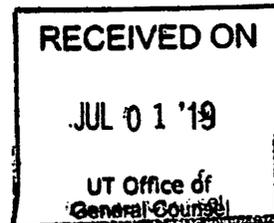


IN THE CHANCERY COURT FOR KNOX COUNTY, TENNESSEE



In the Matter of: )  
THE UNIVERSITY OF TENNESSEE, )  
 )  
As devisee of a charitable gift of real )  
property under the Last will and Testament )  
of Eugenia F. Williams, deceased, )  
 )  
Petitioner. )

Case No. 198278-I

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RESPONSE OF ATTORNEY GENERAL AND REPORTER

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Comes the Attorney General and Reporter for the State of Tennessee, and in response to the Petition of the University of Tennessee, would state as follows:

1. The University of Tennessee is the devisee and charitable beneficiary of approximately 24 acres located in Knox County, Tennessee, under the Last Will and Testament of Eugenia F. Williams ("Will").

2. The Will specifies that "such land will not be subdivided nor sold, in whole or in part, so long as there is a state operated university in the vicinity of Knoxville" but otherwise directs that the property "may be used as the Board of Trustees of The University of Tennessee may determine . . . for some educational, residential, social, cultural or business purpose as will promote an interest of The University of Tennessee System or of The University of Tennessee Knoxville."

3. The University accepted this gift of property upon Ms. Williams' death in 1998. At that time, the residence located on the property had already been vacant for a number of years. Since then, the University has attempted to find a financially viable use of the property that is consistent

with the terms of the Will but has been unsuccessful. The property has now been vacant for over thirty years and the residence is in substantial disrepair.

4. Pursuant to Tenn. Code Ann. § 35-13-114 and § 35-15-413, The University seeks to sell the property subject to the restriction that the property be subdivided into no more than two parcels and each parcel may contain no more than one house. The proceeds from any such sale would be used by the University to fund an endowment that would serve as a memorial to Ms. Williams' father, Dr. David Hitt Williams.

5. Tenn. Code Ann. § 35-15-413 provides that if a particular charitable purposes specified by a trust becomes "unlawful, impracticable, impossible to achieve or wasteful," the court "may apply cy pres to modify or terminate the trust by directing that the trust property be applied or distributed in whole or in part, in a manner that fulfills as nearly as possible the settlor's charitable intent and purposes." These provisions are equally applicable to charitable gifts. *See* Tenn. Code Ann. § 35-13-114.

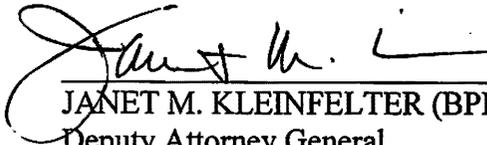
6. Based on the information alleged in the Petition and exhibits thereto, the Attorney General agrees that the terms of the Will are impracticable and that continued application of these terms would also be wasteful and, therefore, that modification of these terms is appropriate pursuant to Tenn. Code Ann. § 35-15-413 and § 35-13-114.

7. The Attorney General further agrees that the University's proposed modification is one that "fulfills as nearly as possible the settlor's charitable intent and purposes" to benefit the University and to honor Ms. Williams' father and, therefore, that such relief is appropriate under and consistent with Tenn. Code Ann. § 35-15-413 and § 35-13-114.

Accordingly, for these reasons, the Attorney General has no objection to the relief requested by the University.

Respectfully submitted,

HERBERT H. SLATERY III  
Attorney General and Reporter



JANET M. KLEINFELTER (BPR 13889)  
Deputy Attorney General  
Public Interest Division  
Office of Attorney General  
P.O. Box 20207  
Nashville, TN 37202  
(615) 741-7403  
[Janet.kleinfelter@ag.tn.gov](mailto:Janet.kleinfelter@ag.tn.gov)

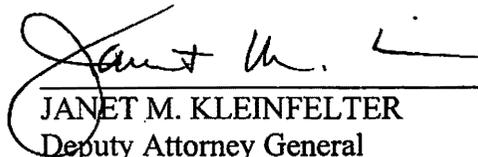
### CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing Response has been sent by first class U.S. Mail, postage prepaid, to:

Matthew Scoggins  
General Counsel

T. Harold Pinkley  
Associate General Counsel  
Office of the General Counsel  
The University of Tennessee  
719 Andy Holt Tower  
Knoxville, TN 37996-0170  
(865)-974-3416  
[scoggins@tennessee.edu](mailto:scoggins@tennessee.edu)  
[Harold.pinkley@tennessee.edu](mailto:Harold.pinkley@tennessee.edu)

This 25<sup>th</sup> day of June, 2019.



JANET M. KLEINFELTER  
Deputy Attorney General