

**Proposed Vote at the February 4, 2024 Congregational Meeting
of the Wellesley Congregational Church**

**Merger of Congregational Church of Weston with and into Wellesley (Village)
Congregational Church, and Delegation of Authority to Accomplish Same**

VOTED:

- (i) To approve the merger of the Congregational Church of Weston, a Massachusetts non-profit religious corporation (“CCW”), with and into Wellesley Congregational Church, a Massachusetts non-profit religious corporation (“Village Church”), as the surviving corporation in the merger, in accordance with the Massachusetts non-profit corporation statute, and to adopt the Agreement of Merger and the Memorandum of Understanding for the merger in substantially the same form as the two documents are included in a link provided in the January __, 2024, and [*January/February __*], 2024, Weekly Village News; and
- (ii) to confirm that the Moderator, Treasurer, and Clerk of the Village Church have duties functionally equivalent to a president, treasurer, and secretary under the Massachusetts corporations statutes; and
- (iii) that such officers, jointly and severally, be and hereby are authorized to approve the final version of the Agreement of Merger and the Memorandum of Understanding, the text of which shall be substantially the same as the documents linked to the Weekly Village News referred to above, and to execute and deliver the Agreement of Merger, Memorandum of Understanding, Articles of Merger, and any and all other documents, and to take such other actions, as may be necessary or advisable to consummate the merger.