

**Endowment Gift Agreement
Between
The University of Arizona
And
James P. and Shirley J. O'Brien**

This agreement supersedes the original endowment agreement dated October 13, 1992 which is attached as Appendix A.

This irrevocable endowment gift agreement made this 2nd day of February, 2004, sets forth the entire understanding between Drs. James P. and Shirley J. O'Brien (the "Donors") and the University of Arizona (the "University"), with respect to the University's administration of **The James P. and Shirley J O'Brien Endowment for the College of Agriculture and Life Sciences (CALS) Cooperative Extension and the School of Music and Dance at the University of Arizona** (the "Fund").

Purpose of the Fund: The Fund was originally established with the University of Arizona in 1992 in recognition of James P. and Shirley J. O'Brien's dedication to the field of higher education.

The James and Shirley O'Brien Endowment Program consists of a perpetual endowment. Earnings will be used exclusively to fund activities authorized under the Endowment Program. The annual spendable earnings will be awarded in alternate years for use in the CALS Cooperative Extension (odd years) and the School of Music and Dance (even years), commencing Spring Semester 2004. The endowment will be administered by the Director of CALS Cooperative Extension. An "Annual Spendable Earnings Account" has been established for the CALS Cooperative Extension and the School of Music and Dance.

Annual spendable earnings will be awarded to worthy candidates, whether faculty (continuing-track or continuing, tenure-track or tenured), academic professionals, graduate students, undergraduate students, or staff in each unit who submit a proposal dedicated to the goals of this endowment, as determined by a review committee selected by the Director of CALS Cooperative Extension (odd years) and the Director of the School of Music and Dance (even years). This committee, consisting of at least one representative from each of the above-mentioned groups, will distribute the request for proposal (See Appendix B) to interested parties through normal University channels. This request for proposals may be revised by the CALS Cooperative Extension committee or the School of Music and Dance committee when necessary keeping in mind the original intent of the Donors. Applications may be considered and potentially awarded from any discipline on campus, as long as the criteria listed for the annual award are observed.

The School of Music and Dance award is designed to further the mission that James O'Brien has believed in and fulfilled in his 28 years at the University of Arizona, that is, "dedication to the advancement of the arts in the lives of general education students as well as music students, the increased attention to the folk arts, particularly in bringing other than traditional instruments to instructors' and students' awareness and use, the advancement of technology in the lives of professionals in the arts through enhanced classroom efficacy, the interrelationship among the arts and sciences as important in developing holistic teachers/learners, as well as the joy of hearing and making music in environments other than the traditional concert hall." It is his intention the annual spendable earnings from the endowment might support a research or multimedia project, a lecture series or travel, a guest instructor, singly or in any combination the review committee deems appropriate to the goals of this endowment. It is conceivable funds could be distributed to more than one individual when worthy projects do not

consume all of the available funds in a given year. Applicants also would be eligible to be funded more than once. The review committee is under no mandate, however, to make an award when no proposal is worthy, in which case annual spendable earnings may be returned to the endowment. These funds may also be held in the annual spendable earnings account to award in subsequent years. It is the intention that each awardee somehow impacts the experiences and perceptions of several members of the community in the School of Music and Dance in a tangible and profound way.

The College of Agriculture and Life Sciences Diversity award is designed to further the mission that Shirley O'Brien has believed in and fulfilled in her 27 years at the University of Arizona, that is, "a passion for diversity in people, programs and ideas." Particularly, "the awareness of diversity, respect for the richness of diversity that exists in CALS Cooperative Extension, and the belief that diversity brings quality to CALS Cooperative Extension." It is her intention the annual spendable earnings from the endowment might support a guest diversity trainer, a research or multimedia project with a diversity theme, a lecture series or travel related to diversity, singly or in any combination the review committee deems appropriate to the goals of this endowment. It is conceivable funds could be distributed to more than one individual when worthy projects do not consume all of the available funds in a given year. Applicants also would be eligible to be funded more than once. The review committee is under no mandate, however, to make an award when no proposal is worthy, in which case annual spendable earnings may be returned to the endowment. These funds may also be held in the annual spendable earnings account to award in subsequent years.

Source of the Fund: The Fund was established by the donors in 1992. The Donor or any interested individual, corporation or foundation may make additional gifts to the Fund at any time.

Duration of the Fund: The Donor intends for this Fund to exist in perpetuity with the accumulated "Annual Spendable Earnings" being made available to support the "Purpose of the Fund" as set forth above. The "Annual Spendable Earnings", a percentage of the fair value of the Fund as determined from time to time by the University, will be maintained in a separate University Account for the benefit of the Purpose of the Fund.

Investment Authority: The Fund shall be invested in accordance with the investment policies of the University as established from time to time by the University. For purposes of investment only, the monies of this Fund may be pooled/commingled with other endowment funds held by the University. At all times, the Fund shall be separately accounted for in the University's books and records.

Administration of the Fund: The Fund is to be administered in accordance with the policies and procedures of the University as established from time to time. Any payments to be made from the accumulated Annual Spendable Earnings as required hereunder shall be made so long as they do not violate any rules, policies, or procedures promulgated by the University of Arizona from time to time nor violate any of the rules and regulations of the Internal Revenue Service as they may exist from time to time and which are applicable to the University. In the event any payment required of the University hereunder would violate the same, the University may refrain from said action and may take such other action to accomplish the intent of the Donor as expressed herein.

Administrative Service Fee: To defray its expenses related to the holding, investing and maintaining of the assets in the Fund and to the monitoring and disbursement of the Annual Spendable Earnings, the University may charge an administrative fee in accordance with the policy established by the University. Currently, the administrative fee for endowment funds is an annual charge equal to 1.5% of the fair market value of the Fund principal, paid from the earnings of the Fund.

Contingent Use of the Fund: Should it become apparent in future years that the above-stated purpose for this Fund is no longer necessary, practical, desirable or possible to perform, the University shall, after consultation with Donor during Donor's lifetime or, thereafter, in its sole discretion, designate the Fund for a purpose that most reasonably approximates the original intentions of the Donor in their support of the University of Arizona. In any such alternate application of the accumulated Annual Spendable Earnings, the funding source shall be clearly identified as the Fund.

Announcement of the Fund: Announcement of the Fund, including amount, descriptions of contributions and pertinent details, may be made in any University of Arizona or publication.

Representatives and Successors Bound: This agreement shall be binding upon and inure to the benefit of the parties hereto and their lawful successors.

Governing Law: This agreement shall be governed by and interpreted in accordance with the laws of the State of Arizona.

Signed, this _____ day of _____, 2003

By:

Jim Christenson
Director, Cooperative Extension,
College of Agriculture and Life Sciences

By:

Rex Woods
Interim Director of the School of
Music and Dance
College of Fine Arts

By:

Bryan K. Rowland
Director of Development and Alumni
Affairs
College of Agriculture and Life Sciences

By:

Patricia O. Bjorhovde
Director of Development
College of Fine Arts

By:

James P. O'Brien
Donor

By:

Shirley J. O'Brien
Donor