terms of a will, charitable trust instrument or deposited with us. We administer, manage, and implement the directives contained in the terms of the applicable trust instrument, investment fund agreement, deposit agreement or other instrument, which governs the funds that we administer. We also serve as trustee in the administration of charitable trusts created for the benefit of a Conference Organization, Supported Ministries and we invest funds on behalf of other qualified charitable trusts or charities the funds of which the Board of Trustees determines it will receive and administer in accordance with the Foundation's charitable and religious mission.

As of December 31, 2023, assets held by the Foundation totaled \$235.2 million. Of this amount, \$95.1 million was held in our capacity as administrator, trustee or custodian of funds we hold for the benefit of other funds, trusts, custodial accounts or gift agreements. We held \$112.5 million in mortgage loan investments made to churches and ministries affiliated with the Annual Conference, The United Methodist Church, Supported Ministries and other churches we serve.

Our membership consists of the lay and clergy members of the Annual Conference as prescribed by the Book of Discipline of The United Methodist Church. We have an equal number of lay and ecclesiastical members in the Foundation.

Our offices are located at 450 Martin Luther King, Jr. Avenue, Lakeland, FL 33815. Our telephone number is (863) 904-2970, ext. 7000 or (866) 363-9673, ext. 7000 and our website address is www.fumf.org. We are a public charity as described in Section 501(c) (3), 509(a) (1) and 170(b)(1)(A)(iv) of the Internal Revenue Code.

The Offering

We offer the FUMF Funds to Eligible Investors that wish to invest in one or more of the investment portfolios which comprise the FUMF Funds, based upon the independent review and judgment of the respective Eligible Investor. While there is no maximum amount of investment funds that may be invested pursuant to this offering, investments in our FUMF Funds or funds we hold in a custodial capacity are restricted to churches, agencies and organizations affiliated with the Annual Conference, The United Methodist Church or its affiliated entities, Supported Ministries or supporters of The United Methodist Church and its ministries, churches, ministries and religious institutions that complement a Wesleyan focus on abundant grace (the “**Offering**”). We also invest funds that we administer under a charitable trust, endowment fund, gift fund or a will in the FUMF Funds. We generally require a significant portion of the principal amount of the gift be reserved for the benefit of a United Methodist church agency, church, affiliated entity or Supported Ministry. Individual investors that intend to make a gift to the Annual Conference, district office, agencies, churches or entities affiliated with the Annual Conference, The United Methodist Church, a faith based Wesleyan ministry or institution or a Supported Ministry may purchase a charitable gift annuity.

Any investments made under this Offering will be uncertificated. No participant will receive a physical certificate of interest to evidence its investment under this Offering. The Offering is not underwritten by any underwriter and any sales of interest in the Funds under the Offering will be made solely through our officers and designated employees. None of our officers, directors or employees will receive any fee or pecuniary benefit from any investment made under this Offering, except for reasonable compensation for services actually rendered in performing his or her regular duties. Except for the management and investment advisory fees, brokerage commissions and record keeping costs described in this Disclosure Statement, no fees will be paid to any underwriter, broker or independent salesman in connection with an investment, deposit or contribution made under this Offering.

We reserve the right to terminate or limit the Offering at any time.

FUMF Funds

The Foundation offers investment portfolios to churches, endowment funds, gift and trust funds, conference agencies, United Methodist Church related institutions, Supported Ministries, and investors we serve which are described in this Disclosure Statement. These investment portfolios include a Balanced Growth Fund, Aggressive Growth Fund and Long Term Fund. The FUMF Funds also holds approximately \$1.4 million as of September 30, 2024 in a Cautious Fund, but this fund was closed to new investments effective as of June 30, 2022. We refer to the investments funds we currently offer as the “**FUMF Funds**”. These funds are briefly summarized as follows:

- the Balanced Growth Fund is designed for investors seeking a balance between income and growth;
- the Aggressive Growth Fund is designed to achieve a higher level of growth over a longer time horizon; and
- the Long Term Fund is designed to achieve a long term investment horizon.

We may make additional funds available or delete an existing fund as investment options from time to time, subject to approval of our Board of Directors and the Foundation's Investment Policy Statement, as it may be amended from time to time by the Foundation's Board of Directors. Although the FUMF Funds are similar in certain respects to registered open-end management investment companies that operate mutual funds, the Foundation and the FUMF Funds are not required to be (and are not) registered as an investment company under the Investment Company Act of 1940 and, therefore, are not subject to compliance with the requirements of such act. Interests in the FUMF Funds are not "Redeemable Securities" as defined in the Investment Company Act.

We administer funds that have been deposited with us under endowment arrangements, donor advised gift agreements, charitable trusts or gift instruments, charitable gift annuities, or a custodial or deposit arrangement. Depending on the specific terms of the custodial arrangement, some of these investments will not be made in the FUMF Funds but will be separately invested with investment managers selected by the Eligible Investor. We refer to these investments as our Custodial Funds. We also manage donor advised fund arrangements created to benefit a designated agency, church, fund or entity affiliated with the Annual Conference under a custodial fund arrangement. Since custodial funds are deemed to be held in trust and are not assets of the Foundation, the receipt of such funds and the income and expenses that are incurred by such funds are not characterized as part of our operations and, therefore, are not reflected in our statements of activities and changes in net assets that are presented in our financial statements. The FUMF Funds made available by the Foundation are held as common investment funds, thereby providing investment diversification and professional money management under the Foundation's investment policy adopted by the Foundation.

An Eligible Investor that invests in the FUMF Funds does not own shares or units of a legal entity or in the assets or investment securities held by the FUMF Funds. Rather, funds invested in the FUMF Funds are allocated a proportionate share of investment earnings, losses and expenses based upon the Eligible Investor's investment made in a specific investment portfolio made available under the FUMF Funds investment options. Each Eligible Investor is also entitled to receive a return of invested principal, which may be increased or decreased in accordance with its proportional share of investment earnings, losses and expenses.

The FUMF Funds administered by the Foundation are summarized below:

Summary of Investment Options	Investment Objective	Focus on Improvements	Risk to Principal	Primary Source of Potential Return	Volatility of Return	Withdrawal Procedures
Balanced Growth Fund	Reasonable balance between income and growth minimum time horizon of three to eight years	Eleven (11) investment managers; cash, fixed income, US equity, international equity and alternatives	Moderate risk to principal; as with all investments, there is no guarantee the fund's investment objective will be achieved and investors may lose money	Seeks a combination of current income and capital appreciation	Generally, less volatile than if fund invested exclusively in equities.	Within 45 days after making written demand
Aggressive Growth Fund	Highest performance possible over the long-term with minimal concern about short-term volatility; minimum time horizon of ten or more years	Eleven (11) investment managers; cash, fixed income, US equity, international equity, and alternatives	High risk to principal; as with all investments, there is no guarantee the fund's investment objective will be achieved and investors may lose money	Seeks high total return with income as secondary objective	Generally above average for a fund invested primarily in equities	Within 45 days after making written demand
Long Term Fund	Long term investment, for highest performance over long term with a higher tolerance for risk horizon	Nine (9) managers; fixed income, US equity, international equity and alternatives	High risk to principal; as with all investments, there is no guarantee the fund's investment objective will be achieved and investors may lose money	Seeks high total return	Above average for a fund not invested in traditional fixed income	Within 45 days after making written demand

From time to time, we also serve as a custodian for funds invested by other non-profit organizations, trusts, donor advised funds, endowment agreements, charitable gift annuities or gift funds held for the benefit of a Supported Ministry or Wesleyan faith based church, ministry or institution. Under the terms of these agreements, the Eligible Investor selects the investment manager, approves the allocation of investments selected by the investment manager and reserves the right to appoint any investment advisors for an investment made in the Custodial Funds. The Foundation selects a custodian for investments made in the Custodial Funds and maintains an account for the benefit of the investor. Monthly statements are maintained for the benefit of an investor in the Custodial Funds. The Foundation maintains separate books and records for all additions to, dispositions from, and changes in the investment assets delivered by an investor in the Custodial Funds.

Eligible Investors

Each participating organization in the FUMF Funds or in the Custodial Funds, whether acting in its own account, as a trustee or as another fiduciary must be exempt from federal taxation under Section 501(c)(3) or as a charitable organization described in paragraphs (1) through (5) of Section 170(c) of the Internal Revenue Code. Individuals may not purchase FUMF Funds or participate in the Custodial Funds. An investment in the FUMF Funds or Custodial Funds is limited to agencies, congregations, districts, district offices and agencies affiliated with the Annual Conference, The United Methodist Church, Supported Ministries, Wesleyan faith based churches, ministries, institutions, trustees and charitable beneficiaries of a charitable trust or gift arrangement. Donors that participate in our charitable gift annuity program will not be permitted to invest directly in the FUMF Funds or any collective investment that is managed by us.

Beneficial Interests in Funds

All funds invested in the Funds or Custodial Funds are administered for the benefit of one or more beneficiaries in accordance with the governing trust document, FUMF Funds Agreement and Election Form, Memorandum of Understanding, gift or endowment fund, donor advised fund agreement, custodial agreement or charitable gift annuity. The Foundation has adopted a policy which generally requires that a substitute beneficiary be named in the gift, account, fund or charitable gift annuity.

Risk Factors

Prospective investors should carefully consider the entire Disclosure Statement, which contains substantial information about the Foundation, our operations, financial condition and risk factors associated with an investment in the Funds or Custodial Funds (See pages 6-11 of the Disclosure Statement.)

Certificates of Interest

Interests in our FUMF Funds and Custodial Funds are not represented by a certificate of interest or investment certificate, but each investment represents an interest in the net assets of a collective investment fund we maintain as part of the Funds. Each investment in the FUMF Funds is made under the terms of a FUMF Funds Agreement and Election Form, as applicable.

Investments made in the Custodial Funds are made pursuant to an FUMF Funds Agreement and a separate account is established for the benefit of the Eligible Investor.

Investment Management Fees

We act as custodian, trustee or administrator of funds that are placed under our custody in order to facilitate charitable giving to churches, institutions, boards and agencies of the Annual Conference. All funds placed with us under a FUMF Funds Agreement and Election Form, Memorandum of Understanding, donor advised gift agreements, trust arrangements, charitable gift annuities, custodial or deposit arrangements are managed by registered investment adviser firms.

For investments in the FUMF Funds		
	<i>Funding Arrangement</i>	<i>Fee</i>
1.	FUMF Funds Agreement	
A.	Balanced Growth	Maximum 1.15 per annum of the fair market value of assets managed, 0.2875 quarterly
B.	Aggressive Growth	Maximum 1.15 per annum of the fair market value of assets managed, 0.2875 quarterly
C.	Long Term Fund	Maximum 1.15 per annum of the fair market value of assets managed, 0.2875 quarterly
2.	Gift Annuity	See 1.A – 1.C above, based on investments,
3.	Foundation serves as trustee of charitable trust	See 1.A – 1.C above based on investments
4.	Endowment Funds	See 1.A – 1.C above based on investments, most endowment fund invested Balanced Growth.
5.	Donor Advised Funds	See 1.A – 1.C above based on investments
6.	Charitable Trust that benefits a United Methodist Church, Supported Ministry, another charity or entity serves as trustee.	See 1.A – 1.C above, based on investments.

RISK FACTORS

The Funds are not registered mutual funds and are not FDIC insured or protected by the Securities Investor Protection Corporation.

The Funds are not registered mutual funds that have been registered with the U.S. Securities and Exchange Commission and offered by an investment company under the Investment Company Act of 1940. As a result, the FUMF Funds will not be subject to regulations imposed on a mutual fund or registered investment company under the Investment Company Act of 1940 and an investor will not be provided the same level of disclosure typically provided by a sponsor of a mutual fund with respect to investment strategies, risks, fees and expenses, performance and redemption requirements for investments made in a mutual fund. In addition, the FUMF Funds are not protected or insured by the Securities Investor Protection Corporation (“SIPC”).

An investment in the Funds is not guaranteed by the Annual Conference or any other organization affiliated with The United Methodist Church.

The Foundation is a charitable not-for-profit corporation that is separate and distinct from the Annual Conference or any Conference Organizations. The assets and liabilities of the Funds are separate and distinct from the Annual Conference or any Conference Organizations. When an

investment is made in the Funds, the investor will have no claim against the Annual Conference or any Conference Organization.

Investors in the FUMF Funds will not participate in the management of the funds.

Organizations that invest in and participate in the FUMF Funds have no voting rights and will not participate in the management of these funds. As a result, investors in the FUMF Funds will rely solely on the investment advisors selected by the Foundation for each fund it makes available to its investors. The Foundation will have broad discretion in choosing its investment managers, who may also have significant discretion in making investments for the FUMF Funds. Investments will generally consist of equity securities, bonds and other assets that may be affected by business, financial market or legal uncertainties. There can be no assurance that the Foundation, the investment consultant and portfolio investment managers retained by the investment consultant will correctly evaluate the nature and magnitude of the various factors that could affect the value of and return on investments. Prices of investments may be volatile, and a variety of factors that are inherently difficult to predict, such as domestic or international economic and political developments, may significantly affect the results of the Foundation's activities and the value of its investments. No guarantee or representation is made that the Foundation's investment objective will be achieved.

Although the FUMF Funds seek to reduce risk by providing diversified portfolios for each investment fund it offers, diversification will not eliminate all risks.

The Foundation has selected, with the assistance of its investment consultant, investment advisers for each investment fund included in the FUMF Funds and seeks to reduce investment risk by placing funds it administers in diversified securities portfolios that are structured with a specific investment strategy selected for such fund. Investing in a diversified mix of securities will not eliminate all investment risk. No assurances can be given that the FUMF Funds will be operated profitably or that an investing organization will not suffer losses. Should a significant number of investing organizations, entities and investors withdraw funds at about the same time, the FUMF Funds may have to liquidate and sell portfolio securities at a time when it would be disadvantageous to do so.

Investment interests in the Funds will fluctuate from time to time.

Participation in the Funds is subject to the same risks as an investment made in a securities portfolio consisting of a diversified group of securities investments structured with a specific investment and risk category objective. The values of an investment made in the Funds may fluctuate from time to time in response to changes in economic conditions and interest rates. The Funds will invest in managed securities portfolios, bonds, stocks, real estate, real assets and other securities that may go up and down in value. Investors may incur fluctuations in the value of their investments in the Funds resulting from declining stock or bond prices or global economic conditions.

Our FUMF Funds will provide investors with a choice to invest in three different investment portfolios.

We have relied on our investment consultants to offer high quality institutional, socially-screened and broadly diversified funds that will offer our churches and participating organizations more investment choices and greater flexibility in selecting investment vehicles that meet the unique investment and time-horizon needs of our investors. We offer three different funds under our FUMF Funds Agreement and Election Form. These include a Balanced Growth Fund, Aggressive Growth Fund and Long Term Fund. No assurances can be given that an investment in any of these funds will provide the same level of investment risk or returns or offered with the identical fee structure as those provided by our investment funds that have been previously made available to our investors.

The performance of the FUMF Funds will depend on the investment performance of the underlying funds and portfolios selected and managed by the investment advisors that provide advisory services to the FUMF Funds.

Each of the funds which comprise the FUMF Funds will be invested in mutual funds, securities and securities portfolios that are separately managed by registered investment advisors or other financial institutions providing advisory services to the FUMF Funds. Each of the underlying funds has its own investment strategies, time-horizons and tolerance for risk and the ability of each fund to meet its investment objectives will depend upon whether the underlying funds, investment portfolios and selected investments succeed in achieving their stated objectives. While the Foundation has adopted an Investment Policy which it follows in administering the investment funds held in the FUMF Funds, no assurances can be given that the selected investment advisers and performance of the funds will successfully meet the desired objectives for each fund.

Investors have limited withdrawal rights.

An investor may only affect a full or partial withdrawal from the Funds by providing advance notice or by arranging regular withdrawals in advance. The Foundation will have up to 45 days after receiving notice to honor the request. Significant withdrawals from the FUMF Funds may cause a temporary imbalance in the FUMF Funds portfolio, which may adversely affect the remaining investors. Because a portion of the FUMF Funds' portfolio may be illiquid, the FUMF Funds, in order to honor redemption requests, may be forced to sell its more liquid positions at a disadvantageous time, resulting in a greater percentage of the portfolio consisting of illiquid securities. The liquidation of positions at an inappropriate time or on unfavorable terms could have a negative impact on the value of the FUMF Funds. Withdrawals may be limited, in the Foundation's discretion, when, in the view of the Foundation, the disposal of part or all of the FUMF Funds' assets to meet withdrawal requests would not be in the best interests of the FUMF Funds. In addition, upon the retirement of an investor from the FUMF Funds, the Foundation shall have the right to retain a reasonable reserve for such investor's share of any known expenses or definite or contingent liabilities of the FUMF Funds for periods in which such investor was an investor that were not previously taken into account in the former investor's separate ledger account.

There is no trust indenture agreement.

An investment made in the Funds will not be made pursuant to a trust agreement or trust indenture. No independent trustee has been appointed to represent the interests of investors that invest funds with the Funds. If the Foundation breaches its obligations under the Funds Agreement or terms of this Disclosure Statement, an investor must seek remedies or damages against us and will have no direct recourse against the Annual Conference or any other entity or agency of The United Methodist Church.

Valuation of the Foundation's assets and liabilities will be based upon reports furnished by third party managers.

The Foundation calculates the value of the securities and other investments held by in the Funds, as well as its liabilities, based on the periodic reports received by the Funds from third-party portfolio managers. There is no guarantee that such value will represent the value that will be realized upon an immediate disposition of the investment. As a result, a participant withdrawing from the Funds prior to realization of such an investment may not participate in gains or losses therefrom.

The Funds are unsecured and are not federally insured deposits.

When a participating organization invests in the Funds, the investment will represent an unsecured and uninsured obligation of the Foundation, payable exclusively from the assets of the Funds in which the accounts are invested. No assets of the Foundation have been or will be pledged as security for repayment of amounts invested. No sinking fund has been established for repayment of the funds invested in the Funds. The Funds are not insured by the Federal Deposit Insurance Corporation or any other governmental agency.

There is no public market for the Funds.

The Funds are not tradeable securities that can be transferred and sold in a public trading market. Transfer of Funds is subject to restrictions under applicable state and federal securities laws. Withdrawals or redemptions of an investment in the Funds may be made by furnishing written notice to the Foundation subject to the terms and conditions described in this Disclosure Statement.

Emergency market conditions may cause us to temporarily suspend the right to withdraw funds from a participant account.

In unusual circumstances when financial markets face uncertainty and conditions could adversely affect the interests of investors in our Funds, we reserve the right to pay part or all of requested redemption proceeds in marketable securities instead of cash or temporarily suspend the right to withdraw funds from an investor's account. In the event emergency conditions exist that may prevent us from disposing of our investments or fairly determine their value, or when withdrawal of funds or disposition of securities would be in violation of law, impractical or prejudicial to the

investors in our pooled invested funds, we may temporarily suspend honoring redemption requests in order to protect the interests of investors in the Funds.

The Foundation generally exercises good faith efforts to follow the United Methodist Church's Guidelines on Environmental, Social and Governance investing when selecting investment portfolios for the FUMF Funds.

We follow the environmental, social and governance objectives of The United Methodist Church in making investments from the FUMF Funds and rely upon qualified fund managers to make investment decisions on behalf of our pooled investment funds. There is a risk that the financial interests of participants may diverge or differ from the interests in following our Environmental, Social and Governance investment objectives.

We rely on investment consultants to assist us in selecting investment advisers and making investment decisions on behalf of the FUMF Funds.

We have engaged CapTrust Financial Partners, LLC, a Raleigh, North Carolina investment advisor ("CapTrust") to serve as the investment consultant that will advise us on the selection of investments and portfolio managers and provide performance analyses of our pooled investment funds. CapTrust has no discretionary authority to make investment decisions on behalf of the FUMF Funds. We have relied upon and will continue to engage independent investment consultants to assist us in administering the FUMF Funds and make investment decisions on behalf of our pooled investment funds. No guarantees can be given that the advice and/or recommendations of the investment consultant will prove to be correct or suitable for the FUMF Funds or that any portfolio manager recommended by the consultant will perform as expected.

We rely on our investment advisors and independent portfolio managers to value the assets and securities invested in the Funds.

Our investments made in the Funds are valued based upon reports and statements we receive from the independent investment advisers and portfolio managers we utilize. There are no guarantees that such values will be realized upon an immediate disposition of an investment made in the Funds.

The FUMF Funds depend upon an independent custodian to hold assets invested in our pooled investment funds and handle transactions made on its behalf.

We currently maintain a custody account with First State Trust to assist us in handling investments and trades made in the FUMF Funds. Although our investment consultant assists us in providing oversight of these tasks, there is no guarantee that First State Trust or any other custodian we may use from time to time will not become bankrupt or insolvent. While both the U.S. Bankruptcy Code and the U.S. Securities Investor Protection Act of 1970 seek to protect customer property in the event of a bankruptcy, insolvency, failure or liquidation of a broker-dealer, there is no certainty that, in the event of a failure of a broker-dealer that has custody of the FUMF Funds these funds would not incur losses due to its assets being unavailable for a period of time, the ultimate receipt of less than full recovery of its assets or both.

There is uncertainty facing United Methodist Churches with the disaffiliation process completed by many Florida churches that were formerly in a connectional relationship with the Annual Conference and The United Methodist Church.

In 2023, 175 churches in the Annual Conference (out of a total of 562) completed the disaffiliation process approved under applicable procedures adopted and implemented by the Annual Conference under the Book of Discipline. The Foundation's management team and staff have monitored the development and completion of the disaffiliation actions undertaken by churches choosing to disaffiliate and have diligently worked with the Annual Conference to ensure that the process was completed in a Christ honoring way for the churches that chose this path. The Foundation has made loans to disaffiliating churches to assist them meet their financial obligations when undertaking the disaffiliation process. We intend to continue to serve United Methodist churches that remained in a connectional relationship with the Annual Conference as well as churches that have joined the Global Methodist Church or have chosen to become independent churches that seek to be aligned with and support the Wesleyan Mission. The Foundation will continue to review the impact, if any, that revisions to the Book of Discipline of The United Methodist Church and disaffiliation of local churches from The United Methodist Church will have on the Foundation. The Foundation's policies permit us to accept investments from eligible investors who are members of the reorganized denominations and church congregations that may choose to disaffiliate as well as churches that have completed the disaffiliation process. We will also continue to offer market, market and promote the FUMF Funds to churches, members and supporters of churches that remain in a connectional relationship with the United Methodist Church. In addition, the Foundation's policies permit it to offer, service and manage loans made to churches which no longer have a connectional relationship with The United Methodist Church as a result of their disaffiliation.

As of the date of the Disclosure Statement, we believe there has been minimal impact on the Foundation due to any decision or non-decision by the churches we serve whether to disaffiliate from the United Methodist Church. The Foundation will continue to serve and make available the FUMF Funds to Eligible Investors in accordance with the policies and guidelines set forth in this Disclosure Statement.

HISTORY AND OPERATIONS

The Foundation was formed on July 19, 1966 for the purpose of serving the Annual Conference, foster charitable giving initiatives for churches and agencies of the Annual Conference and their members. In 1976, the Foundation formed a wholly- owned entity, The Florida United Methodist Development Fund, Inc., to serve as a financing entity for new construction, remodeling, renovation or purchase of church building and other projects to benefit Conference Organizations.

On January 2, 2003, we merged The Florida United Development Fund, Inc. with and into the Foundation, with the Foundation serving as the surviving not-for-profit corporation. We are an IRS recognized public charity that has been organized and operates exclusively for religious, educational, charitable and benevolent purposes under Section 501 (c)(3) of the Internal Revenue Code. We are a legal entity separate from the Annual Conference. Our offices are located at 450

Martin L. King, Jr. Avenue, Lakeland, Florida 33815 and we can be reached at (863) 904-2970 or (866) 363-9673, ext. 7000. Our website is www.fumf.org. The Foundation is organized as a membership entity and has an equal number of lay and clergy members of the Annual Conference as prescribed by the Discipline of The United Methodist Church. Management of the Foundation is vested in a Board of Directors that are elected by our members.

In addition to operating the Development Fund, the Foundation manages funds that have been deposited with us and are invested pursuant to Collective Fund Agreements, deposit or custodial agreements, investment management agreements, endowment agreements, donor advised gift agreements, charitable gift annuities, charitable remainder trusts, charitable trusts or funds administered under a will, trust, gift or custodial arrangement. As of December 31, 2023, we held \$95.1 million in custodial trust funds payable including \$55.7 million pursuant to FUMF agreements, \$34 million in charitable trust funds, \$3 million in charitable gift annuities, \$535.5 thousand in donor advised funds, \$42.4 thousand in managed trust arrangements, and \$2 million in endowment funds. As of December 1, 2024, we employed a total of 12 full time employees.

Relationship with The United Methodist Church.

Our membership consists of an equal number of lay and clergy members of the Annual Conference. A majority of the members of the Board of Directors of the Foundation must be members of The United Methodist Church. Director nominees selected for election to the Board of the Foundation are presented as a slate of nominees and then submitted for approval by the members of the Annual Conference.

The United Methodist Church is organized under a connectional structure that involves a group of conferences that can be set up as regional conferences, districts, national or international organizations but connected through a common religious heritage that generally is known as "Methodism." While The United Methodist Church is not a distinct legal entity, it operates under a Constitution and holds a General Conference once every four years. The General Conference is comprised of approximately 1,000 members, one-half of whom are lay members and one half clergy. Each delegate to the General Conference is elected at an annual conference. Under the Book of Discipline, the General Conference has full authority over all matters relating to the connectional structure of The United Methodist Church. The Foundation has a close connection to the Annual Conference. The Resident Bishop of the Conference, the Director of Connectional and Justice Ministries and Treasurer of the Conference serve as non-voting, ex-officio members of the Foundation's Board of Directors. The Foundation shares an office condominium with the Annual Conference and from time to time has entered into agreements with, made gifts and contributions to and supports ministries and programs of the Annual Conference.

THE FUMF FUNDS

General

We are authorized to serve as trustee in the administration of charitable trusts that have been created for the benefit of an entity affiliated with the Annual Conference, and we may invest funds that have been placed with us to be administered under the terms of an endowment fund, charitable

trust, a will or trust agreement. When we serve as trustee of a charitable trust established to benefit a church, mission or agency affiliated with The United Methodist Church or Annual Conference, or church ministry, agency or institution we support, we provide investment administration related services, record keeping, reporting, accounting, tax preparation services and distribute income payments to the income beneficiaries of the trust. In our capacity as trustee of such charitable funds or custodian of assets placed under our care, we invest all of such trust or gift fund assets in the FUMF Funds.

We also act as custodian of funds that have been transferred to us to fund endowments, donor advised agreements, investment management agreements, charitable trusts or long-term gifts. Under a Donor Advised Fund Agreement, the donor contributes property to us to be administered in accordance with the non-binding grant recommendations of the donor and our Policies for the Creation and Operation of Donor Advised Funds. Any assets that are contributed to us become a component fund of the Foundation and the assets are commingled for investment purposes and invested in the FUMF Funds. We are entitled to convert or sell any assets that have been gifted to us and invest such assets as part of the FUMF Funds.

Due to restrictions imposed under federal and state securities laws, any investments made in the FUMF Funds generally must be limited to the participating organization's general endowment fund or other assets over which the organization has immediate, sole and exclusive use, benefit and enjoyment. No assets of a revocable trust or assets attributable to a retirement plan providing for employer contributions or variable benefits may be invested in the FUMF Funds.

Investments made by churches, agencies, districts, Supported Ministries and affiliated entities of the Annual Conference or The United Methodist Church in the FUMF Funds generally consist of the following types of assets:

- assets held by a charity as part of an endowment, gift fund or other fund;
- assets held in a charitable trust, charitable remainder unitrust, annuity trust or any other trust in which the remainder is irrevocably dedicated to a public charity described in Section 501(c)(3) of the Internal Revenue Code;
- assets contributed in exchange for charitable gift annuities meeting the requirements of Section 501(m)(5) of the Internal Revenue Code;
- assets held by a pooled income fund or collective trust consisting of contributions received from donors that are commingled for investment purposes and otherwise comply with Section 642(c)(5) of the Internal Revenue Code; or
- reserve funds, operating funds, building funds and donor advised funds administered by the Foundation, the Annual Conference, Conference Organization, a Supported Ministry or Wesleyan faith based ministry, church or institution.

Individual donors cannot directly invest in the FUMF Funds under a FUMF Funds Agreement and Election Form. For churches, agencies and entities affiliated with the Annual Conference, The

United Methodist Church, Supported Ministries or a Wesleyan faith based ministry, church or institution, these organizations are entitled to invest their endowment or other long-term assets in our FUMF Funds. Eligible Investors may also invest in our Custodial Funds.

History of the FUMF Funds

Our FUMF Funds are a series of separate portfolios that are administered by us, each with a specific investment objective. Commencing July 1, 2014, the FUMF Funds began offering a portfolio of investment offerings to the churches, endowment funds, gift and trust funds, conference agencies and United Methodist Church related institutions and investors we serve. The FUMF Funds made available a Cautious Fund that was designed to provide regular income payments for investors needing liquidity; an Income with Growth Fund that sought to combine income, inflation protection and liquidity; a Balanced Growth Fund designed for investors seeking a balance between income and growth; Growth Fund which sought to provide investors with long-term growth and some protection of income to stabilize the portfolio in the event of an equity downturn; and an Aggressive Growth Fund which was designed to achieve a higher level of growth over a longer time horizon.

Effective as of October 1, 2017, the Foundation reduced the number of investment options offered under its FUMF Funds to three investment portfolios. We continued to offer the Cautious Fund and Balanced Growth Fund that were previously included in our investment portfolios. We merged the Growth and Aggressive Growth portfolios previously offered into a single Aggressive Growth Fund. Finally, we eliminated the Income with Growth Fund that was previously offered.

Effective as of July 1, 2021, the Foundation added a Long Term Fund and discontinued offering the Cautious Fund to new investments. We continue to offer the Balanced Growth Fund and Aggressive Growth Fund that were previously in our investment portfolios.

We may make additional funds available as investment options from time to time, subject to approval of our Board of Directors and Investment Policy Statement. Although the FUMF Funds are similar in certain respects to registered open-end management investment companies that operate mutual funds, the Foundation and the FUMF Funds are not required to be (and are not) registered as an investment company under the Investment Company Act of 1940 and, therefore, are not subject to compliance with the requirements of such act. The Balanced Growth Fund, Aggressive Growth Fund and Long Term Fund are collectively referred to in this Investment Disclosure Statement as the “FUMF Funds”.

The FUMF Funds are not offered by a registered investment company under the Investment Company Act and, therefore, are not subject to the requirements of such act. The assets invested in the FUMF Funds are not insured by the Federal Deposit Insurance Corporation or any governmental agency. There are no voting rights connected with any investment made in the FUMF Funds.

Withdrawal Rights

Investments made in the FUMF Funds are not redeemable securities within the meaning of the Investment Company Act. Each investor in the FUMF Funds is entitled, however, to exercise rights that are substantially similar to the rights of holders of redeemable securities issued by a mutual fund. Investments in the FUMF Funds may be withdrawn after written notice (subject to applicable restrictions under the terms of the FUMF Funds Agreement entered into by and between us and each investor) has been furnished to us for cash equal to the value of the investor's interest in the FUMF Funds. The Foundation will have up to forty-five (45) days after receipt of such notice to honor a withdrawal request.

FUMF Funds Valuation

When an investor allocates funds to one or more of the funds offered in connection with the FUMF Funds, the ledger account of the investor is credited with the aggregate value of assets contributed to the specific component fund selected by the investor under our FUMF Funds investment options. We will, on a monthly basis, value the net assets of the component fund selected from the investment funds offered under FUMF Funds investment options, including additional contributions and withdrawals made from the component fund to determine the current value of the investment made in that particular fund. If, for example, an investor designates that 100% of its investments be made in the Balanced Growth Fund, the investor's ledger account will reflect, on a monthly basis, the valuation of the net assets of the Balanced Growth Fund after subtracting any liabilities and expenses of the fund, taking into account any additional contributions and withdrawals made from the investor's ledger account. Each investor will hold a fractional, participating share of all the investments made by the FUMF Funds on behalf of the investing organization in that particular fund. Earnings on the investor's ledger account is allocated to the accounts on a monthly basis. Distributions are made to beneficiaries in accordance with the governing gift, trust, investment management or custodial investment agreement.

The investor's account in the FUMF Funds will be unsecured and uninsured and payable from the funds in which the accounts are invested. No Foundation assets have been or will be pledged as security or otherwise available for repayment of investor accounts. Fractional, participating shares of the investments made in a particular fund do not have voting, preference, conversion, exchange or preemptive rights. These investment interests in the FUMF Funds may not be transferred, assigned or pledged as collateral. The Foundation makes available on a monthly basis, an account statement in the name of the investing organization.

DESCRIPTION OF THE FUMF FUNDS

BALANCED GROWTH FUND

Principal Investment Strategies

The Balanced Growth Fund is designed for a short to medium term investment horizon or investors with a moderate tolerance to risk. The fund aims for a reasonable balance between income and

growth. The portfolio is screened to be consistent with the values of the United Methodist Church. The current long-term allocation is 40% fixed income and 60% equities/alternatives. Currently there are 11 different investment managers that utilize a mix of passive and active strategies.

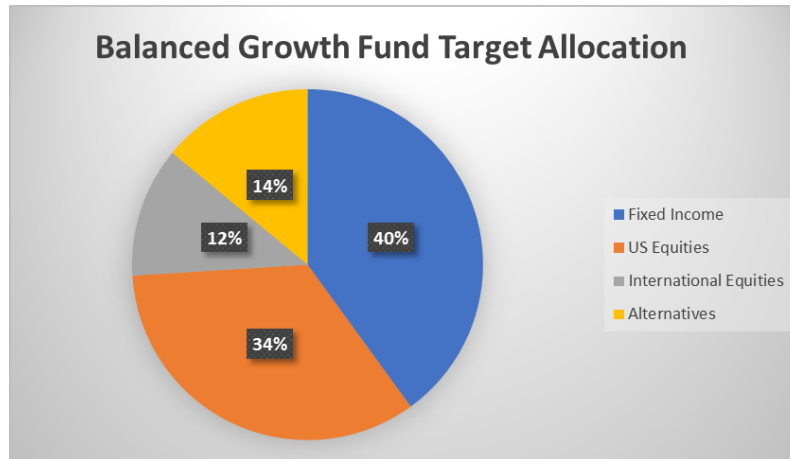
Investment Guidelines and Restrictions

We will follow The United Methodist Church's guidelines on environmental, social and governance investing in making all investment decisions that relate to the Balanced Growth Fund.

We direct the allocation of the Balanced Growth Fund's assets between domestic and international equity securities consistent with the Balanced Growth Fund's strategy. Contributions and transfers to, and withdrawals from, the Balanced Growth Fund are allocated so that the percentage of cash, fixed income, common stocks will be as close to approximately 0% cash, 40% fixed income, 46% common stocks and 14% alternatives as may be practical taking into account the level of contributions and withdrawals from the Balanced Growth Fund. We may change the allocation within the Balanced Growth Fund, as well as the allocation of any contributions and withdrawals made from the Balanced Growth Fund, from time to time at our sole discretion.

The chart and graph below list the distribution of assets by type and fund manager for the Balanced Growth Fund through September 30, 2024.

Strategy	% of Assets
Boyd Watterson Interediate Fixed Income	20%
Breckinridge Limited Duration	20%
Fixed Income	40%
RhumbLine Russell 1000 Growth	6%
RhumbLine Russell 1000 Value	6%
RhumbLine S&P 500	13%
RhumbLine S&P 1000	9%
US Equities	34%
RhumbLine MSCI EAFE	8%
WCCM Focused Int'l Growth	4%
International Equities	12%
Lazard Global Listed Infrastructure	4%
Nuveen Real Asset Income	4%
PAX Global Environmental Markets	6%
Alternatives	14%
Total Portfolio	100%



We reserve the right to change investment managers or mutual funds from time to time and percentages without notice in accordance with the Foundation's investment policy.

Investment Advisors

We have retained Breckinridge Capital Advisors, Boyd Watterson, RhumbLine, WCM, Lazard, Nuveen and PAX Global to serve as investment managers and arrange for the execution of purchases and sales of securities on behalf of the Balanced Growth Fund. The investment managers will not have physical possession of any of the assets held in the Balanced Growth Fund. The investment managers maintain records of all investments managed by us in the Balanced Growth Fund and are obligated to furnish quarterly statements showing the composition and market value of the fund, transactions for the period, including contributions and withdrawals and the monthly unit value for any investments made in the Balanced Growth Fund.

Valuation of Investment

When an investor allocates assets to the Balanced Growth Fund, the ledger account of the investor is credited with the aggregate value of assets contributed to the Balanced Growth Fund. We will, on a monthly basis, value the net assets of the Balanced Growth Fund, including additional contributions and withdrawals made from the Fund to determine the current value of an investment in the Balanced Growth Fund Performance Information.

The following performance shows the variability of the historical and actual returns of the Balanced Growth Fund which is one of the funds offered under the FUMF Funds investment options. We launched the FUMF Funds as an investment option in July 2014. The chart below shows results for the year to date as of September 30, 2024, for the years 2018-2023 and from inception on August 1, 2014.

Key Metrics							
Annualized Return (Since Inception)	5.12%					# of Strategies	11
Risk (Annualized Standard Deviation)	9.14%					# of Asset Classes	4
Model Portfolio Calendar Year Returns vs. Benchmark (as of 9/30/2024)							
	YTD	2023	2022	2021	2020	2019	2018
Fund	11.60%	13.44%	-13.01%	13.88%	7.99%	16.70%	-6.84%
Benchmark	11.14%	12.79%	-9.98%	12.80%	9.18%	17.12%	-5.38%
Model Portfolio Annualized Returns vs. Benchmark (as of 9/30/2024)							
	YTD	1 YEAR	3 YEAR	5 YEAR	Inception	Inception Date	
Fund	11.60%	21.16%	4.81%	7.22%	5.12%	08/31/2014	
Benchmark	11.14%	18.73%	5.36%	7.68%	5.50%		

AGGRESSIVE GROWTH FUND

Principal Investment Strategies

The Aggressive Growth Fund is designed for a medium to long term investment horizon or investors with a higher tolerance to risk. The fund aims for highest performance possible over the long term. The current long-term allocation is 20% fixed income and 80% equities/alternatives. Currently there are 11 different investment managers that utilize a mix of passive and active strategies.

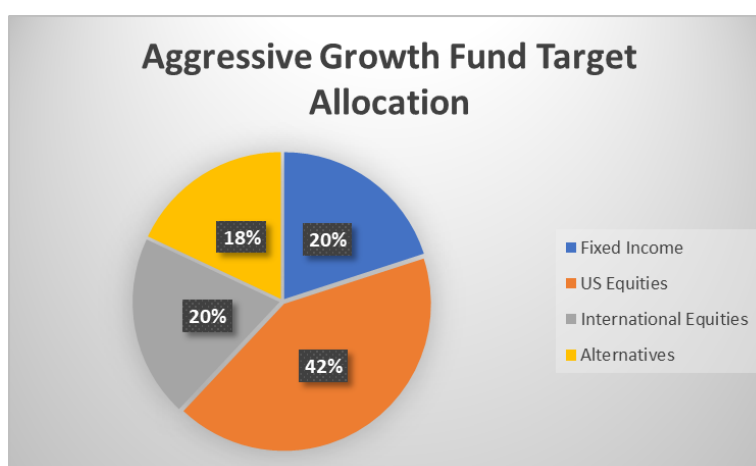
Investment Guidelines and Restrictions

We will follow The United Methodist Church's guidelines on environmental, social and governance investing in making all investment decisions that relate to the Aggressive Growth Fund.

We direct the allocation of the Aggressive Growth Fund's assets between domestic and international equity securities consistent with the Aggressive Growth Fund's strategy. Contributions and transfers to, and withdrawals from, the Aggressive Growth Fund are allocated so that the percentage of fixed income and common stocks will be as close to approximately 20% fixed income, 62% common stocks and 18% alternatives as may be practical taking into account the level of contributions and withdrawals from the Aggressive Growth Fund. We may change the allocation within the Aggressive Growth Fund, as well as the allocation of any contributions and withdrawals made from the Aggressive Growth Fund, from time to time at our sole discretion.

The chart and graph below list the distribution of assets by type and fund manager for the Aggressive Growth Fund through September 30, 2024:

Strategy	% of Assets
Boyd Watterson Intermediate Fixed Income	10%
Breckinridge Limited Duration	10%
Fixed Income	20%
RhumbLine Russell 1000 Growth	7%
RhumbLine Russell 1000 Value	7%
RhumbLine S&P 500	16%
RhumbLine S&P 1000	12%
US Equities	42%
RhumbLine MSCI EAFE	12%
WCCM Focused Int'l Growth	8%
International Equities	20%
Lazard Global Listed Infrastructure	6%
Nuveen Real Asset Income	6%
PAX Global Environmental Markets	6%
Alternatives	18%
Total Portfolio	100%



We reserve the right to change investment managers or mutual funds from time to time and percentages without notice in accordance with the Foundation's investment policy.

Investment Advisors

We have retained Breckinridge Capital Advisors, Boyd Watterson, RhumbLine, WCM, IMPAX Asset management, Lazard, Nuveen and PAX Global to serve as investment managers and arrange for the execution of purchases and sales of securities on behalf of the Aggressive Growth Fund. The investment managers will not have physical possession of any of the assets held in the Aggressive Growth Fund. The investment managers maintain records of all investments managed by us in the Aggressive Growth Fund and are obligated to furnish quarterly statements showing the composition and market value of the fund, transactions for the period, including contributions

and withdrawals and the monthly unit value for any investments made in the Aggressive Growth Fund.

Valuation of Investment

When an investor allocates assets to the Aggressive Growth Fund, the ledger account of the investor is credited with the aggregate value of assets contributed to the Aggressive Growth Fund. We will, on a monthly basis, value the net assets of the Aggressive Growth Fund, including additional contributions and withdrawals made from the Fund to determine the current value of the investment in the Aggressive Growth Fund.

Performance Information

The following performance shows the variability of the historical and actual returns of the Aggressive Growth Fund which is one of the funds offered under the FUMF Funds investment options. We launched the FUMF Funds as an investment option in July 2014. The chart below shows results for the year to date as of September 30, 2024 and for the years 2018-2023 and from inception on August 1, 2014.

Key Metrics							
Annualized Return (Since Inception)	6.12%					# of Strategies	11
Risk (Annualized Standard Deviation)	12.36%					# of Asset Classes	4
Model Portfolio Calendar Year Returns vs. Benchmark (as of 9/30/2024)							
	YTD 2023		2022	2021	2020	2019	2018
Fund	13.78%	16.11%	-14.60%	18.44%	8.94%	21.02%	-9.63%
Benchmark	13.25%	15.23%	-11.46%	18.17%	10.17%	21.70%	-8.24%
Model Portfolio Annualized Returns vs. Benchmark (as of 9/30/2024)							
	YTD	1 YEAR	3 YEAR	5 YEAR	Inception		Inception Date
Fund	13.78%	25.29%	6.15%	9.12%	6.12%		08/31/2014
Benchmark	13.25%	22.17%	6.57%	9.88%	6.76%		

LONG TERM FUND

Principal Investment Strategies

The Long-Term Fund is designed for a long term investment horizon for investors with a high tolerance to risk. The fund aims for highest performance possible over the long term. The portfolio is screened to be consistent with the values of the United Methodist Church. The current long-term allocation is 100% equities/alternatives. Currently there are 9 different investment managers that utilize a mix of passive and active strategies.

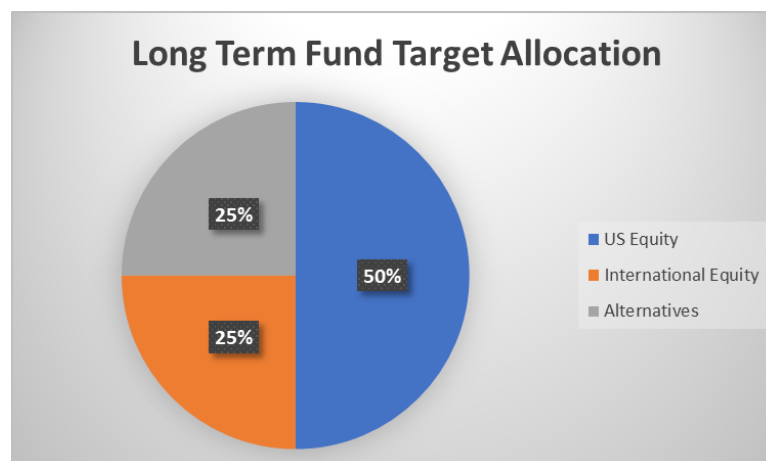
Investment Guidelines and Restrictions

We will follow The United Methodist Church's guidelines on environmental, social and governance investing in making all investment decisions that relate to the Long Term Fund.

We direct the allocation of the Long Term Fund's assets between domestic and international equity securities consistent with the Long Term Fund's strategy. Contributions and transfers to, and withdrawals from, the Long Term Fund are allocated so that the percentage of assets will be as close to approximately 75% common stocks and 25% alternatives as may be practical taking into account the level of contributions and withdrawals from the Long Term Fund. We may change the allocation within the Long Term Fund, as well as the allocation of any contributions and withdrawals made from the Long Term Fund, from time to time at our sole discretion.

The chart and graph below list the distribution of assets by type and fund manager for the Long Term Fund through September 30, 2024:

Strategy	% of Assets
RhumbLine Russell 1000 Growth	9%
RhumbLine Russell 1000 Value	9%
RhumbLine S&P 500	17%
RhumbLine S&P 1000	15%
US Equities	50%
RhumbLine MSCI EAFE	13%
WCCM Focused Int'l Growth	12%
International Equities	25%
Lazard Global Listed Infrastructure	8%
Nuveen Real Asset Income	7%
PAX Global Environmental Markets	10%
Alternatives	25%
Total Portfolio	100%



We reserve the right to change investment managers or mutual funds from time to time and percentages without notice in accordance with the Foundation's investment policy.

Investment Managers

We have retained RhumbLine, WCM, IMPAX Asset Management, Lazard, Nuveen and PAX Global to serve as investment managers and arrange for the execution of purchases and sales of securities on behalf of the Long-Term Fund. The investment managers will not have physical possession of any of the assets held in the Long-Term Fund. The investment managers maintain records of all investments managed by us in the Long-Term Fund and are obligated to furnish quarterly statements showing the composition and market value of the fund, transactions for the period, including contributions and withdrawals and the monthly unit value for any investments made in the Long-Term Fund.

Valuation of Investment

When an investor allocates assets to the Long-Term Fund, the ledger account of the investor is credited with the aggregate value of assets contributed to the Long-Term Fund. We will, on a monthly basis, value the net assets of the Long Term Fund, including additional contributions and withdrawals made from the Fund to determine the current value of the investment in the Long Term Fund.

Performance Information

The Long Term Fund was initiated on June 30th, 2021 and has limited historical performance. The chart below shows results for the year to date as of September 30, 2024 and for the years 2021-2023.

Key Metrics							
Annualized Return (Since Inception)	6.66%					# of Strategies	7
Risk (Annualized Standard Deviation)	12.02%					# of Asset Classes	3
Model Portfolio Calendar Year Returns vs. Benchmark (as of 9/30/2024)							
	YTD	2023	2022	2021	2020	2019	2018
Fund	16.37%	18.77%	-17.08%	N/A	N/A	N/A	N/A
Benchmark	15.06%	17.28%	-12.47%	N/A	N/A	N/A	N/A
Model Portfolio Annualized Returns vs. Benchmark (as of 9/30/2024)							
	YTD	1 YEAR	3 YEAR	5 YEAR	Inception	Inception Date	
Fund	16.37%	29.57%	7.33%	N/A	6.66%		08/31/2014
Benchmark	15.06%	25.03%	7.72%	N/A	6.88%		

INVESTMENT ADVISORS

All funds placed with us under a FUMF Funds Agreement, New Funds Election For, Investment Management Agreement, donor advised gift agreement, trust arrangements, charitable gift annuities, custodial or deposit arrangements are managed by registered investment adviser firms.

On January 7, 2021, the Foundation appointed CapTrust Financial Partners, LLC as its investment consultant for the FUMF Funds. CapTrust is a Raleigh, North Carolina investment adviser registered with the U.S. Securities and Exchange Commission under the Investment Advisers Act of 1940. CapTrust serves more than 2,700 clients and with assets under advisement exceeding \$375 billion. Under its Consulting Agreement, CapTrust will assist the Foundation prepare an investment policy statement, prepare liquidity and cash flow analyses of the foundation's operations and its FUMF Funds, assist in the selection and engagement of investment advisers for the funds included in the FUMF Funds, provide asset allocation reviews of the FUMF Funds and undertake a quarterly performance analysis of the FUMF Funds.

CapTrust is assisting the Foundation to continue with its three funds that comprise the FUMF Funds and will help it identify the investment strategies and objectives of the FUMF Funds. While CapTrust is assisting the Foundation with this effort, CapTrust does not have discretionary authority to make investments on behalf of the FUMF Funds. In addition to providing periodic portfolio performance reports for each of the FUMF Funds to the Board of Directors, CapTrust monitors the performance of the mutual funds and other securities in which the FUMF Funds are invested and makes recommendations for investment changes. CapTrust also prepares special reports, including asset allocation and risk assessment reports at the request of the Investment Committee and the Board of Directors.

Additional information with respect to the FUMF Funds, including investment advisers, separately management portfolios, and fees is available to participating organizations and investors upon request.

We retain the services of investment advisors to advise us with respect to our investment responsibility regarding the management of the FUMF Funds. Each investment advisor recommends investments and reinvestments of the assets allocated to us in accordance with investment policies of the respective funds that are included in the FUMF Funds. We exercise discretion with respect to the selection and retention of our investment advisors and may remove an investment advisor at any time. Performance of each professional investment manager is monitored by our Board of Directors. Our Board of Directors has appointed an Investment Committee that formulates and implements a continuous investment program for the FUMF Funds' investment objectives, policies and restrictions and monitors the investment performance and objectives of the investment advisor on a quarterly basis. Based upon the results of this evaluation, the Investment Committee recommends to the Board of Directors whether we should renew our contract with each investment advisor.

The current investment advisors for the FUMF Funds are as follows:

Breckenridge Capital Advisors

Breckenridge Capital Advisors is a Boston, Massachusetts based investment management firm with \$51 billion in assets under management. We use Breckenridge to assist us in our investments for the Aggressive Growth Fund and Balanced Growth Fund.

Boyd Watterson

Boyd Watterson Asset Management, LLC (“Boyd Watterson”) is an SEC-registered investment advisory firm with \$14.5 billion of assets under management. For over 80 years, Boyd Watterson has successfully managed a broad range of fixed income and equity strategies for institutions and individuals alike. Boyd Watterson’s fixed income philosophy is centered on our belief that over time, active management can consistently generate excess returns and enhance risk-reward tradeoffs. The firm believes this is best achieved by taking a more strategic view of macroeconomic and market factors and coupling them with a value-driven decision-making process and the rigorous application of risk-management controls.

RhumbLine Advisers

Founded in 1990, RhumbLine Advisers (“RLA”) is a Boston-based investment firm specializing in managing index-based strategies for institutional investors. RLA’s strategies include pure index tracking, as well as a broad array of enhanced, alternative and customized products designed to meet its clients' needs. As of March 31, 2021, RLA manages more than \$86 billion in equity and fixed income assets for 284 clients in 38 states.

WCM Investment Management

WCM Investment Management (“WCM”) is a global growth equity specialist that provides investment management services for a diverse client base, including corporations, public and private funds, Taft-Hartley plans, and foundations and endowments. The firm’s goal is to generate long-term, sustainable excess returns for clients through a culture of innovation, close alignment of employee incentives, and a flat power structure that fosters meritocracy and debate. Believing attractive returns can only be achieved by structuring portfolios distinct from the market indices, WCM’s portfolios are focused on the firm’s actively managed investment strategies.

Impax Asset Management

Impax Asset Management LLC, adviser to the Pax World Funds, is the North American division of Impax Asset Management Group, a specialist asset manager with approximately \$34 billion in both listed and private market strategies that focuses on the risks and opportunities arising from the transition to a more sustainable global economy. Impax believes that capital markets will be shaped profoundly by global sustainability challenges and that these trends will drive growth for well-positioned companies and create risks for those unable or unwilling to adapt. The firm offers a suite of sustainable investment solutions across multiple asset classes, all of which seek to catalyze the transition to a more sustainable economy. Impax Asset Management LLC, formerly

Pax World Management, helped create an industry when it launched the first sustainable mutual fund in the United States in 1971

Lazard Asset Management

Lazard Asset Management, a registered investment advisor under the Investment Advisors Act of 1940. Lazard Asset Management (LAM) was hired in July 2010 to manage the emerging markets equity allocation of the Foundation's investment portfolio. LAM is 100% owned by Lazard Freres & Co LLC. LAM manages several investment mandates for institutional and private client investors, with total firm assets under management of approximately \$194 billion. Lazard Freres & Co LLC is a publicly traded company (Ticker: "LAZ").

Nuveen

Nuveen is a global investment manager with \$1.2 trillion of assets under management. Nuveen offers a comprehensive range of outcome-focused investment solutions designed to help secure the financial goals of our clients. Nuveen capabilities include generating income for retirement, real assets, alternatives and responsible investing. Nuveen combines the scale of a large firm with the expertise of investment affiliates, each with an independent process and culture. These affiliates possess deep expertise across a comprehensive range of traditional and alternative investments, provided through a wide array of vehicles and customized strategies.

Investment Advisor Fee

To the extent we engage an investment advisor to assist us in managing assets that have been contributed to the Foundation, any investment management fees we pay to professional advisors is paid out of the fees we assess on any investment funds placed in our custody as an administrative and servicing fee. Any fees that are paid to an investment advisor are based upon the value of assets that are allocated to each investment advisor. From time to time, we may also incur fees assessed by our investment consultants or advisors for services rendered to the fund for transaction fees, performance analysis, consulting services and other expenses incurred in administering our FUMF Funds. Historically, these fees have been allocated quarterly on a pro rata basis to investors in the Funds.

Administrative Fees for FUMF Funds

FUMF Funds offer a portfolio consisting of a broader range of investment products that offer churches, endowment funds, charitable trusts, gift funds, custodial and deposit account investors a broader range of investment products to better suit their individual needs and circumstances. To better serve the participants in these funds, we will assess a general administrative and servicing fee for each portfolio fund that comprise the FUMF Funds, including investment consulting and performance fees charged by our investment consultants, investment management fees assessed by investment advisers, operating expenses for accounting, legal and professional fees, commissions paid by the Foundation for trades, record keeping services and fees assessed for performance analyses and benchmark reviews. This all-inclusive administrative fee will be charged directly to and paid out of the assets of each respective common investment fund that we refer to as the FUMF Funds. The all-inclusive administrative fee for each component fund of the FUMF Funds is as follows:

Name of Fund	Fee
Balanced Growth	1.15% per annum of the fair market value of assets managed, 0.2875 quarterly
Aggressive Growth	1.15% per annum of the fair market value of assets managed, 0.2875 quarterly
Long Term	1.15% per annum of the fair market value of assets managed, 0.2875 quarterly

In summary, to the extent the Foundation engages an investment adviser to assist us in managing assets held for investment in the FUMF Funds, investment management fees we pay to professional advisors will be paid out of the general administration fee we assess on each investment fund. Any fees that are paid to an investment advisor are based upon the value of assets that are allocated to each investment advisor. From time to time, we may also incur fees assessed by our investment consultants or advisors for services rendered to the FUMF Funds. We reserve the right to allocate such fees, on a quarterly basis, to any trading transactions conducted on behalf of the FUMF Funds.

Investment Services Provider

The Foundation has retained First State Trust Company to provide custodial and administration services associated with the operation of the FUMF Funds. First State Trust Company is a Delaware based financial services provider. First State Trust provides record keeping, processing of contribution and withdrawal transactions, valuing the FUMF Funds, account statement preparation and handling of investment related services on behalf of the FUMF Funds. First State Trust has appointed Citibank, a national banking association, to serve as the sub-custodian for the FUMF Funds. Since the investment consultant and management fees covers any securities trades made on behalf of the funds, no commissions are charged to the FUMF Funds for trades made through First State Trust.

MANAGEMENT

Directors and Executive Officers

Our Articles of Incorporation vest management authority of the Foundation with our directors. Our Articles of Incorporation provide that the number of directors shall be no less than 15 and no more than 25 directors. Our Articles of Incorporation provide that a majority of the members of the Board of Directors must be members of The United Methodist Church, except for ex-officio, non-voting members, who must be citizens of the United States and residents of the state of Florida. The members of the Board of Directors are divided into three classes consisting of a number of members as equal as possible, with the members of each class holding office for a term of three years. Unless otherwise amended by the Foundation's Bylaws, the Foundation's Nominating Committee nominates individuals to fill director seats for a class of directors whose terms will end to serve on the Foundation Board of Directors, to be elected at the annual meeting of the Foundation's members. As set forth in the Foundation's Bylaws, the members of the Foundation consist of the lay and clergy members of the Florida Conference. No member of the Board may serve more than nine consecutive years. Currently, there are 19 members on our Board of Directors, plus nine ex-officio, nonvoting directors. The ex-officio members of the Board include the bishop of the Florida Conference and the annual conference treasurer and director of Connectional Ministries. The Foundation's officers also serve as ex-officio members of the Board of Directors, but have no voting privileges.

Directors

The directors for the Foundation are as follows:

Rev. Dr. Robert S. Bledsoe. The Rev. Dr. Bledsoe is an Elder in the Florida Conference and serves as the senior pastor at Trinity United Methodist Church in Bradenton. Previously, he served as the associate pastor at Cypress Lake United Methodist Church in Fort Myers. He is a graduate of Florida Southern College and a double Duke Divinity School graduate. He is passionate about the local church's work and the foundation and how the two can work together to ensure a brighter and better future for all. He joined the Foundation board in 2018, and his term ends in 2027.

Dr. Amanda Blount. Dr. Blount is the Director of Seminole Clubs at the Florida State University Alumni Association in Tallahassee, where she supports nationwide volunteers in creating regional engagement opportunities for FSU alumni and friends. Before joining FSU, Dr. Blount served students at Florida Southern College in Lakeland. She is a member of Trinity United Methodist Church in Tallahassee. She has a long history of service within the United Methodist Church, including roles on the Florida Conference Board of Higher Education and Campus Ministries and various leadership positions at First United Methodist Church of Lakeland. In addition to her church involvement, Dr. Blount has a strong legacy of service to nonprofit organizations such as Kappa Delta, The Junior Leagues of Greater Lakeland and Nashville, Camp Fire Sunshine Central Florida, and Big Brothers Big Sisters. She joined the Board of Directors in July of 2024, and her term ends in 2033.

Kim Clarke. Ms. Clarke has been a certified public accountant for more than 30 years. Raised and educated in Alabama, Ms. Clarke moved to Florida to begin her career with Price Waterhouse. She

later served as the accountant in her family's Tampa business. A member of Hyde Park United Methodist Church, she has served on the finance, endowment, and staff parish relations committees and taught elementary Sunday School. She joined the Foundation board in 2021, and her term ends in 2030.

C. Ronald Coleman, Jr. Mr. Coleman is a retired naval aviator, serving 23 years in the U. S. Navy. Mr. Coleman is currently the CEO of Baronco Management Consultants, a human resource consulting firm. Mr. Coleman is a member at Calvary Methodist Church in Orange Park, where he serves in numerous roles, including chairman of the staff parish relations committee. Mr. Coleman is passionate about volunteering in the community. He has served as Board Chairperson of the Clay County Development Authority, Clay County Chamber of Commerce, Orange Park Medical Center and the Metropolitan YMCA of Florida's First Coast. He joined the Foundation board in 2020 and his term ends in 2029.

Bruce Ford. Mr. Ford is a registered architect with the State of Florida, has NCARB certifications, and is a member of the American Institute of Architects. He is vice president of WHA Design, an architecture company in the Miami area. He has a Master of Arts in architecture from the University of Florida and a Bachelor of Design in Architectural Studies from Florida International University. Bruce and his family are members of Cornerstone United Methodist Church in Cutler Bay, where he has served as chairperson of the trustees for several years and a member of the finance and staff parish relations committees. Bruce currently serves as a member on the Florida Conference Board of Trustees. He has also served as a member of Miami's Bicentennial Park Museum master planning board, the Branches Florida City planning board, and the redevelopment board for Miami's Virginia Key. Mr. Ford joined the Foundation board in 2018, and his term ends in 2027.

William A. Frye Jr. Mr. Frye is currently employed with the Florida Sheriffs Youth Ranches, Inc. as the President/CEO. His employment at the Youth Ranches has spanned over 39 years beginning as a Family Social Worker moving on to Camp Director, Director of Camping Services, Vice President, Executive Vice President, and President. He is a published writer, national presenter, and a children's legislative advocate at both state and national levels. He has served as a guest lecturer at various colleges and universities within and outside of Florida. Over his lengthy career, he has led workshops and trained thousands of individuals within multiple agencies across the nation. Mr. Frye has held various leadership roles while serving on the boards of local, state, and national associations. He has received multiple awards including Administrator of the Year from the Florida Coalition for Children in 1997, Distinguished Service Award from the American Camping Association Southeastern Regions in 2013 and the Lifetime Achievement Award from the national association Coalition of Residential Excellence in 2023. He currently worships at the Boys Ranch Chapel in Live Oak Florida. He looks forward to joining the United Methodist Church in Burnsville North Carolina upon his retirement later in 2025. He joined the Foundation board in 2017 and his term ends in 2026.

Larry J. Hannah. Mr. Hannah is a retired Caterpillar dealer from Indianapolis, Indiana. Previously, he was chairman and president of several commercial banks in Indiana and Geneva, Switzerland. After retiring, he began working in private equity financing and investing throughout the United States, and he is currently active in the oil and gas exploration and development industry in Texas. Mr. Hannah spends much of his time leading nonprofit

organizations on Gasparilla Island and assisting with fundraising initiatives, including a \$1.7 million restoration of the Gasparilla Island Light, a private aid to navigation at Boca Grande. Before starting his career, he earned a bachelor's degree in accounting and finance from Indiana University in Bloomington, Indiana. Mr. Hannah subsequently taught commercial banking at New Jersey's Rutgers University and the University of Oklahoma in Norman, Oklahoma. Mr. Hannah is a member at Boca Grande Lighthouse United Methodist Church. He joined the Foundation board in 2017, and his term ends in 2026.

Jerry Haralson. Mr. Haralson is president of The Haralson Group, established in 2005 after his retirement from a 35-year career in the YMCA movement. The Haralson Group assists YMCAs and other nonprofit organizations with strategic planning and fundraising. Mr. Haralson's academic credentials include a bachelor's degree in religion and philosophy in 1968 from Florida Southern College in Lakeland and a Master of Divinity in 1971 from Southern Methodist University's Perkins School of Theology in Dallas, Texas. Prior to the establishment of The Haralson Group, he served for 12 years as president/CEO of the YMCA of Greater Cincinnati. In that position, he was accountable for a 27-unit association serving a six-county, three-state area adjoining metropolitan Cincinnati, Ohio. Prior to his position in Cincinnati, Mr. Haralson served for 11 years as president/CEO of the Central Florida YMCA in Orlando. Mr. Haralson began his YMCA career in the Dallas Metropolitan YMCA, starting as a program director and eventually serving as vice president of operations. Both fundraising and strategic planning have long been subjects of particular interest him. Mr. Haralson's leadership in his YMCA career inspired his staff members to implement successful fundraising campaigns. The Haralson Group has had numerous client contracts focused on all areas of fundraising issues. As a principal of The Haralson Group, Mr. Haralson has conducted numerous strategic planning projects for clients that include YMCAs with as many as 18 and as few as four branches. Some of these projects have included volunteer and staff retreats to develop and prioritize ideas for future direction. Clients also have included a church, youth ministry institute and a small food pantry. Mr. Haralson is a sought-after motivational speaker and seminar leader in the area of fundraising, endowment, and strategic planning. He is a member of NAYDO and has led numerous workshops on fundraising and strategic development plans. Because of his experience as CEO of one of the largest YMCAs in the country, he relates well to CEOs, key volunteers and all levels of YMCA fundraising professionals. Mr. Haralson joined the Foundation board in 2020, and his term ends in 2029.

Emma Harmon. Ms. Harmon is a Music Educator for Orange County Public Schools at West Creek Elementary School in Orlando. She has served on multiple executive boards at Florida State University, where she received a bachelor's degree in music education. Before joining the Foundation's Board, Ms. Harmon was honored to be named one of the Foundation's Sinclair scholars throughout her college experience. She is a member of the National Association for Music Education, Florida Music Education Association, Pi Kappa Lambda Music Honorary, and the Florida State Alumni Association. She is a member of Peace United Methodist Church in Orlando and leads worship as part of the Praise Team. She joined the Foundation board in 2020, and her term ends in 2029.

Joseph Hurt. Mr. Hurt has had a career in legal education that spans over 44 years, including deanships at three law schools and teaching appointments at six schools. In 2021, he retired from the faculty at Florida A&M University College of Law in Orlando. Prior to his position at FAMU,

he served as dean at Mississippi College, Florida Coastal School of Law and Barry University. Between his deanships at Mississippi College and Florida Coastal, he was Deputy Consultant on Legal Education to the American Bar Association, in the office that oversees the accreditation of American law schools. In the fall 2024, he will be a Visiting Professor at Elon University School of Law in Greensboro, North Carolina. Mr. Hurt joined the Foundation board in 2019, and his term ends in 2028.

Phyllis A. Klock. Ms. Klock is a retired president and chief operating officer of CompBenefits Corporation, a dental and vision benefits company that serves 5 million members in the U.S. South and Midwest and grew to more than \$350 million in revenues by the time of its sale to Humana in 2006. A charter member of the board of trustees of the University of Central Florida (UCF), Ms. Klock served the university in this capacity from 2001 to 2012 and was named Trustee Emerita in 2012. In 2014, she was honored with a Doctor of Commercial Sciences. She continues her involvement with UCF as a member of the boards of UCF Academic Health Inc. and UCF Athletics Association and as an Emeritus Director of the UCF Foundation board of directors. She is also past president of UCF's Town & Gown Council and past chair of the Central Florida Wesley Foundation. Ms. Klock also serves as director and vice chair with the Bridgewater State University Foundation, Chair of the Staff-Parish Relations Committee at Asbury United Methodist Church, and a member of the Florida Conference Higher Education and Campus Ministry. She recently served on the Realignment Task Force for the Florida United Methodist Church. Ms. Klock received a Bachelor of Science degree from Bridgewater State University in Bridgewater, Massachusetts, and pursued graduate studies at the University of Illinois and Virginia Tech. Prior to joining CompBenefits, she coordinated business graduate programs at UCF and Texas Tech University and held various positions in insurance company administration. Her professional designations include Fellow of the Life Management Institute. Ms. Klock joined the Foundation board in July 2016, and her term ends in 2025.

Rev. Dr. Sheryl Marks-Williams. Rev. Dr. Marks-Williams is currently serving as a Chaplain in the Baptist Health South Florida Hospital System at Boca Raton Regional Hospital. She previously served in congregations within the Florida Conference, where she was ordained as an elder in 2008. She earned a bachelor's degree in physical therapy from Howard University, an MDiv from Asbury Theological Seminary in Orlando, and a PhD in Intercultural Studies from Asbury Theological Seminary in Wilmore, KY. Rev. Dr. Marks-Williams served the Florida Conference on the Committee for Equitable Compensation, the Beloved Community task team on Anti-Racism, and the Committee for Clergy Effectiveness. She remains involved with local congregations in their efforts to connect with and serve within their local communities. Rev. Dr. Marks-Williams joined the Foundation board in 2021 and is currently serving as Secretary. Her term ends in 2030.

Rev. Richard Nussel. Rev. Nussel is a retired clergy in the Florida Annual Conference. He has served as pastor at Ruskin United Methodist Church since 2011-2022. Previously, he served Lake Magdalene United Methodist Church in Tampa, First United Methodist Church in Bradenton, First United Methodist Church in Starke, Riverside United Methodist Church in Miami, and Heritage United Methodist Church in Clearwater. Rev. Nussel was ordained an elder in full connection in 1988. He earned a bachelor's degree from the University of Florida in Gainesville and a Master of Divinity from Oral Roberts University School of Theology in Tulsa, Oklahoma. He has also studied for his DMin. at Asbury Theological Seminary, based in Orlando and Wilmore, Kentucky. Rev.

Nussel served previously on the Foundation's board from 2001 - 2010, on the Florida Conference committee on finance and administration for eight years, as past president of the Starke Rotary Club, and on the city of Miami's affirmative action committee. He is a Paul Harris Fellow and was honored as the Bradford County Citizen of the Year. Rev. Nussel's current Foundation board membership began in 2018, and his term ends in 2027.

James Previte. Mr. Previte is a CPA at Hamic, Previte, & Sturwold, P.A. in Lakeland, where he serves as the managing partner. With over 15 years of experience in tax compliance and advisory services, Previte holds certifications in Financial Forensics (CFF), as a Personal Financial Specialist (PFS), and in Business Valuation (ABV) by the American Institute of Certified Public Accountants. He is a member of the First United Methodist Church of Lakeland, where he has taken on various leadership roles, including serving on the Lay Leadership Academy, Outreach Funding Committee, Church Council, Endowment Committee, and currently chairs the Finance Committee. He is the Treasurer for multiple nonprofit organizations in Lakeland, including the Alliance for Independence, Lakeland PigFest, Inc., and the George Jenkins Hockey Club. He previously served as the Treasurer of READ Lakeland, Inc. and is a member of the Board of Directors for the Givewell Community Foundation and the Lakeland Chamber of Commerce. He joined the Foundation board in 2024, and his term ends in 2033.

Ben Simmons. Mr. Simmons is a retired certified public accountant and former partner with Deloitte & Touche, one of the "Big Four" CPA firms that provides attest, tax, consulting, and financial advisory services. He served as an audit partner in charge of the Nebraska and Iowa practices and as an audit and general services partner specializing in banking and financial instruments. Mr. Simmons joined the Foundation board in 2018, and his term ends in 2027.

Rev. Cesar Villafaña. A native of Puerto Rico, Rev. Villafaña studied police science and psychology at the University of Puerto Rico before joining the Puerto Rico Police Department, where he eventually became a detective. After being called to serve as a missionary, he and his family relocated to Venezuela. Rev. Villafaña later joined the U.S. Department of Justice, serving until 2010 as an Intelligence Operations Officer conducting criminal investigations and intelligence operations in a variety of countries. During his time with the Department, he heard the call to pastoral ministry and began serving as lay pastor at Leisure City United Methodist Church and later at Florida City United Methodist Church, now known as Branches. In 2005, he was appointed local pastor to Wesley and Wesley Hispanic United Methodist churches in Coral Gables, leading the two to merge and form Wesley Hispanic United Methodist Church in 2006, the first bilingual church in the Miami area. Rev. Villafaña continues to serve as its pastor. He has also served as district disaster coordinator, president of the Hispanic Assembly, and an active member of the Order of Saint Luke, as well as on a variety of Florida Conference committees. He joined the Foundation board in 2018, and his term ends in 2027.

Rev. Dr. Dennis Vlassis. Rev. Vlassis is a retired executive director of the Community Christian Counseling Center, a ministry of Trinity United Methodist Church in Palm Beach Gardens. Previously, he was president and chief operating officer at Gulf Stream Builders Supply, a 55-year-old, family-owned building material supply business located in Riviera Beach. Rev. Vlassis is an ordained Southern Baptist minister and formerly served as a chaplain in various hospital settings, where he conducted clinical training programs for seminary students of various denominations. He

resides in Daytona Beach. He served previously on the Foundation's board. His current board term began in 2018 and ends in 2027.

Executive Officers

Our executive officers are as follows:

Rev. Edward New. Rev. New is the President & Chief Executive Officer of the Florida United Methodist Foundation. Before joining the foundation staff in July 2022, New served as Associate Head of School for Institutional Advancement at All Saints Academy in Winter Haven. He was ordained an elder in full connection in the North Carolina Conference in 2009 and served churches there before becoming associate pastor at First United Methodist Church in Lakeland in 2013. In addition to earning a Master of Divinity at Duke University in Durham, North Carolina, New earned a Master of Business Administration at Southeastern University in Lakeland. He also earned a bachelor's degree in corporate communications and a minor in business administration from Elon University in Elon, North Carolina. Rev. New is married to Rev. Judi New, the Florida Conference Archivist; they have three children and reside in Lakeland, Florida.

Margaret G. Cox. Currently, the Treasurer of the Foundation and a 25-year employee, Ms. Cox will assume the position of Chief Financial Officer starting July 1, 2024. She joined the Foundation staff in July of 1998. Ms. Cox has held a variety of accounting positions throughout her career, including working in public accounting. She earned a bachelor's degree in accounting in 1994, a Master of Accounting in 2009 from Florida based Nova Southeastern University and passed the Florida CPA exam in 2010. Ms. Cox was awarded a Not-for-Profit Certificate II from the AICPA in 2018. Ms. Cox earned a Graduate Certificate in Accounting Analytics in 2022 from Nova Southeastern University.

Andrew Craske. Mr. Craske joined the Foundation staff in October 2011 and is vice president of loans and investments. Previously, Mr. Craske worked for 10 years as a vice president in commercial banking with Branch Bank & Trust Company (BB&T) in St. Petersburg and for five years with SouthTrust Bank, Tampa Bay Affiliate. Mr. Craske began his banking career with Barnett Bank, completing management training and serving in Pinellas County. Mr. Craske earned bachelor's degrees in finance and economics from Florida State University in Tallahassee and an MBA from the University of South Florida in Gainesville. Mr. Craske served on the Foundation's board in various leadership roles for more than eight years before resigning in 2011 to join the staff. Mr. Craske is a member at Anona United Methodist Church in Largo.

Elena Nicholas. Ms. Nicholas is the Director of Development at the Florida United Methodist Foundation. Before joining the foundation staff on April 1, 2024, she served as Director of Finance and Administration at First Presbyterian Church of Lakeland for over fourteen years. Nicholas earned a master's in business administration from the University of Chicago and a bachelor's in business administration from the University of Wisconsin—Madison. Nicholas is from Wisconsin and has been married to her husband, Nick, for 33 years. Their two daughters, Sophia and Mary Grace, are enrolled at UCF.

Nonvoting, Ex-Officio Directors

Bishop Tom Berlin. Bishop Berlin is a native of Winchester, Virginia. His faith in Christ was formed at Braddock Street UMC in Winchester, in a family that remains active in The United Methodist Church today in the communities in which they live. He received a call to ordained ministry while serving as a summer counselor at the Tennessee Outreach Project (Mountain TOP), a mission camp in Ozone, Tennessee. He attended Virginia Tech and received a BS in business with a major in public administration. He received his Master of Divinity from the Candler School of Theology at Emory University. Bishop Berlin was ordained an elder in 1990. At the beginning of his ministry, Berlin served the Brucetown-Welltown UMC Charge and Toms Brook UMC. He served churches of all sizes in the Virginia Conference, including 25 years as the Lead Pastor of Floris UMC, a multi-site, multi-staff congregation near the nation's capital. Tom has experienced the power of our global connection through Floris's partnership with the Sierra Leone Conference of The United Methodist Church, helping to create and support the Child Reintegration Centre and Mercy Hospital. He is a speaker and author of books that focus on the Christian life and stewardship and has co-authored books on church leadership. He was elected as a Bishop of The United Methodist Church on November 2, 2022, by the Southeastern Jurisdiction and was assigned to serve the Florida Episcopal Area beginning January 1, 2023. The bishop has chaired the Board of Governors at Wesley Theological Seminary, led delegations to General Conference, and served on the Commission on a Way Forward and the team that created the Protocol of Grace and Reconciliation through Separation. Tom is married to Karen, and they have four daughters. These five women have enabled him to grow in sanctification and see people and life in ways he would have missed without them. He enjoys spending time with family and friends, woodworking, and hiking.

Craig Smelser. Mr. Smelser has served as Treasurer/Director of Administrative Services of The Florida Conference of the United Methodist Church since 2021 overseeing all financial aspects of the Florida Conference as well as administrative functions including Human Resources and Benefits, Facilities Management, Information Technology and Risk Management. Prior to his role as Treasurer, Craig came to the Florida Conference initially in 2008, serving as Controller for 12 years. Receiving his bachelor's in accounting from Harding University and Master of Accountancy from Florida Southern College, this education combined with his experience working under the last two Conference treasurers has given him the insight to support the vision of the United Methodist Church. His wife of 37 years, Belinda Smelser, has taught for 33 years. Together, they have two grown sons, Nick and Chris, and one grandchild, Kailee.

TRANSACTIONS WITH AFFILIATES

Except for reimbursement for ordinary business expenses, we do not have any agreements with or loans to our officers or directors. Any future transactions that we enter into with an affiliate or related party will be on terms no less favorable to us than could be obtained from an unaffiliated third party. A conflict of interest policy is reviewed and affirmed by the Board of Directors and staff on an annual basis.

INVESTMENT RECORDS

Gift Annuity Agreement

Each donor that enters into a gift annuity agreement with us will receive an executed copy of a gift annuity agreement confirming that we have agreed to make a fixed payment for the life of the designated beneficiary. When assets are transferred to us to fund a charitable gift annuity, we are required to establish and maintain assets under Florida law equal to the sum of reserves on its outstanding annuity agreements, together with a 10% surplus of such reserves calculated under Section 627.481, Florida Statutes, and segregate these assets as a separate and distinct fund that is independent of all our other funds and assets. Although income payments are made periodically to the designated income beneficiary and records maintained for each charitable gift annuity agreement, no periodic statement of account is sent to the donor or income beneficiary of the charitable gift annuity.

FUMF Funds

Interests in the FUMF Funds are not represented by certificated units, but are represented by a separate ledger account we maintain for each participant. Each participant will receive a quarterly statement of account showing the account balance at the beginning of the period, transactions for the reporting period, and the balance at the end of the reporting period. The value of each investment made in the specific investment fund is the value of all assets of the fund, less all liabilities, divided by the number of outstanding interests held in the specific investment fund.

Each participant in the FUMF Funds is given the opportunity to receive quarterly or annual income payments from the funds. The participant may also choose to reinvest any earnings generated from its account. Net income of the FUMF Funds generally means those receipts that are classified as income in accordance with fiduciary accounting principles, less administrative expenses.

For purposes of determining the respective interests in the FUMF Funds attributable to each contribution, the funds are divided into units. All units are of equal value and each represents a proportionate undivided interest in the funds as a whole. We revalue each unit as of the last business day of each month by dividing the net fair market value of the entire FUMF Funds by the total number of units outstanding on that date. Income which is accrued but undistributed as of any valuation date is not considered part of the funds for purposes of its valuation.

Each month we calculate a Monthly Unit Value (“MUV”) by determining the net asset value of the FUMF Funds as of the last business day of the current month and dividing it by the number of units that are outstanding on the first day of the current month. To calculate the MUV of the FUMF Funds for the last business day of the current month, the assets of each component fund in the FUMF Funds are valued and totaled as of the last business day of the current month with liabilities subtracted and any current month’s additions and withdrawals from the FUMF Funds excluded. Any securities held in each component fund in the FUMF Funds are valued at their current market value as determined by the closing prices listed on any national securities exchange markets or, if such quotations are not readily available, such other methods as our Board of Directors believes accurately reflect the market value of such securities. To the extent that a participant’s investment

account is invested in a mutual fund or open-ended investment fund, valuation will be based upon the reported closing net asset value per share of the fund.

Each contribution of property to the FUMF Funds is allocated a number of units determined by dividing the net fair market value of the property contributed by the value of a unit in the FUMF Funds in the month the contribution is received. Once determined, the number of units assigned to a participation interest does not change but the value of a unit changes as the value of the FUMF Funds' assets increase or decrease. Additional contributions will, of course, result in the issuance of an additional number of units determined in the same manner as described above. In the event that a participant seeks to withdraw funds from the FUMF Funds, the amount of such withdrawal is calculated by determining the number of units to be redeemed and multiplying this number by the MUV determined as of the last business day of the withdrawal month.

WITHDRAWAL PROCEDURES

Withdrawals from Charitable Gift Annuity

Because the transfer of assets to the Foundation under a charitable gift annuity is an irrevocable decision to make a gift to a Conference Organization that may generate a charitable tax deduction, no withdrawals are permitted under a Gift Annuity Agreement.

Withdrawals from Charitable Gifts

When a donor establishes a Donor Advised Fund Agreement or Endowment Fund, the donor makes an irrevocable decision to make a gift to a church, agency or charitable entity affiliated with the Annual Conference or The United Methodist Church by utilizing the Foundation as the agent for facilitating the charitable gift. As a consequence, no withdrawals may be made after an endowment gift has been established, charitable trust created or donor advised fund arrangement entered into. When a grantor funds a revocable trust and requests that we manage the investment of such trust assets, the grantor may not revoke the trust unless we determine that such act complies with the provisions of the PPA.

Withdrawals from FUMF Funds

Participants in the FUMF Funds may withdraw all or a portion of their assets in their account by delivering written notice us. The participant may terminate the FUMF Funds agreement for any reason by giving at least forty-five days advance written notice. Upon termination, all assets that we manage will be delivered to the participant. No redemption fees or sales charges will be assessed on a withdrawal request. The valuation of the participant's investment account in the FUMF Funds is based upon the MUV for the last business day of the month in which we receive notice of a withdrawal request. Participants earn income and receive dividends paid on any funds held by us through the date of redemption. The Foundation reserves the right at any time to temporarily suspend the right to withdraw funds from participant's investment account when, in the opinion of the Foundation, (i) a financial emergency exists and the Foundation is unable to dispose of its investments in the FUMF Funds or fairly determine their value; or (ii) the withdrawal

of funds or disposition of assets would be in violation of law, impractical or prejudicial to the investments made by participants in the FUMF Funds. Under unusual circumstances which may necessitate taking action to protect the interests of the remaining investing organizations, the Foundation reserves the right to pay part or all of the redemption period in marketable securities instead of cash.

Requests for Withdrawals

In order for a withdrawal request to be processed, the participant must deliver written instructions on a withdrawal form, properly executed by an authorized signator, and include the name of the fund or account, account number and dollar amount that is to be redeemed. Payment will be authorized if the withdrawal form is properly signed by the authorized individual(s). No signature need be guaranteed.

As instructed by the individual or entity that is named in the FUMF Funds Agreement, the distribution will be:

- a. electronically transferred to the account named by the investor; or
- b. a check will be sent to the address that we have on record unless other written instructions have been furnished.

Written confirmation will be sent to the address on record for all electronic transfers or by way of email. We do not assess a processing fee for the reasonable handling of any withdrawal request. There will be a charge for wires as well as costs to send overnight a check via an overnight delivery service.

A participant may withdraw all or part of his, her or its investment account with us by mail, by sending a written request for redemption to The Florida United Methodist Foundation, Inc., 450 Martin L. King Jr. Avenue, Lakeland, Florida 33815, fax (863) 904-0169 or email foundation@fumf.org.

TRANSFERS

Federal and state securities laws govern the transfer of an investment interest in the FUMF Funds. Except as otherwise provided in this Information Statement, an interest in the Collective Accounts is not transferable. The Foundation will recognize a transfer of a FUMF Funds account upon receipt of proper authorization, including evidence of authority and written assignments. Transfer of an interest held in the FUMF Funds will be permitted if:

- (i) the transfer is authorized pursuant to the provisions of the Florida Uniform Prudent Management of Institutional Funds Act, Section 617.2104, Florida Statutes;
- (ii) the holder or owner of the interest is discontinued, liquidated and/or ceases to exist; provided, however that the interest is distributed and transferred in accordance with the provisions

set forth in The Book of Discipline of The United Methodist Church and the entity receiving the investment account is a United Methodist agency, or a charitable agency or religious entity affiliated with The United Methodist Church;

(iii) a merger of two or more United Methodist churches, agencies, religious organizations or charities affiliated with The United Methodist Church; provided, however, that the merger is carried out in accordance with The Book of Discipline of the United Methodist Church; or

(iv) the merger of a United Methodist church with a church of another denomination or affiliation; provided, however, that the procedures of The Book of Discipline of The United Methodist Church is followed and the surviving church has an affiliation with the United Methodist Church.

INVESTMENT PROCEDURES

For investments made in the FUMF Funds by a church, agency, district office or charitable organization affiliated with the Annual Conference, The United Methodist Church or a Supported Ministry, the investor must submit an executed FUMF Funds Agreement and must allocate the amount invested among the Balanced Growth Fund, Aggressive Growth Fund and Long Term Fund. We require a minimum investment of \$5,000.

For donors that wish to participate in our Gift Annuity program, a Gift Annuity Agreement must be entered into with us. For churches or organizations requesting that we manage any funds set aside in an endowment or gift fund, we require that an FUMF Funds Agreement be entered into before we will be able to take custody of any assets. When we agree to accept funds that are managed under a charitable trust or other trust arrangement, we must receive an executed copy of the trust instrument and an instruction letter before we can accept custody of any trust assets. For individuals that desire to establish a donor advised gift arrangement, a Donor Advised Fund Agreement must be executed and delivered to us. Interests in the FUMF Funds are uncertificated but are represented by a separate ledger account that will be maintained by us for each participant. Copies of the FUMF Funds Agreement, Gift Annuity Agreement, and Donor Advised Fund Agreement are available for review and are included in the Exhibits to this Investment Disclosure Statement.

Each Participant will be responsible for allocating the investment funds that have been deposited with us among the investment options that are provided in the Investment Disclosure Statement.

MINIMUM AMOUNTS

We require that a minimum investment be made in order to participate in one of the following programs:

	Type of Arrangement	Minimum Amount	Assets Contributed	Additional Investments
1	FUMF Funds Agreement	\$5,000; sub-accounts in increments of \$1,000	Cash, marketable securities	Yes, \$250 minimum
2	Gift Annuities	\$5,000	Cash, marketable securities, approved real estate	Yes; minimum additional amount is
3	Trust	\$50,000 for a charitable remainder trust or revocable trust	Cash, securities traded on NYSE or American Stock Exchange, approved closely held securities	Real estate if conditions met; tangible personal property with fair market
4	Endowment Fund	\$100,000	Same type of assets described in Section 3 above	Same type of assets described in Section 3
5	Donor Advised Fund	\$2,500	Cash, public and privately traded securities, approved real estate	Yes; \$1,000 minimum

There is no minimum amount for reinvestment of dividends and distributions paid on any investments made in the FUMF Funds.

Payment may be made by wire transfer or check. All checks should be made payable to The Florida United Methodist Foundation in U.S. dollars. Participants who wish to transfer funds by wire transfer should provide wire notification to us at least two business days before funds are wired. The participant should also provide to us the Federal Reserve Bank wire tracing identification number by facsimile sent at the time the wire is sent. All investments made will be confirmed in writing. We may also accept, subject to certain conditions imposed by us for each investment option made under this Investment Disclosure Statement, marketable securities and in limited instances when a donor advised fund is set-up, equity securities of closely held companies and real estate. Any securities accepted will be valued as of the date that we receive such securities and corresponding documentation necessary to transfer the securities to us. We reserve the right to value contributions of non-publicly traded securities, in our sole discretion.

We reserve the right to reject any investment and may cease accepting funds, deposits or assets to be managed at any time.

DIVIDENDS, DISTRIBUTIONS AND TAXES

Fund Distributions

Each fund that is part of the FUMF Funds distributes all of its net investment income to the participants that request distribution from such funds on a regular basis. Each investor may elect to reinvest any income distributions into additional units in the FUMF Funds, instead of taking an income distribution. To the extent interest and dividend income is paid by us to a participant that qualifies as a tax exempt entity under Section 501(c)(3) of the Code, the recipient of such income will not be subject to federal income taxation pursuant to Section 512(b)(1) of the Code. For recipients that are subject to federal income taxes on any distributions made from the FUMF Funds,

the recipient will be taxed on dividends and distributions generally in the year they are received, regardless of whether the participant elects to receive them in cash or have them reinvested. Cumulative statements showing all activity in the account for the prior year will be mailed to each participant in the FUMF Funds on an annual basis.

Charitable Gift Annuities

When a donor transfers assets to us in exchange for the issuance of a fixed income annuity, the donor simultaneously is making a charitable gift and providing for guaranteed payments for life to a designated beneficiary. By consulting Internal Revenue Service regulations and published tables the donor can calculate the value of the remainder interest that is being donated to a Conference Organization and thereby determine the amount of the charitable deduction. The donor may be subject to capital gains taxes if he transfers appreciated capital assets to us when funding a charitable gift annuity.

If the donor is the designated income beneficiary a portion of each income payment may be excluded from taxation to reflect the investment costs that the donor recognized in making the charitable gift. The balance of each payment will be taxed as ordinary income. If the income beneficiary outlives his life expectancy determined at the time the gift is made, the entire portion of any additional payments received thereafter will be subject to ordinary income taxation.

Taxation of Foundation and FUMF Funds

We intend to operate the FUMF Funds as pooled investment funds managed by a tax exempt organization that is exempt from the registration requirements of federal securities laws, pursuant to the exemption for collective investment funds and similar funds maintained by charitable organizations under the Philanthropy Protection Act of 1995. As a charitable organization that qualifies under the provisions of Section 501(c)(3) of the Code, we intend to take all other action required so that no federal income tax will be payable by the FUMF Funds or by the Foundation.

As a tax-exempt entity, we are not subject to federal income tax unless we generate unrelated business taxable income as defined in the Code. It is our policy not to invest any portion of the assets in the FUMF Funds in a manner that will generate unrelated business taxable income. However, if we determine that a proposed investment cannot be structured to avoid unrelated business taxable income and that the projected after tax return on that investment is sufficient to justify the making of such investment, then we may elect to make that investment. In the unlikely event any unrelated business taxable income is incurred by us as a result of its investment of the FUMF Funds, it is anticipated that any tax thereon would be reported and paid by us as an expense of the FUMF Funds.

INVESTING ACTIVITIES

The Foundation has adopted an investment policy statement that governs the investment policies, procedures and activities of the Foundation. Under this policy, the Board of Directors has

established an Investment Committee that is responsible for directing and monitoring the investment of the Foundation's assets.

Funds held as custodian, in trust, charitable gift annuities, in endowment and gift funds are invested in accordance with our Investment Policy Statement and the Florida Uniform Prudent Management of Institutional Funds Act. Our general investment guidelines require that we exercise good faith efforts to ensure that our investments be made in accordance with the environmental, social and governance principles of the United Methodist Church.

Our cash, cash equivalents and investment securities had an aggregate value of \$25.1 million and \$64.9 million December 31, 2023 and 2022, respectively. The Foundation held cash and investments held in trust as custodian pursuant to trust, gift or endowment fund arrangements of \$95.1 million and \$89.7 million as of December 31, 2023 and 2022, respectively. From time to time, when requested by a donor, we serve as trustee for charitable remainder trusts or pursuant to a will when a testamentary trust is established. We also work with individuals, donors, churches, agencies and institutions affiliated with the Annual Conference in establishing outright or deferred gifts, charitable gift annuities, donor advised funds, endowment funds and we serve as a trustee or fiduciary in managing the funds held as custodian for such funds. Of the total assets of \$235.2 million we held as of December 31, 2023, we hold or manage \$95.1 million as custodian or trustee in a fiduciary or agency capacity and deposits belonging to others. These assets would not be available to satisfy our administrative expenses and general obligations.

CHANGES IN INVESTMENT TERMS AND POLICIES

Except as otherwise stated in this Disclosure Statement or as required by law, the Foundation reserves the right to change the terms described in this Disclosure Statement without the approval of participating organizations, including the right to change the investment consultants, investment managers, custodian and firms that process contributions, accounts and statements, our investment objectives, portfolios and investments policies, change any service provider, impose or change the fee structure for such investments or terminate any of the FUMF Funds. Each participating organization that invests in the FUMF Funds will enter into a FUMF Funds Agreement and New Funds Election, which shall amend and supersede any and all terms and conditions set forth in any prior agreement with the participating investor. Notice of such changes and modifications adopted by the Foundation shall be deemed to be provided by this Disclosure Statement.

REGULATION OF FUMF FUNDS

Investments we manage under the FUMF Funds, or our gift annuity program are exempt from registration requirements of the federal securities laws, pursuant to an exemption for collective investment funds and similar funds maintained by charitable organizations under the Philanthropy Protection Act of 1995 (the PPA), and alternatively under Section 3(a)(4) of the Act. Under the PPA, non-profit organizations may administer pooled investment funds, pooled charitable trust funds and pooled assets from charitable gift annuities in a manner consistent with shared religious principles and objectives without having to register the funds, any investment accounts or interests

in such funds or the non-profit organization under the registration requirements imposed by federal securities laws. Section 3(a)(4) of the Act provides an exemption from registration for any security issued by a charitable organization that qualifies under Section 501(c)(3) of the Code. We also rely on the provisions of Section 3(c)(10)(B) of the Investment Company Act of 1940 to offer the FUMF Funds and avoid any registration by the Foundation as an investment company. The offer and sale of the FUMF Funds are also subject to the state securities laws and regulations and exemptions that may be available for the offer and sale of securities by a not-for-profit religious corporation.

The PPA provides the following exemptions to charitable organizations that maintain a collective investment fund or collective trust fund for the collective investment and reinvestment of permitted assets:

- (i) The funds will be exempt from registering as an investment company under Section 3(a)(10)(B) of the Investment Company Act of 1940;
- (ii) Any securities of a collective investment fund will be exempt from the registration requirements of the Securities Act of 1933, as amended;
- (iii) The securities of the collective investment fund will be exempt from the registration requirements of the Securities Exchange Act of 1934;
- (iv) The Foundation and its personnel will be excluded from the registration requirements imposed on a broker or dealer by the Securities Exchange Act of 1934; and
- (v) The Foundation and any trustee, director, officer, employee or volunteer acting within the scope as such person's employment duties that provide investment advice, analysis and reports for the benefit of a charitable income fund, charitable organization, charitable trust or gift fund, or settlors or beneficiaries of any such trust will be exempt from the registration requirements imposed on investment advisors under the Investment Advisors Act of 1940.

Because the Offering is not registered under the Investment Company Act, the FUMF Funds, and the Foundation are not subject to the periodic reporting requirements of the Investment Company Act and the operation of such funds is not subject to inspection by the Securities and Exchange Commission.

Although the FUMF Funds are similar in certain respects to registered open-end management investment companies that are commonly referred to as "mutual funds," the FUMF Funds are exempt from registration under the Investment Company Act under the exclusion provided under Section 3(c)(10)(A)(ii) and (B) for any company organized and operated exclusively for religious or charitable purposes which maintains a collective investment fund, collective trust fund, or similar fund maintained by a charitable organization exclusively for the collective investment and reinvestment of permitted assets.

A typical mutual fund is operated by a board of trustees through contractual arrangements with one or more investment advisors, administrators, custodians and similar service providers. Under the Investment Company Act, a mutual fund may be required to provide shareholders with voting rights with respect to a variety of matters, including the election of the mutual fund's trustees, the approval of fund contracts with its investment advisors and the approval of changes to the mutual fund's fundamental investment policies. Voting rights may also be governed by the laws of the state in which the fund is formed and the fund's charter and bylaws. Under the FUMF Funds, participants have no voting rights with respect to the approval of our contracts with its investment advisors or in approving changes to the fund's fundamental investment policies. We may make additional funds available from time to time and may terminate or amend the investment policy of the FUMF Funds at our sole discretion.

A mutual fund is also required to issue redeemable securities within the meaning of the Investment Company Act. To satisfy this requirement, a mutual fund may not invest more than ten percent of its assets in illiquid securities and may not suspend or postpone the redemption of shares for more than seven days, except under extraordinary circumstances. Although we are not subject to these restrictions, which govern redeemable securities, we have adopted specific withdrawal policies and procedures for investments made in the FUMF Funds under an FUMF Funds agreement, which authorizes participants to withdraw funds that have been deposited or invested in such funds.

ADVERSE ACTIONS AND LITIGATION

There have been no adverse actions taken by state or federal regulatory agencies against us, and there is no pending material litigation that has been brought against us. None of our officers has, during the last ten years, been convicted in any criminal proceeding, is the subject of any pending criminal proceeding, or was the subject of any order, judgment or decree of any court enjoining them from any activities associated with the offer or sale of securities.

ANNUAL REPORTS

Our policy is to provide annual audited financial statements to our investors. Copies of these audited financial statements are available by request and we also provide access to such statements in our website. Our Disclosure Statement is available on our website www.fumf.org under resources and downloads. You may also obtain the most recent annual audited financial statements and current form of our Disclosure Statement by submitting a written request to the address listed on the first page of the Disclosure Statement. Our current policy is to make available the annual audited financial statements and an updated Disclosure Statement annually to our investors.

PRIVACY NOTICE

The U.S. federal government and certain state governments have taken steps to assure the protection of nonpublic personal information that businesses and organizations obtain from their

investors and customers. Protecting your privacy is important to us. We want you to understand what information we collect, how we use it and the steps we take to protect that information. We have recently updated our policies regarding these matters as follows:

- **Information we collect:** We collect nonpublic personal information about our investors on the forms we receive from you and in connection with the transactions you conduct with us. This information may include, among other things, your first and last name, address, e-mail address, telephone number, social security number, bank account information, and other information that permits us to contact you either electronically or by other means, to maintain and store this information through the use of these identifying items, and to perform financial transactions for you.
- **Information we disclose:** We do not disclose any nonpublic personal information about our investors or former investors to anyone outside of the Foundation, except as permitted or required by law. For example, nonpublic personal information may be disclosed to third parties providing essential services to us who have contracted to maintain the confidentiality and security of the information; or to law enforcement personnel pursuant to proper authority.
- **Confidentiality and Security:** Furthermore, we limit access to nonpublic personal information about our investors and former investors to those employees who need to know that information to perform their job responsibilities. We maintain procedural safeguards to guard the nonpublic personal information of our investors and former investors.
- **Changes to our Privacy Policy:** We will communicate any material changes in this policy by posting the revised policy on our website.

WEBSITE

We have established a website that can be accessed at www.fumf.org.

PLAN OF DISTRIBUTION

We are offering interests in the Funds on a continuous basis directly through our officers and certain designated employees. No underwriting or selling agreement has been entered into and no commissions will be paid to any persons or organizations in connection with the offer and sale of interests in the Funds. The Foundation is registered with the State of Florida as an authorized issuer dealer pursuant to Chapter 517 of the Florida Statutes.

Information regarding the Funds and the Foundation may be found on our website, and, from time to time, we distribute brochures, information bulletins and mailings to current and former investors, beneficial owners, holders, charitable organizations, religious organizations, ministries and conference organizations.

We provide a copy of the Disclosure Statement to each prospective investor prior to an investment being made. No minimum amount must be sold in order for us to accept any investment application.

We reserve the right to accept or reject an application to invest in our Funds in our sole discretion and impose limitations on the amount accepted.

DEFINITIONS

The following terms are used in this Investment Disclosure Statement and in the Exhibits.

Act - shall refer to the Securities Act of 1933, as amended.

Aggressive Growth Fund - shall refer to the Foundation's pooled investment funds that seek to achieve the highest performance possible over the long-term with minimal concern about short-term volatility. Investors generally should have a minimum time horizon of ten or more years. The Fund is diversified among U.S. fixed income, international fixed income, U.S. equity, international equity and real assets.

Annual Conference or Conference - shall refer to The Florida Annual Conference of The United Methodist Church.

Balanced Growth Fund - shall refer to the Foundation's pooled investment funds that seeks a reasonable balance between income and growth. A secondary goal is to provide a relatively moderate level of volatility. Investors should generally have a minimum time horizon of three to eight years. The Fund is diversified among U.S. fixed income, international fixed income, U.S. equity, international equity and real assets.

Breckinridge Capital Advisors – shall refer to Breckinridge Capital Advisors an SEC-registered investment advisory firm specializing in investment grade fixed income portfolio management.

Boyd Watterson - shall refer to Boyd Watterson Asset Management, LLC is an SEC-registered investment advisory firm with \$14.5 billion of assets under management managed a broad range of fixed income and equity strategies for institutions and individuals alike.

CapTrust shall refer to CAPTRUST an SEC-registered investment advisory firm with primary function of providing investment advisory services to organizations and fiduciaries tasked with investment oversight.

Cautious Fund - shall refer to the Foundation's pooled investment funds designed for a short-term investment horizon and/or risk-averse investor. It seeks a regular and constant income stream and high liquidity. The Fund is diversified among cash, U.S. fixed income, international fixed income, U.S. equity, international equity and real assets.

Code - shall refer to the Internal Revenue Code of 1986, as amended.

Conference Organizations - shall include churches, agencies, district offices, District Boards of Mission, Church Extension, the Annual Conference and other organizations affiliated with The United Methodist Church.

Custodial Funds – means those funds invested by the Annual Conference pursuant to an investment management agreement or memorandum of understanding entered into by and between the Foundation and the Annual Conference or an Eligible Investor.

Exhibit A - shall refer to the FUMF Funds Agreement and Election Form.

Exhibit B - shall refer to the Donor Advised Fund Agreement.

Exhibit C - shall refer to the Charitable Gift Annuity Disclosure Statement and Agreement.

Foundation - shall refer to The Florida United Methodist Foundation, Inc., a Florida not-for-profit corporation.

FUMF Funds – shall refer to the Conference Accounts, Cautious Fund, Balanced Growth Fund, and Aggressive Growth Fund.

Impax Asset Management

Impax Asset Management LLC, adviser to the Pax World Funds, is the North American division of Impax Asset Management Group, a specialist asset manager with approximately \$34 billion in both listed and private market strategies that focuses on the risks and opportunities arising from the transition to a more sustainable global economy. Impax believes that capital markets will be shaped profoundly by global sustainability challenges and that these trends will drive growth for well-positioned companies and create risks for those unable or unwilling to adapt. The firm offers a suite of sustainable investment solutions across multiple asset classes, all of which seek to catalyze the transition to a more sustainable economy. Impax Asset Management LLC, formerly Pax World Management, helped create an industry when it launched the first sustainable mutual fund in the United States in 1971

Lazard - shall refer to Lazard Asset Management, a registered investment advisor under the Investment Advisors Act of 1940. Lazard Asset Management (LAM) was hired in July 2010 to manage the emerging markets equity allocation of the Foundation's investment portfolio. LAM is 100% owned by Lazard Freres & Co LLC. LAM manages several investment mandates for institutional and private client investors, with total firm assets under management of approximately \$194 billion. Lazard Freres & Co LLC is a publicly traded company (Ticker: "LAZ").

Nuveen – shall refer to Nuveen is a global investment manager with \$1.2 trillion of assets under management. Nuveen offers a comprehensive range of outcome-focused investment solutions designed to help secure the financial goals of our clients. Our standout capabilities include generating income for retirement, real assets, alternatives and responsible investing. We combine the scale of a large firm with the specialist expertise of investment affiliates, each with an independent process and culture. These affiliates possess deep expertise across a comprehensive

range of traditional and alternative investments, provided through a wide array of vehicles and customized strategies.

Pooled Investment Funds - shall refer to the Foundation's Cautious Fund, Balanced Growth, Growth and Aggressive Growth Funds.

PPA - shall refer to the Philanthropy Protection Act of 1995.

Reform Act – shall refer to the Private Securities Litigation Reform Act of 1995.

RhumbLine - shall refer to RhumbLine Advisers a Boston-based investment firm specializing in managing index-based strategies for institutional investors with \$86 billion in equity and fixed income assets.

WCM shall refer to WCM Investment Management a global growth equity specialist.



For Investors in the Florida United Methodist Foundation Investment Funds (“FUMF Funds”):

To invest in the FUMF Funds, an investor will be required to complete one of the following forms:

<u>Type of Investment</u>	<u>Form</u>
Endowment, Deposit or Custodial Arrangement	FUMF Funds Agreement and Election Form (See Exhibit A)
Testamentary or Charitable Trust	FUMF Funds Agreement and Election Form (See Exhibit A)
Conference Organization, Supported Ministry or charitable organization Investment	FUMF Funds Agreement and Election Form (See Exhibit A)
Donor Advised Fund Donor Advised Fund Agreement	(See Exhibit B)
Charitable Gift	Charitable Gift Annuity Agreement (See Exhibit C)

EXHIBIT A
FUMF FUNDS AGREEMENT AND ELECTION FORM

EXHIBIT B
DONOR ADVISED FUND AGREEMENT

EXHIBIT C
CHARITABLE GIFT ANNUITY DISCLOSURE STATEMENT
AND
CHARITABLE GIFT ANNUITY AGREEMENT