

1  
2  
3  
4 IN THE CIRCUIT COURT OF THE STATE OF OREGON  
5 FOR LANE COUNTY

6 In the Matter of the Marion Dean Ross  
7 Institutional Fund

Case No. 17PB08643

8 GENERAL JUDGMENT FOR  
9 MODIFICATION OF  
10 INSTITUTIONAL FUND

11 University of Oregon Foundation,  
12 Petitioner.

13 This matter having come before the court on the Petition of Petitioner University  
14 of Oregon Foundation, an Oregon nonprofit corporation, by and through its President  
15 and Chief Executive Officer, Paul Weinhold, for the modification of the Marion Dean  
16 Ross Fund, and it appearing to the court from the records and files herein that:

17 1.

18 Service was made and perfected by regular mail to the persons entitled to notice  
19 as follows:

<u>Name</u>	<u>Date</u>
Susan A. Bower, Assistant Attorney General, State of Oregon	11/09/17
Kevin Reed, General Counsel, University of Oregon	11/09/17
Thomas L. Price, Personal Representative	11/09/17

20 2.

21 Venue is properly in this court and no other court in this state has acquired  
22 jurisdiction in this matter.  
23  
24  
25  
26

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26

3.

Petitioner has obtained the consent of the Attorney General to the modification of the Marion Dean Ross Fund as required by Oregon law. The Consent and Waiver of Assistant Attorney General Susan A. Bower is filed herewith.

4.

Petitioner has obtained consent to the modification from Kevin Reed, General Counsel for the University of Oregon, beneficiary. The Consent and Waiver of General Counsel Kevin Reed is filed herewith.

5.

Pursuant to ORS 128.328(3), a court may, in a manner consistent with the Donor's charitable purpose, modify the charitable purpose of an institutional fund or a restriction on the use of a fund if the purpose or restriction is wasteful. Here, funds designated by the deceased Donor are going unused because the purpose or restriction is quite narrow, and the Donor's large gift overfunds the original limited purpose. Additionally, the modification is consistent with the deceased Donor's charitable purpose by broadening the purpose from photographs and books suitable for research purposes to broader research endeavors of the department selected by the Donor. Donor's original charitable purpose will remain intact under the proposed modification. The proposed added language retains Donor's requirement that funds utilized will be supplemental to the regular budget, and not in lieu of regular budget items.

6.

Pursuant to ORS 130.210(1)(c), a court may apply cy pres to modify a charitable trust if a particular charitable purpose becomes wasteful. Here, funds designated by the deceased Donor are going unused because the purpose or restriction is quite narrow,

1 and the Donor's large gift overfunds the original limited purpose. Additionally, the  
2 modification is consistent with the deceased Donor's charitable purpose by broadening  
3 the purpose from photographs and books suitable for research purposes to broader  
4 research endeavors of the department selected by the Donor. Donor's original  
5 charitable purpose will remain intact under the proposed modification. The proposed  
6 added language retains Donor's requirement that funds utilized will be supplemental to  
7 the regular budget, and not in lieu of regular budget items.

8 NOW, THEREFORE, it is hereby adjudged that a general judgment is entered as  
9 follows:

10 The Marion Dean Ross Institutional Fund shall be modified to broaden the  
11 charitable purpose of the Fund by adding to the original the following language:  
12

13 Where annual distributions from the fund are in excess of  
14 reasonable, practicable, and/or prudent use for the aforementioned  
15 purpose, excess distributions may be used to provide for broader research  
16 endeavors of the Department of Art History. Such expenditures may  
17 include Ph.D. fellowship support, faculty research stipends, research  
18 related travel, or other similar types of research related expenditures.  
19 Appropriate amounts and usages are at the discretion of the Dean. In  
20 accordance with the original intent of the fund, where funds are utilized in  
21 this manner, they will be supplemental to expenditures made from the  
22 regular budget and not in lieu thereof.

Signed 12/28/2017 04:20 PM



Lauren S. Holland, Circuit Court Judge

25 PETITIONER  
26 University of Oregon Foundation

ATTORNEYS FOR PETITIONER  
Laurie A. Nelson, OSB # 074478

1 1720 E 13<sup>th</sup> Ave., Suite 410  
2 Eugene, Oregon 97403-1905

Gleaves Swearingen LLP  
P.O. Box 1147  
Eugene, Oregon 97440-1147  
(541) 686-8833  
(541) 345-2034 (Fax)  
email: [nelson@gleaveslaw.com](mailto:nelson@gleaveslaw.com)

3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26

## CERTIFICATE OF READINESS

I, **Laurie A. Nelson**, attorney for **Petitioner** herein, submit the Limited Judgment on this 18<sup>th</sup> day of December, 2017, and in compliance with UTCR 5.100.

The submission of the above referenced order or judgment is ready for judicial signature because:

- Each opposing party affected by this order or judgment has stipulated to the order or judgment, as shown by each opposing party's signature on the document being submitted.
- Each opposing party affected by this order or judgment has approved the order or judgment, as shown by signature on the document being submitted or by written confirmation of approval sent to me.
- I have served a copy of this order or judgment on all parties entitled to service and:
  - No objection has been served on me.
  - I received objections that I could not resolve with the opposing party despite reasonable efforts to do so. I have filed a copy of the objections I received and indicated which objections remain unresolved.
  - After conferring about objections, [name of opposing party] agreed to independently file any remaining objection.
  - The relief sought is against an opposing party who has been found in default.
  - An order of default is being requested with this proposed judgment.
  - Service is not required pursuant to subsection (3) of this rule, or by statute, rule, or otherwise.

GLEAVES SWEARINGEN, LLP

By: Laurie A. Nelson  
Laurie A. Nelson, OSB# 074478  
Of Attorneys for Petitioner

## CERTIFICATE OF SERVICE

I hereby certify that I served the foregoing (proposed) General Judgment for Modification of Institutional Fund on the following persons on December 11, 2017, by depositing same in the United States Post Office at Eugene, Oregon, enclosed in a sealed envelope, with postage paid to the address noted below:

Kevin Reed  
Office of General Counsel  
219 Johnson Hall  
1226 University of Oregon  
Eugene, OR 97403

Susan A. Bower  
Assistant Attorney General  
Department of Justice  
1515 SW 5<sup>th</sup> Avenue Suite 410  
Portland, OR 97201

I hereby certify that I served the foregoing (proposed) General Judgment for Modification of Institutional Fund on the following persons on December 11, 2017, by hand delivery to the address noted below:

Thomas L. Price  
425 Lawrence Street  
Eugene, OR 97401

DATED: December 11, 2017



---

Laurie A. Nelson OSB # 074478  
Of Attorneys for Petitioner

IN THE CIRCUIT COURT OF THE STATE OF OREGON  
FOR LANE COUNTY

In the Matter of Marion Dean Ross  
Institutional Fund  
  
University of Oregon Foundation,  
Petitioner.

Case No. 17PB08643

CONSENT AND WAIVER  
OF GENERAL COUNSEL

I, Kevin Reed, General Counsel, University of Oregon, have read the Petition for Modification of Institutional Fund herein. I approve the contents thereof, waive receipt of any required statutory notice and the right to object to the modification, and consent to the immediate entry of a judgment as requested in the Petition.

DATED this 14<sup>th</sup> day of November, 2017.



Kevin Reed, OSB No. 160574  
General Counsel  
University of Oregon

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26

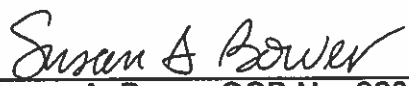
IN THE CIRCUIT COURT OF THE STATE OF OREGON  
FOR LANE COUNTY

In the Matter of the Marion Dean Ross  
Institutional Fund  
  
University of Oregon Foundation,  
Petitioner.

Case No. 17PB08643  
  
CONSENT AND WAIVER  
OF ATTORNEY GENERAL

I, Susan A. Bower, Assistant Attorney General for the State of Oregon, Civil Enforcement Division, Charitable Activities, have read the Petition for Modification of Institutional Fund herein. I approve the contents thereof, waive receipt of any required statutory notice and the right to object to the modification, and consent to the immediate entry of a judgment as requested in the Petition.

DATED this 14th day of November, 2017.

  
\_\_\_\_\_  
Susan A. Bower OSB No. 960960  
Assistant Attorney General for the  
State of Oregon



IN THE CIRCUIT COURT OF THE STATE OF OREGON  
FOR LANE COUNTY

In the Matter of Marion Dean Ross  
Institutional Fund  
  
University of Oregon Foundation,  
Petitioner.

Case No. 17PB08643

CONSENT AND WAIVER  
OF GENERAL COUNSEL

I, Kevin Reed, General Counsel, University of Oregon, have read the Petition for Modification of Institutional Fund herein. I approve the contents thereof, waive receipt of any required statutory notice and the right to object to the modification, and consent to the immediate entry of a judgment as requested in the Petition.

DATED this 14<sup>th</sup> day of November, 2017.



Kevin Reed, OSB No. 160574  
General Counsel  
University of Oregon

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26

IN THE CIRCUIT COURT OF THE STATE OF OREGON  
FOR LANE COUNTY

In the Matter of the Marion Dean Ross  
Institutional Fund

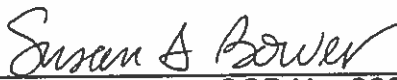
Case No. 17PB08643

University of Oregon Foundation,  
Petitioner.

CONSENT AND WAIVER  
OF ATTORNEY GENERAL

I, Susan A. Bower, Assistant Attorney General for the State of Oregon, Civil Enforcement Division, Charitable Activities, have read the Petition for Modification of Institutional Fund herein. I approve the contents thereof, waive receipt of any required statutory notice and the right to object to the modification, and consent to the immediate entry of a judgment as requested in the Petition.

DATED this 14<sup>th</sup> day of November, 2017.

  
\_\_\_\_\_  
Susan A. Bower OSB No. 960960  
Assistant Attorney General for the  
State of Oregon

IN THE CIRCUIT COURT OF THE STATE OF OREGON  
FOR LANE COUNTY

In the Matter of Marion Dean Ross  
Institutional Fund

Case No. 17PB08643

DECLARATION OF MAILING  
NOTICE OF FILING OF PETITION  
FOR MODIFICATION OF  
INSTITUTIONAL FUND

University of Oregon Foundation,  
Petitioner.

I, Kymbreynn L. Borden, probate paralegal, with the law firm of Gleaves Swearingen LLP, represent to the Court, under penalties of perjury, the following:

Notice of Filing of Petition for Modification of Institutional Fund, a copy of which Notice is attached hereto, was mailed on November 9, 2017, being not less than 20 days before the time fixed for filing objections, to each of the following persons entitled to notice at their last known address:

Susan A. Bower  
Assistant Attorney General  
State of Oregon

Department of Justice  
1515 SW 5<sup>th</sup> Avenue Suite 410  
Portland, OR 97201

Kevin Reed  
General Counsel  
University of Oregon

Office of General Counsel  
221 Johnson Hall  
1226 University of Oregon  
Eugene, OR 97403

Thomas L. Price  
Personal Representative

425 Lawrence Street  
Eugene, OR 97401

I, Kymbreynn L. Borden, hereby declare that the above statement is true to the best of my knowledge and belief, and I understand it is made for use as evidence in court and is subject to penalty for perjury.

  
Kymbreynn L. Borden

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26

IN THE CIRCUIT COURT OF THE STATE OF OREGON  
FOR THE COUNTY OF LANE

In the Matter of the Marion Dean Ross  
Institutional Fund,  
  
University of Oregon Foundation,  
Petitioner.

Case No. 17PB08643  
  
NOTICE OF FILING OF PETITION  
FOR MODIFICATION OF  
INSTITUTIONAL FUND

To: Susan A. Bower, Assistant Attorney General for the State of Oregon, Civil Enforcement Division, Charitable Activities; Kevin Reed, General Counsel for the University of Oregon; and Thomas L. Price, Personal Representative of the estate of the deceased donor.

You are hereby notified that the attached document was filed by the undersigned in the above entitled court on the 8<sup>th</sup> day of November, 2017. Unless you file objections to the petition within 24 days (20 day notice period plus three day mailing period plus one weekend day) after that date, the petition will be granted and the resulting judgment will be binding on all persons interested.

If you file objections within the 24 day period, the court will fix a time and place for a hearing. At least 10 days before the date of that hearing, you must serve a copy of

///

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26

your objections and give notice of the time and place of the hearing to all persons interested.

DATED this 9<sup>th</sup> day of November, 2017.



Laurie A. Nelson OSB # 074478  
Of Attorneys for Petitioner

PETITIONER  
University of Oregon Foundation  
1720 E 13<sup>th</sup> Ave., Suite 410  
Eugene, OR 97403-1905

ATTORNEY FOR PETITIONER  
Laurie A. Nelson  
OSB # 074478  
Gleaves Swearingen LLP  
975 Oak Street, Suite 800  
Eugene, OR 97401  
541-345-2034 (fax no.)  
nelson@gleaveslaw.com

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26

IN THE CIRCUIT COURT OF THE STATE OF OREGON  
FOR LANE COUNTY

In the Matter of the Marion Dean Ross  
Institutional Fund

Case No.

University of Oregon Foundation,  
Petitioner.

PETITION FOR MODIFICATION OF  
INSTITUTIONAL FUND  
Fees determined by ORS 21.135(1), (2)(g);  
ORS 128.328(3)

UNIVERSITY OF OREGON FOUNDATION (the "Foundation"), an Oregon nonprofit corporation, by and through its President and Chief Executive Officer, Paul Weinhold, petitioner, represents to and petitions the court as follows:

1. Attorney General Consent. Notice to the Attorney General's Office with an opportunity to be heard is required by ORS 128.328. Petitioner has received the Attorney General's informal consent to the modification and will seek a signed Consent for filing in this proceeding.

2. Consent of Donor's Surviving Personal Representative. The Donor, Professor Marion Dean Ross, is deceased. There were two co-Personal Representatives of Donor's probate estate. Personal Representative Wallace K. Huntington is deceased. The surviving Personal Representative, Thomas L. Price, does not consent to the modification of the institutional fund and will be sent the required notice of opportunity to object in this proceeding.

1           3.     Venue. Venue for this matter lies in Lane County because the institutional  
2 fund is administered in Lane County, Oregon.

3           4.     Historical Background of Fund. Professor Marion Dean Ross was a  
4 longtime professor at the University of Oregon. He was the first chair of the Department  
5 of Art History, and made many contributions to the field of architectural history. The  
6 Marion Dean Ross Fund (the "Fund") was established at Dr. Ross's death, pursuant to  
7 the probate of his Will. The relevant documents from the probate proceeding, including  
8 Dr. Ross's Will (the "Will"), are attached hereto and incorporated herein as Exhibit 1.

9           The language contained in the Will governing the gift is as follows:

10  
11           **PARAGRAPH VII.** I devise the residue of my estate to the  
12 Board of Trustees of the University of Oregon Foundation (herein-  
13 after called "The Board"), a corporation operated exclusively for  
the benefit of the University of Oregon for the following uses  
and purposes:

14           A. I direct the Board to establish a permanent endow-  
15 ment fund ("Fund") with the proceeds of this devise. The fund  
16 shall be known as the MARION DEAN ROSS FUND. The purpose of the  
17 Fund shall be to provide the means of purchasing photographs and  
books on the history of architecture for use by the Department of  
Art History at the University of Oregon. It is my intent that  
these funds be supplemental to purchases made from the regular  
budget and not in lieu thereof.

18           B. I direct that the principal of the Fund be managed  
19 and directed by the Board and that the net income thereof and so  
20 much of the appreciation as the Board may deem prudent, be dis-  
21 tributed annually. The photographs and books to be purchased  
shall be selected by the faculty of the Department of Art History.  
If the Department of Art History shall cease to exist, then the  
photographs and books on the history of architecture shall be  
selected by the Acquisitions Librarian of the University of  
Oregon Library.

22           C. If the University of Oregon ceases to exist, the  
23 Fund shall be distributed to Pennsylvania State University,  
University Park, Pennsylvania, for the same uses and purposes  
specified in this paragraph.

24           As stated in the Will, the purpose of the Fund was "to provide the means of  
25 purchasing photographs and books on the history of architecture for use by the  
26

1 Department of Art History at the University of Oregon" with the intent that the use of  
2 funds be supplemental to the regular budget, and not in lieu of purchases as part of the  
3 regular budget.

4 5. Reason for Modification. Dr. Ross's initial gift of the residue of his  
5 estate, was valued at \$1.2 million. For the 2016-17 fiscal year, the Fund's spendable  
6 cash was approximately \$312,000. The annual distributable amount from the Fund is  
7 approximately \$94,000.

8 The Fund's annual distributable amount is in excess of the annual amount  
9 required to spend on acquiring photographs and books on the history of architecture.  
10 As noted above, the amount of spendable cash in the Fund is increasing over time, and  
11 the unused surplus cannot be used for Dr. Ross's charitable purposes.

12 Therefore, the Foundation proposes to broaden the charitable purpose of the  
13 Fund by adding to the original the following language:

14  
15 Where annual distributions from the fund are in excess of  
16 reasonable, practicable, and/or prudent use for the aforementioned  
17 purpose, excess distributions may be used to provide for broader research  
18 endeavors of the Department of Art History. Such expenditures may  
19 include Ph.D. fellowship support, faculty research stipends, research  
20 related travel, or other similar types of research related expenditures.  
21 Appropriate amounts and usages are at the discretion of the Dean. In  
22 accordance with the original intent of the fund, where funds are utilized in  
23 this manner, they will be supplemental to expenditures made from the  
24 regular budget and not in lieu thereof.

25 6. Statutory Basis for Modification (UPMIFA). Pursuant to ORS  
26 128.328(3), a court may, in a manner consistent with the Donor's charitable purpose,  
modify the charitable purpose of an institutional fund or a restriction on the use of a fund



1 if the purpose or restriction is wasteful. Here, funds designated by the deceased Donor  
2 are going unused because the purpose or restriction is quite narrow, and the Donor's  
3 large gift overfunds the original limited purpose. Additionally, the modification is  
4 consistent with the deceased Donor's charitable purpose by broadening the purpose  
5 from photographs and books suitable for research purposes to broader research  
6 endeavors of the department selected by the Donor. Donor's original charitable  
7 purpose will remain intact under the proposed modification. The proposed added  
8 language retains Donor's requirement that funds utilized will be supplemental to the  
9 regular budget, and not in lieu of regular budget items.

10 7. Statutory Basis for Modification (UTC). Pursuant to ORS 130.210(1)(c), a  
11 court may apply cy pres to modify a charitable trust if a particular charitable purpose  
12 becomes wasteful. Here, funds designated by the deceased Donor are going unused  
13 because the purpose or restriction is quite narrow, and the Donor's large gift overfunds  
14 the original limited purpose. . Additionally, the modification is consistent with the  
15 deceased Donor's charitable purpose by broadening the purpose from photographs and  
16 books suitable for research purposes to broader research endeavors of the department  
17 selected by the Donor. Donor's original charitable purpose will remain intact under the  
18 proposed modification. The proposed added language retains Donor's requirement that  
19 funds utilized will be supplemental to the regular budget, and not in lieu of regular  
20 budget items.

21  
22 WHEREFORE, petitioner prays for a general judgment approving the  
23 modification of the institutional fund as set forth herein.


24 Dated this 8<sup>th</sup> day of November, 2017.

25   
26 University of Oregon Foundation  
By: Paul Weinhold

President and Chief Executive Officer  
Petitioner

I, PAUL WEINHOLD, HEREBY DECLARE THAT THE ABOVE STATEMENT IS TRUE TO THE BEST OF MY KNOWLEDGE AND BELIEF, AND THAT I UNDERSTAND IT IS MADE FOR USE AS EVIDENCE IN COURT AND IS SUBJECT TO PENALTY FOR PERJURY.

Dated: November 8, 2017.



---

University of Oregon Foundation  
By: Paul Weinhold  
President and Chief Executive Officer  
Petitioner

PETITIONER

University of Oregon Foundation  
1720 E 13<sup>th</sup> Ave., Suite 410  
Eugene, OR 97403-1905

ATTORNEYS FOR PETITIONER

Laurie A. Nelson, OSB # 074478  
Gleaves Swearingen LLP  
P.O. Box 1147  
Eugene, Oregon 97440-1147  
(541) 686-8833  
(541) 345-2034 (Fax)  
Email: [nelson@gleaveslaw.com](mailto:nelson@gleaveslaw.com)



**FILED**  
AT 10:00 O'CLOCK A.M.

APR 16 1991

Circuit Court for Lane County Oregon  
BY gcl

WILL  
OF

MARION DEAN ROSS

50-91-03114 (2)

I, MARION DEAN ROSS, a resident of Oregon, declare that this is my Will and I hereby revoke all my prior Wills and Codicils.

PARAGRAPH I. I direct that my body be cremated and that my ashes be placed in the Ross Family Plot in the Presbyterian cemetery in Williamsburg, Blair County, Pennsylvania, and that the year of my death be inscribed on the Ross tombstone.

PARAGRAPH II. I devise my oil painting which was painted by John Crawley in Norfolk, Virginia in 1829 to the Norfolk Museum of Art at Norfolk, Virginia.

PARAGRAPH III. I devise to the Board of Trustees of the University of Oregon Foundation, a corporation operated exclusively for the benefit of the University of Oregon, my six (6) fold Japanese screen and all of my Japanese woodblock prints for the use and benefit of the Museum of Art at the University of Oregon.

PARAGRAPH IV. I devise:

A. Five Thousand Dollars (\$5,000) to the First Presbyterian Church, Williamsburg, Blair County, Pennsylvania.

B. Ten Thousand Dollars (\$10,000) to WALLACE KAY HUNTINGTON, Portland, Oregon, if he survives me.

C. Ten Thousand Dollars (\$10,000) to THOMAS LEE PRICE, Eugene, Oregon, if he survives me, with the hope that he will use this money to pay for foreign travel by him.

PARAGRAPH V. I devise to WALLACE KAY HUNTINGTON, Portland, Oregon, if he survives me, all of my scholarly papers, manuscripts, notes, files, and research materials authored by me or researched by me. I nominate WALLACE KAY HUNTINGTON as my Literary Executor. If he does not survive me, I devise the same to MRS. ELISABETH WALTON POTTER.

PARAGRAPH VI. I devise my household goods, furnishings, personal vehicles, recreational equipment, jewelry, clothing and other articles of personal or domestic use or ornament and all other personal effects except as stated in the preceding paragraph

MDR.  
I--WILL

gcl

to WALLACE KAY HUNTINGTON and THOMAS LEE PRICE, in equal shares, but to be divided between them as they shall agree. If only one of them survives me, I devise the same to the survivor of them. I request that any slides, books, and works of art that they or the survivor of them does not want be offered to the University of Oregon. I request, but do not direct, that if I have left a list indicating a desire who should receive particular items, that those items be distributed to the persons named in that list.

PARAGRAPH VII. I devise the residue of my estate to the Board of Trustees of the University of Oregon Foundation (hereinafter called "The Board"), a corporation operated exclusively for the benefit of the University of Oregon for the following uses and purposes:

A. I direct the Board to establish a permanent endowment fund ("Fund") with the proceeds of this devise. The fund shall be known as the MARION DEAN ROSS FUND. The purpose of the Fund shall be to provide the means of purchasing photographs and books on the history of architecture for use by the Department of Art History at the University of Oregon. It is my intent that these funds be supplemental to purchases made from the regular budget and not in lieu thereof.

B. I direct that the principal of the Fund be managed and directed by the Board and that the net income thereof and so much of the appreciation as the Board may deem prudent, be distributed annually. The photographs and books to be purchased shall be selected by the faculty of the Department of Art History. If the Department of Art History shall cease to exist, then the photographs and books on the history of architecture shall be selected by the Acquisitions Librarian of the University of Oregon Library.

C. If the University of Oregon ceases to exist, the Fund shall be distributed to Pennsylvania State University, University Park, Pennsylvania, for the same uses and purposes specified in this paragraph.

PARAGRAPH VIII. I name WALLACE KAY HUNTINGTON and THOMAS LEE PRICE as Executors of my Will. If either of them fails to qualify or act as my Executor, I name the other of them as Executor of my Will. If both of them fail to qualify or act as Executor, I name FIRST INTERSTATE BANK OF OREGON, N.A. as Executor of my Will. No bond shall be required of any Executor named herein.

PARAGRAPH IX. No devisee under my Will shall be deemed to have survived me unless that devisee is living on the thirtieth (30th) day after the date of my death.

*WLR.*  
2--WILL

PARAGRAPH X. The validity and construction of my Will shall be determined in accordance with the laws of the state of Oregon at the time of the execution of my Will.

IN WITNESS WHEREOF, I have signed and do declare this instrument consisting of three (3) pages, including this page, to be my Will this 19<sup>th</sup> day of April, 1982, at Eugene, Oregon.

Marion Dean Ross

Marion Dean Ross

On the date of the foregoing Will of MARION DEAN ROSS, I saw him sign it. Upon his declaration that it was his Will, at his request and in his presence and in the presence of the other witnesses, I have hereunto signed my name as a witness.

Helen A. Edwards

Lorraine Lippolis

David N. Andrews

3--WILL

AFFIDAVIT OF WITNESSES

STATE OF OREGON )  
                          ) ss.  
County of Lane )

We, the undersigned, being severally sworn, each say: On the date of the foregoing Will of MARION DEAN ROSS, I saw him sign it. Upon his declaration that it was his Will, at his request and in his presence, and in the presence of the other witnesses, I attested the Will by signing my name thereto.

To the best of my knowledge and belief, he was, at that time, at least 18 years of age and of sound mind.

Heen A Edwards

Lorraine Lippala

Subscribed and sworn to by each of the affiants above named  
this 13<sup>th</sup> day of April, 1982.

David D Andrews  
Notary Public for Oregon  
My Commission Expires: 10-9-83

AFFIDAVIT OF WITNESSES

FILED  
AT 2:25 O'CLOCK P.M.

MAR 20 1992

1 IN THE CIRCUIT COURT FOR THE STATE OF OREGON FOR LANE COUNTY  
2 In the Matter of the Estate )  
3 of )  
4 MARION DEAN ROSS, )  
5 deceased. )  
6 \_\_\_\_\_ )

Circuit Court for Lane County Oregon  
BY [Signature]  
DEPUTY  
Case No. 50-91-03114 (22)  
ORDER APPROVING FIRST AND  
FINAL ACCOUNT; DECREE OF  
FINAL DISTRIBUTION

7 The Co-Personal Representatives filed the First and  
8 Final Account on March 18, 1992, and the time for filing  
9 objections having been waived by the remaining devisee, the  
10 Court finds that:

11 1.

12 All Oregon income, inheritance, and personal property  
13 taxes have been paid and the appropriate release is filed  
14 herewith.

15 2.

16 The Order Approving Partial Distribution entered  
17 December 20, 1991 has been made, and the distribution Receipts  
18 for this partial distribution are filed herewith.

19 3.

20 The Co-Personal Representatives are entitled to  
21 compensation from the Estate in the total amount of \$25,433.94  
22 for services, as provided in ORS 116.173.

23 4.

24 Remaining claims and expenses of administration that  
25 should be paid out of the Estate are as follows:

26 ORDER APPROVING FIRST AND FINAL ACCOUNT;  
DECREE OF FINAL DISTRIBUTION - 1

JOHNSON, CLIFTON,  
LARSON & BOLIN, P.C.  
SUITE 1030 CITIZENS BUILDING  
975 OAK STREET  
EUGENE, OREGON 97401-3176  
(503) 484-3434



1	Reasonable attorney fees (through 2/21/92)	\$ 9,287.50
2	Costs advanced by attorney (through 2/21/92)	\$ 1,194.15
3		
4	Co-Personal Representatives' fee - Thomas L. Price and	\$12,716.97
5	Wallace K. Huntington	12,716.97
6	Miscellaneous costs of administration to close this Estate:	\$ 6,000.00
7	(consisting of attorney's fees, accountant's fees and recording fees, together with a reserve for costs of the ancillary probate in Pennsylvania)	
8		
9	TOTAL:	\$41,915.59

5.

The remainder of the estate assets, after payment of the expenses set forth in Paragraph 4 above, are vested in The University Of Oregon Foundation, the sole remaining devisee.

IT IS ORDERED AND DECREED:

1.

The First and Final Account is hereby approved (except as may be modified by this Order).

2.

The Order Approving Partial Distribution entered December 20, 1991, is hereby confirmed and Receipts for said distribution have been filed with the Court.

3.

The Co-Personal Representatives are directed to pay the remaining expenses of administration as set forth in Paragraph 4 above.

JOHNSON, CLIFTON,  
LARSON & BOLIN, P.C.  
SUITE 1050 CITRENS BUILDING  
875 OAK STREET  
EUGENE, OREGON 97401-3176  
(503) 484-2434

ORDER APPROVING FIRST AND FINAL ACCOUNT;  
DECREE OF FINAL DISTRIBUTION - 2

1  
2  
3  
4  
5  
6  
7  
8  
9  
10  
11  
12  
13  
14  
15  
16  
17  
18  
19  
20  
21  
22  
23  
24  
25  
26

4.

The Co-Personal Representatives are allowed the sum of \$12,716.97 each, as just and reasonable compensation for their services, \$10,481.65 as their reasonable attorney's fees and costs billed through February 21, 1992, as well as an additional \$6,000.00 to be held in a reserve account to cover the anticipated closing expenses as well as the ancillary probate proceedings in Pennsylvania.

5.

The Co-Personal Representatives are directed to make distribution of the remaining estate property to The University of Oregon Foundation, and said assets are hereby vested in The University of Oregon Foundation.

Date: March 20, 1992

  
CIRCUIT COURT JUDGE

Co-Personal Representatives:

Thomas L. Price	Wallace K. Huntington
425 Lawrence Street	20755 Case Road, N.E.
Eugene, Oregon 97401	Aurora, Oregon 97002
Telephone No. (503) 343-1178	Telephone No. (503) 687-1023

Attorney for Co-Personal Representatives:

Richard L. Larson  
JOHNSON, CLIFTON, LARSON & BOLIN, P.C.  
1050 Citizens Building  
975 Oak Street  
Eugene, Oregon 97401-3176  
Telephone No. (503) 484-2434

JOHNSON, CLIFTON,  
LARSON & BOLIN, P.C.  
SUITE 1050 CITIZENS BUILDING  
975 OAK STREET  
EUGENE, OREGON 97401-3176  
150314842434

ORDER APPROVING FIRST AND FINAL ACCOUNT;  
DECREE OF FINAL DISTRIBUTION - 3