

Directors and Officers

Board of Directors. The Board of Directors of the U.S. Charitable Gift Trust (Gift Trust) appoints and oversees the performance and compensation of all service providers to the Gift Trust, Legacy Income Trusts, Donor-Advised Funds and Heritage Pooled Income Funds, approves the investment guidelines of the Legacy Income Trusts, Donor-Advised Funds and Heritage Pooled Income Funds, and takes actions to maintain the Gift Trust's status as a tax-exempt organization and a public charity under federal income tax law and the status of the Legacy Income Trusts and Heritage Pooled Income Funds as pooled income funds. The Board of Directors maintains ultimate control over all aspects of the offering and operations of the Gift Trust and related entities, including the power to replace the Trustee. The current Directors are as follows:

- **Kathleen L. Ames**, Director of Mary W. Harriman Foundation and the Ralph Lowell Society of WGBH. Overseer of Brookline Education Foundation. Life Trustee, Concord Academy, Concord, Massachusetts. Former Chair, Brookline School Committee.
- **Jeffrey P. Beale**, retired Vice President and Chief Administrative Officer of Eaton Vance Corp. Chairman of the Board of Directors, First Literacy Boston. Trustee of Peabody Essex Museum, Salem, Dana-Farber Cancer Institute, Boston and Historic New England, Boston.
- **E. Michael Brown**, retired Managing Director of Scudder, Stevens & Clark, Ltd. Former Chairman of the Board of Directors of Newton Wellesley Hospital and Newell Health Care System.
- **Lawrence L. Fahey**, Vice President and Director of Mutual Fund Services of Eaton Vance, Chief Operating Officer of the Placement Agent and Director of the Trustee. Director, First Literacy Boston and NICSA (National Investment Company Service Association). Co-Chair, Dana-Farber Leadership Council.
- **Katharine Leness**, Partner/Owner of Fund Liquidation Solutions. Overseer of Brookline Education Foundation. Board Member of One Love Boston and Kesem. Trustee, TBG Trust.
- **Michelle A. Shell**, Doctoral Candidate, Harvard Business School. Member, WGBH Advisors Council, Boston Medical Center Exceptional Care Trust Board and Beth Israel Deaconess Medical Center Leadership Board. Former Chair, Massachusetts Convention Center Authority.

A majority of the Directors are unaffiliated with Eaton Vance, and no Director is affiliated with Renaissance Philanthropic Solutions Group (Administrator). Vacancies on the Board of Directors are filled by the remaining Directors. A majority of the Directors who are not affiliated with Eaton Vance must concur with the appointment of any new unaffiliated Director. Donors and income beneficiaries do not have voting rights or the right to participate in the selection of Directors. In accordance with federal tax law applicable to pooled income funds, the Directors are not eligible to be Donors or income beneficiaries of the Legacy Income Trusts or Heritage Pooled Income Funds.


Officers. In addition to delegating certain functions to Eaton Vance, the Trustee, the Administrator and the Placement Agent, the Board of Directors has appointed certain officers to take actions on behalf of the Gift Trust and related entities. The officers of the Gift Trust and related entities, each of whom is an officer of Eaton Vance or the Placement Agent, are as follows: Lawrence L. Fahey, President; Stephanie Rosander, Secretary; Michelle Rousseau, Assistant Secretary; Peter Crowley, Vice President; A. John Murphy, Vice President; John Shea, Vice President; James Kirchner, Treasurer; and Michael Shattuck, Assistant Treasurer.

Limitation of Liability. The Directors will not have liability under the Declarations of Trust of the Gift Trust, Legacy Income Trusts or Heritage Pooled Income Funds for their actions or omissions, nor for actions or omissions of any of their officers, employees or agents to whom administrative or investment authority may be delegated, except as may be caused by the Directors' bad faith or reckless indifference in the performance of their duties. Each of the Gift Trust, Legacy Income Trusts or Heritage Pooled Income Funds maintain insurance policies to protect such entities, the Board of Directors and the officers.

The Gift Trust, Legacy Income Trusts or Heritage Pooled Income Funds will indemnify the Directors against any liability to the fullest extent allowed by applicable law. Each of such entities may also indemnify and hold harmless certain service providers, their agents and nominees from any claims, losses, liabilities or expenses (including reasonable counsel fees and expenses), except as may arise from bad faith or reckless indifference in the performance of their duties. The Trustee does

not have liability for its actions or omissions, except to the extent that such actions or inactions constitute bad faith or reckless indifference in the performance of its duties.

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U.S. Charitable Gift Trust® (Gift Trust) is a tax-exempt public charity offering donor-advised funds. All activities of the Gift Trust, the U.S. Legacy Income Trusts (Legacy Income Trusts) and the pooled income funds established by the Gift Trust prior to the Legacy Income Trusts (Heritage Pooled Income Funds) and the participation of Donors and income beneficiaries in the Legacy Income Trusts and Heritage Pooled Income Funds are subject to the requirements of state and federal law, the terms and conditions of the applicable Declaration of Trust, the current information statement and/or gifting booklet and the completed forms submitted by each Donor. The Board of Directors of the Gift Trust (Board of Directors) reserves the right to modify the program of the Gift Trust, the Legacy Income Trusts and Heritage Pooled Income Funds at any time, subject to the provisions of the applicable Declaration of Trust and state and federal law. Any contribution to the Gift Trust, a Legacy Income Trust or Heritage Pooled Income Fund, once accepted by Eaton Vance Trust Company (Trustee), represents an irrevocable commitment. Contributions cannot be rescinded or changed, and are subject to the exclusive legal control of the Gift Trust, the Trustee and the Board of Directors. Donors to the Legacy Income Trusts and the Heritage Pooled Income Funds should be motivated by charitable intent. As charitable giving vehicles, the Legacy Income Trusts and Heritage Pooled Income Funds should not be treated as, and are not designed to compete with, investments made for private gain. An intention to benefit the Gift Trust and one or more qualified charitable organizations eligible for support by the Gift Trust should be a significant part of the decision to contribute. The tax consequences of contributing to a Legacy Income Trust or a Heritage Pooled Income Fund will vary based on individual circumstances. Prospective Donors should consult their own tax advisors. Distributions to income beneficiaries are not guaranteed by any party, and are subject to investment risk. In considering potential changes in annual distribution rates of the Legacy Income Trusts, the Trustee will assess their long-term earnings potential and seek to balance the interests of current and future income beneficiaries and the charitable remainder interests. None of the Gift Trust, the Legacy Income Trusts or the Heritage Pooled Income Funds has been registered under federal securities laws, pursuant to available exemptions. None of the Gift Trust, the Legacy Income Trusts or the Heritage Pooled Income Funds is guaranteed or insured by the United States or any of its agencies or instrumentalities. Contributions are not insured by the Federal Deposit Insurance Corporation and are not deposits or other obligations of, or guaranteed by, any depository institution.

Eaton Vance Distributors, Inc. is a paid solicitor of the Gift Trust, the Legacy Income Trusts and the Heritage Pooled Income Funds, receiving compensation as described in the applicable information statement or gifting booklet.

This site and the materials herein are directed only to certain types of contributors and to persons in the United States where the Gift Trust, Legacy Income Trusts and Heritage Pooled Income Funds are authorized for distribution.

Publication details: Friday, August 28, 2020 10:37 AM

Page ID: 1220 - <https://www.uscharitablegifttrust.org/board-of-directors.php>

