

Offering Circular: January 17, 2019

## Iowa United Methodist Church Building Fund Trust

2301 Rittenhouse Street | Des Moines, IA 50321

Phone: 515.974.8927

E-mail: [info@iumf.org](mailto:info@iumf.org) | Website: [www.iumf.org](http://www.iumf.org)

Offering the Sale of

### **Certificates of Participation**

Total Principal Amount: Unlimited

2019 Interest Rates: Set on the first day of each Month

(Rates may change without notice based on market conditions)

One, Three, and Five Year Terms

\$1,000 Minimum Investment

The Iowa United Methodist Church Building Fund Trust is a trust created under the laws of Iowa exclusively for religious purposes to promote the construction and renovation of Iowa United Methodist Churches through a building loan program. The Trust is sponsored by the Iowa United Methodist Foundation, with principal offices at 2301 Rittenhouse Street, Polk County, Des Moines, Iowa 50321, is an Iowa non-profit corporation and is an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

The Iowa United Methodist Church Building Fund Trust Certificates of Participation (the "Certificates") are offered for sale to individuals with a direct connection to an Iowa United Methodist Church, and Iowa Churches and Agencies with common religious bonds of the United Methodist Church.

Proceeds will be used to make loans to United Methodist Churches, Agencies, or Institutions related to the United Methodist Church, for the purchase, refinance, construction or improvement of property, buildings and related capital expenditures.

The Certificates are issued as general debt obligations of the Iowa United Methodist Church Building Fund Trust. These securities are not registered with the Securities and Exchange Commission or the Iowa Securities Commission, being exempt under Section 3(a)(4) of the Securities Act of 1933, as amended, and Section 502.201(7) of the Iowa Securities Act, as amended and is in reporting compliance with Section 50.87(1) of the Iowa Administrative Code, as amended.

No broker dealer, salesperson or any other person is authorized by the Trust to give any information or to make any representations other than those contained in this circular nor is any person other than the Foundation, in its role as Sponsor of the Trust, and its employees being utilized in the offer or sale of the Certificates. This circular does not constitute an offer to sell or a solicitation of an offer to buy any of the Certificates offered hereby in any jurisdiction or to any person to whom it is unlawful to make such an offer.

These securities are offered and sold only through the officers and employees of the Iowa United Methodist Foundation as Sponsor of the Trust, who are exempt from agent registration under Section 502.402(2)(c) of the Iowa Uniform Securities Act. No underwriting or selling agreements exist, and no direct or indirect commissions or other remuneration will be paid to any person or organization in connection with the offer and sale of these Certificates of Participation.

**THIS OFFERING INVOLVES SPECULATIVE SECURITIES AND A HIGH DEGREE OF RISK. SEE "RISK FACTORS" IN SECTION 1 OF THIS OFFERING CIRCULAR**

**THE SECURITIES OFFERED HEREBY HAVE NOT BEEN REGISTERED UNDER THE SECURITIES ACT OF 1933, AS AMENDED (THE "SECURITIES ACT"), OR ANY STATE SECURITIES LAWS AND, UNLESS SO REGISTERED, MAY NOT BE OFFERED OR SOLD EXCEPT PURSUANT TO AN EXEMPTION FROM, OR IN A TRANSACTION NOT SUBJECT TO, THE REGISTRATION REQUIREMENTS OF THE SECURITIES ACT AND APPLICABLE STATE SECURITIES LAWS.**

**Issuer:**

**IOWA UNITED METHODIST CHURCH BUILDING FUND TRUST**

**Sponsor:**

**IOWA UNITED METHODIST FOUNDATION  
SUMMARY OF THE OFFERING**

This summary is provided for the convenience of potential investors. It should be read along with the more complete statements made in this Offering Circular.

The Iowa United Methodist Church	The Iowa United Methodist Church Building Fund Trust is a trust created Building Fund under the laws of Iowa exclusively for religious purposes to promote the construction and renovation of Iowa United Methodist Churches and affiliated entities through a building loan program. The Trust is sponsored by the Iowa United Methodist Foundation, with principal offices at 2301 Rittenhouse Street, Polk County, Des Moines, Iowa 50321. The Foundation is an Iowa non-profit corporation and is an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.
Building United Methodist Churches	In May 2001, the Trust began making loans to build United Methodist churches and affiliates entities. Loans will be made for new construction, renovation projects, property acquisition and development, and refinancing debt.
Participation	The sale of Certificates of Participation allows capital to be made available for loans to build churches and otherwise advance the mission of The United Methodist Church.
Certificates of Participation	Individuals with a direct connection to an Iowa United Methodist Church, and Iowa Churches and Agencies with common religious bonds of the United Methodist Church may purchase Certificates of Participation as investments that bear interest at the rate declared from time to time by the Trustees of the Trust.
Interest and Maturity of Certificates	Certificates of Participation mature in terms of one, three and five years. Investors may elect to have their interest distributed quarterly, annually or may be rolled into the certificate principal. The principal investment can automatically renew at the then current interest rate set by the Trustees; however, the Trustees may choose not to permit renewals, at their discretion.
Tax Aspects	Interest paid to investors is ordinary income for tax purposes.
Repayment to Investors	The proceeds from the sale of Certificates are deposited into a fund to make loans to churches. Repayment to investors depends on the repayment of the loans by the churches. The Trust will

maintain reserve funds to offset the potential of a church defaulting or withdrawals by Investors in amounts greater than anticipated.

#### Risks

The Certificates of Participation represent undivided beneficial interests in the Trust. They are unsecured and uninsured. The building loans will have terms which exceed the one, three or five year maturities of the Certificates of Participation. Therefore, the Trust may not have liquid assets to redeem Certificates at maturity unless a large percentage of the purchasers elect to renew their Certificates for additional one year terms. The rate of interest declared by the Trustees on any such renewal could be significantly less than the initial rate received by the purchaser. If a church or churches default in paying a loan, there is no assurance that the collateral for such loan will be sufficient at that time to recover all or any of the loans. In this event, a purchaser could lose the entire amount invested in his or her Certificate of Participation. Historically, no Iowa United Methodist church has been unable to settle their loan, but past events are no assurance of future performance, and defaults are possible.

#### Criteria for Loans

Loans are approved on the basis of repayment ability according to the church's financial history, funds on hand and the collateral to be pledged. Loan amounts are generally limited to 70% of the project costs with a five year maturity date and a 15 year amortization schedule for the loan. It is anticipated that such loans would be renegotiated every 5 years.

#### Financial Condition

The Trust's assets consist of the proceeds received upon the sale of the Certificates of Participation, the loan receivables for the church loans, reserve funds invested in money market funds, U.S. Treasury Bills and other high quality cash equivalents, U.S. government and U.S. government agency bonds, bonds and preferred securities issued by corporations that are rated "BBB" or better by Standard & Poor's rating services at the time of purchase and no lower than one grade lower at any time. None of the assets of the Foundation will be legally available for repayment of any Certificate of Participation. The records and financial statements of the Trust will be audited annually by the Trust's independent accountants and a copy of such audited financial statements will be made available to all purchasers of Certificates of Participation.

#### Investment Application

After reading the Offering Circular, investors may apply to purchase Certificates of Participation by mail or in person at the Iowa United Methodist Church Building Fund Trust, 2301 Rittenhouse Street, Des Moines, Iowa 50321.

Inquiries may be made by calling 515.974.8927. Your call is always welcome.

OFFERING CIRCULAR

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**Issuer:**  
**IOWA UNITED METHODIST CHURCH BUILDING FUND TRUST**

2301 Rittenhouse Street | Des Moines, Iowa 50321  
Phone: 515.974.8927 | Fax: 515.974.8977

**Sponsor:**  
**IOWA UNITED METHODIST FOUNDATION**  
2301 Rittenhouse Street | Des Moines, Iowa 50321  
Phone: 515.974.8927 | Fax: .515.974.8977

**CERTIFICATES OF PARTICIPATION**  
Building United Methodist Churches

**SECTION 1 – RISK FACTORS**

*In evaluating an investment in the Certificates of Participation, Investors should consider carefully, among other things, the following risk factors, as well as other information contained in or incorporated by reference into this Circular.*

**There is a possibility that a Purchaser of a Certificate of Participation would not be repaid on the maturity date, in whole or in part.**

The Certificates of Participation represent undivided interests in the assets of the Trust. They are unsecured and uninsured, and there is no guarantee that all or any of the interest or principal amounts thereof will be repaid. The assets of the Trust will include only the proceeds of the sale of the Certificates and the loan receivables from the church building loans. While the building loans will be secured by mortgages, there is no assurance that the value of any property subject to any such mortgage will be sufficient to affect a full recovery of the amounts owed to the Trust. The purchasers have no direct interest in any of the mortgages or the assets of the Trust.

In addition, the building loans will generally mature every five years and will be subject to renegotiation at such maturity dates. The loans are amortized on a fifteen year basis, which means that a significant balance will remain unpaid at the five year maturity date. The Certificates of Participation having from one, three, and five year maturity dates are subject to renewal at the election of each investor. However, unless most of the investors elect to renew their Certificates beyond their maturity dates, the Trust will not have sufficient cash to pay investors the principal amount of their Certificates.

None of the assets of the Foundation will be legally available for the payment of any of the Certificates of Participation. Repayment of the Certificates will be made only from the assets of the Trust.

**Upon any renewal of a Certificate of Participation after the maturity date, the declared rate of interest for such renewal period could be significantly less than the initial rate.**

The rate of interest on the Certificates of Participation is determined by Trustees, in their discretion. Such rate may be modified without notice based on market conditions for new issues of Certificates or renewals of Certificates. While the intent of the Trustees is to declare a rate

which is similar to rates available on similar investments there is no assurance that such rate will be the same as any other rate available on other investments and the rate may in fact decline significantly.

**No investor will have any voting rights with respect to the Trustees or any other aspect of the Trust**

Holders of the Certificates of Participation have no voting rights, including with respect to the appointment, removal or replacement, or the increase or decrease in the number of Trustees.

**Restrictions on Transferability and Absence of Market for the Certificates of Participation**

The Certificates of Participation are not transferrable may not be sold, gifted, pledged or hypothecated by the holders thereof under any circumstances, except upon the death of a holder in accordance with the laws of descent and distribution.

**SECTION 2 – THE TRUST**

The Iowa United Methodist Church Building Fund Trust is a trust created under the laws of Iowa a declaration, dated as of April 16, 2001, executed by the United Iowa Methodist Foundation as Sponsor and by the Trustees. The Trust exists for the exclusive purposes of issuing the Certificates of Participation, using the proceeds from the sale of the Certificates to make loans available for building or renovating United Methodist Churches in Iowa (or refinancing such loans), purchasing real property as building sites for such Churches and engaging in only those other activities necessary, or incidental thereto. Accordingly, the church building loans and reserves held from the proceeds of the sale of the Certificates will be the sole assets of the Trust, and payments under the church building loans will be the sole revenue of the Trust.

The Trust has a term of 20 years, but may terminate earlier as provided in the Declaration. The Trust's business and affairs will be conducted by the Trustee. In no event will the holders of the Certificates of Participation have the right to vote to appoint, remove or replace the Trustee. The duties and obligations of the Trust and the Trustee are governed by the Declaration. The Trust will retain from its revenues an amount up to 1% per annum of the fair value of the assets of the Trust to pay all fees, expenses, debts and obligations (other than the Certificates of Participation) related to the Trust and the offering of the Certificates of Participation, including ongoing costs, expenses and liabilities of the Trust.

The initial Trustees of the Trust were appointed by the Sponsor, and include six individuals who presently also serve on the Board of Directors of the Iowa United Methodist Foundation. The Trustees may be removed and replaced by the Sponsor.

The principal executive office of the Trust is 2301 Rittenhouse Street, Des Moines, IA 50321 and its telephone number is (515) 974-8927.

**SECTION 3 – THE SPONSOR**

The Iowa United Methodist Foundation is organized to serve the persons, churches and agencies of the Iowa Annual Conference of The United Methodist Church. The Foundation was established in 1952 to promote good stewardship among the members of the Iowa Annual

Conference of The United Methodist Church. The Foundation is governed by a board of directors consisting of approximately 15 to 20 members. Elected directors are elected for four-year terms by the membership of the Foundation which consists of the delegates to the Iowa Annual Conference of The United Methodist Church.

Lay persons nominated shall be twenty-one (21) years of age, members of local United Methodist Churches or employed by a local church or agency, geographically distributed within the Conference, qualified by experience in some area of expertise in the Foundation's operations, and have no significant conflict of interest, whether by reason of business connection or connection with a similar organization.

Directors of the Foundation include:

Bates, Tom – Sigourney  
Cook, John – Cherokee  
Corrow, Dan – Webster City  
Dovenspike, Nitza – Indianola  
Griffith, Janet – Cedar Rapids

Drake, Melissa – Atlantic  
Hebert, Steven – Madrid  
Helgerson, John – Ottumwa  
Loweth, Carl – Bettendorf  
Manning, Kris – Adel

Martinez, Mark – Norwalk  
Moose, Lesa – Monona  
Stephany, Brenda – Norwalk  
Thompson, Jacqueline – Des Moines

Elected directors are members of local churches or employed by churches and agencies of the Iowa Annual Conference. Local churches who have a member or members serving on the Board of the Foundation or as a Trustee of the Trust may apply for a loan in the same manner as any church within the Iowa Annual Conference. When an application is under consideration of a Trustee's local church, he or she is excluded from any examination of the application, discussion of the merits of the potential loan, and from any action determining the approval or disapproval of the loan.

The board of directors employs an executive director to be chief operating officer, to assure that policies and directives of the board are followed, and to employ and direct other staff members in carrying out their assigned duties. The current staff of the Foundation includes:

Katharine Yarnell, Executive Director  
Alyssa Mills, Director of Accounting  
Cassie Parks, Accounting and Loan Specialist  
Amanda Jensen, Communications & Office Coordinator

**SECTION 4 – ELIGIBLE INVESTORS**

Individuals, churches, related agencies and active or retired clergy (and spouses) with common religious bonds of the Iowa Annual Conference of the United Methodist church and other individuals with a direct connection to an Iowa United Methodist Church, are eligible to purchase Certificates of Participation. Investors may purchase Certificates of Participation in any amount with the minimum of \$1,000. Certificates are issued by the Trust as unsecured obligations with a fixed rate of interest and one, three and five year maturities. This offering of Certificates of Participation is unlimited in principal amount. The offering of *certificates* may be withdrawn at any time.

**SECTION 5 – CRITERIA & GUIDELINES FOR LOANS**

The Trustees of the Trust establish strict loan guidelines and conduct formal loan review processes on a regular basis. Loan application requirements include: a complete project description and cost, the description of the church's properties and appropriate signatures.

Completed loan application forms are supplemented with the church's financial statements of the prior year and the current year-to-date, actual to budget comparison for prior year and current year to date, copies of all contracts, plans, estimates and commitments related to the project, copies of any other debt documents, appraisals if done within last 5 years, current insurance policy, the signature of required church Trustees, approval and signature of the church Pastor, approval and signature of the District Superintendent, and documentation of approval by the Church or Charge Conference and the District Board of Church Location and Building. These needed documents are provided by the Trust in a template format.

Loans are approved on the basis of repayment ability according to the church's historical annual receipts, the results of any capital fund campaign conducted for the project, and other funds on hand. Loan amounts are usually limited to 70% of the total project cost with a maximum loan amortization period of 15 years and a 5 year balloon payment date for repayment of all outstanding principal and accrued interest. It is generally required that all of the properties of the borrowing church be pledged as collateral and the Trustees may require an appraisal and survey of any property pledged as collateral. The church is responsible for the set \$250 commitment fee at the time the Commitment Letter is signed. This is a non-refundable fee that represents the church's good faith to fulfill the loan process. The church is also responsible for any closing costs, if there are any, of \$800 or less. Closing costs can include, Title/Abstract work, Promissory Note work, and other fees that are considered within reason by the Trust.

If the Trust takes on an "unsecured" loan, there is a .25% *increase* to the current month loan rate. An unsecured loan is typically \$50,000 or less and does not require collateral. The Trust will also honor a Customer Loyalty discount of a .25% *decrease* to the current month loan rate. Guidelines for what is considered a Customer Loyalty, is determined by the Trust.

The Trust can charge a 5% late fee when loan payments are more than 10 days late. The 5% of the monthly payment will be due at the time of the normal scheduled payment. There are guidelines set should collection of late payment and fee not be done within a reasonable time frame.

There are no outstanding liabilities of the Trust, including none that have priority in payment to the Investors in the Certificates of Participation.

## **SECTION 6 – REPAYMENT TO INVESTORS**

A Certificate of Participation represents a general unsecured beneficial interest in the Trust that matures according to the term of the certificate (one to five years) from the date of issue. Thirty days before the maturity date, each investor is sent written notice of the pending maturity of his/her Certificate and may elect to have payment in full, or, subject to the Foundation's continued offering, to reinvest principal for another term at the rate of interest declared for that subsequent term.

For the initial term of participation, withdrawal of the principal or accrued interest (other than the scheduled interest distributions), is not permitted prior to the maturity date. For subsequent terms of participation, there will be a penalty of six percent (6%) for early withdrawal prior to the maturity date. Due to the lending purpose of this fund, certificates are freely transferrable to a decedents beneficiaries with no penalty upon death.

Investors may elect to have their interest distributed quarterly, annually or may be rolled *annually* into the certificate principal.



## **SECTION 7 – TAX INFORMATION**

The interest, paid or accrued, is reported as ordinary income for investor's state and federal income tax purposes. Application to purchase a Certificate of Participation must be made on the form furnished by the Trust and include the tax identification number of the investor(s).

The purchase of Certificates of Participation does not entitle an investor to a charitable gift deduction for tax purposes.

## **SECTION 8 – METHOD OF OFFERING AND WITHDRAWAL OF SUBSCRIPTION**

Notices or advertisements of this offer may be made in United Methodist publications, by direct mail, e-mail and/or fax to United Methodist church members and by presentations or flyers distributed to commissions, boards, committees and conferences of United Methodist members, agencies, institutions and churches.

The Trust reserves the right at any time to withdraw all or any part of the Certificates offered without notice. There is no minimum amount which must be raised, and if the entire amount of the offering is not needed for the purposes intended, the offering may be withdrawn and the acceptance of subscriptions suspended.

## **SECTION 9 – EXPENSES OF OFFERING**

The expenses of the offering including legal fees, printing and postage costs are provided for in the annual operating budget of the Trust.

## **SECTION 10 – INQUIRIES**

Inquires may be directed Monday through Friday to the Iowa United Methodist Church Building Fund Trust 2301 Rittenhouse Street, Des Moines, IA 50321. The telephone number is (515) 974-8927. The e-mail address is [info@iumf.org](mailto:info@iumf.org).

**EXHIBIT A  
LOAN CRITERIA**

Loans are made on the basis of repayment ability.

Loans are made for acquisition, refinance, construction, or renovation of church properties.

Loan amounts are limited to 70% of the total project cost.

Maximum loan repayment period is 15 years.

All of the church's properties will be pledged as collateral.

**APPLICATION REQUIREMENTS:**

- \_\_\_\_ 1. Completed loan application form including project description and cost, signatures of all trustees, signature of Pastor, District Superintendent, and documentation of charge conference approval.
- \_\_\_\_ 2. Financial statements for three prior years and for the current year to date.
- \_\_\_\_ 3. Legal description of church properties and property to be acquired.
- \_\_\_\_ 4. Copies of all contracts, plans, estimates and commitments related to the project.
- \_\_\_\_ 5. Copies of any other debt documents.
- \_\_\_\_ 6. Copies of Resolution and Articles of Incorporation and bylaws.
- \_\_\_\_ 7. The Trustees may require an appraisal on collateral property.

**CLOSING REQUIREMENTS:**

All closing costs are paid by the borrowing church.

- \_\_\_\_ 1. Appraisal of collateral property.
- \_\_\_\_ 2. Real Estate Lien Note.
- \_\_\_\_ 3. Deed of Trust, restricting any additional borrowing without consent.
- \_\_\_\_ 4. Attorney's Title Opinion.
- \_\_\_\_ 5. Survey.
- \_\_\_\_ 6. Contractor's Payment and Performance Bond, Builder's Risk Insurance and Worker's Compensation.
- \_\_\_\_ 7. Fire and Hazard Insurance with the Trust named as mortgagee/loss payee.
- \_\_\_\_ 8. Commitment Fee, Legal Fee and Filing Fees.
- \_\_\_\_ 9. If mortgaged property has structures within a 100 year designated flood zone Flood Insurance must be purchased with the Trust named as mortgagee/loss payee

**FUNDING:**

- \_\_\_\_ 1. Loans are funded within 15 days after the Foundation receives the closing documents in good order.
- \_\_\_\_ 2. Interim construction loans are funded over the period of construction up to 18 months. Interest is payable monthly until the project is completed and the permanent financing is initiated with monthly installments of principal and interest.

EXHIBIT B



APPLICATION TO PURCHASE A CERTIFICATE OF PARTICIPATION CHURCH OR AGENCY

1. Enclosed is a check in the amount of \$\_\_\_\_\_ as payment in full for a Certificate of Participation with a:  one  three  five year maturity at the rate of interest currently offered by the Iowa United Methodist Church Building Fund Trust. (Investments must be a minimum of \$1,000)

Make check payable to: Iowa United Methodist Church Building Fund Trust

2. Please send interest (choose one):  quarterly  annually  deposit into principal annually

3. If no written request for redemption or change to be made to a Certificate is received by the Foundation, the Certificate will automatically renew at maturity for the previous term length at the rate of interest fixed by the Trustees of the Trust for the date of renewal.

4. The Certificate of Participation will be registered to:

Name (Church or Agency) EIN

Address City State Zip

Contact Person Contact Telephone

Contact Email Address

5. I (we) confirm that I (we) have received and read the Offering Circular of January 17, 2019 from the Iowa United Methodist Church Building Fund Trust. I am (we are) over the age of 18 and am (are) an authorized representative(s) of the church or agency purchasing the Certificate of Participation.

Signature Date Signature Date

Title Title

Mail or deliver completed application with payment to: Iowa United Methodist Church Building Fund Trust 2301 Rittenhouse Street | Des Moines, IA 50321

For more information call 515.974.8927, email info@iumf.org or go to www.iumf.org

EXHIBIT C



APPLICATION TO PURCHASE A CERTIFICATE OF PARTICIPATION

1. Enclosed is a check in the amount of \$\_\_\_\_\_ as payment in full for a Certificate of Participation with a:  one  three  five year maturity at the rate of interest currently offered by the Iowa United Methodist Church Building Fund Trust. (Investments must be a minimum of \$1,000)

Make check payable to: Iowa United Methodist Church Building Fund Trust

- 2. Please send interest (choose one):  quarterly  annually  deposit into principal annually
3. If no written request for redemption or change to be made to a Certificate is received by the Foundation, the Certificate will automatically renew at maturity for the previous term length at the rate of interest fixed by the Trustees of the Trust for the date of renewal.
4. The Certificate of Participation will be registered to (please indicate one of the following choices):
 Sole owner  Sole owner with a pay-on-death beneficiary
 Joint tenant with right of survivorship  Tenants in common

Name (sole owner or first joint tenant) Social Security Number

Street Address (sole owner or first joint tenant) Apt. # City State Zip

Email Address (sole owner or first joint tenant)

Name (joint owner) Social Security Number

Street Address (joint tenant) Apt. # City State Zip

Name (Beneficiary list additional on back) Social Security Number

Street Address (Beneficiary) Apt. # City State Zip

Name and City of Owner's Church

5. I (we) confirm that I (we) have received and read the Offering Circular of January 17, 2019 from the Iowa United Methodist Church Building Fund Trust. I am (we are) over the age of 18, and have a direct connection to an Iowa United Methodist Church.

Signature (Sole or First Joint Tenant) Date Signature (Joint Tenant) Date

Mail or deliver completed application with payment to: Iowa United Methodist Church Building Fund Trust 2301 Rittenhouse Street | Des Moines, IA 50321 For more information call 515.974.8927, email info@iumf.org or go to www.iumf.org.