



National Sponsorship and Network Office

**SND USA SPONSORED MINISTRIES
BOARD HANDBOOK
2025**



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WELCOME!

Dear Board Members and Ministry Leaders,

Thank you for answering the call to serve as a member of your ministry's governing board! You play a critical role in advancing the mission of your ministry and ensuring its viability into the future. The Sisters of Notre Dame (SND) have entrusted their legacy to the governing boards of each of the ministries they founded.

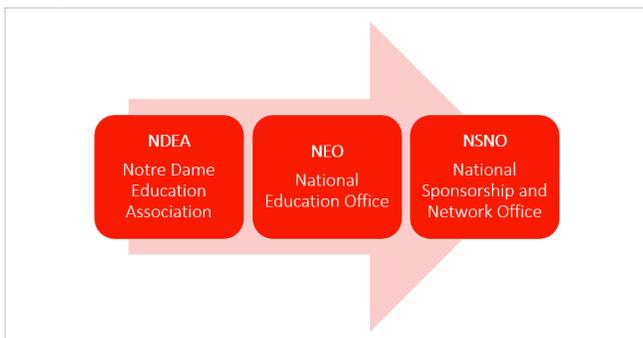
We are all part of a great story that started with the courage and commitment of two young women in Coesfeld Germany, Hillegonde Wohlbring and Elizabeth Kühling, who founded the congregation in 1850. The SNDs moved to the United States in 1874 and then to regions across the world to meet the needs of the times. Today, the SNDs bring God's goodness and provident care to people and communities in 19 countries on 5 continents.

In 2020, the four SND provinces (Chardon, Ohio; Toledo, Ohio; Covington, Kentucky; and Thousand Oaks, California) in the United States became one as SND USA. As the number of religious vocations declines across the United States, the SNDs have prepared for this new reality inviting lay collaborators to join them in their mission to serve the people of God. Today we are blessed with an abundance of lay collaborators in 13 ministries founded by the SNDs.

When the sisters established SND USA, they formed the National Ministry Corporation (NMC) which in turn established the National Sponsorship and Network Office (NSNO). The NMC holds the reserved powers of the SNDs as they relate to mission and Catholic identity. The primary role of the NSNO is to serve our sponsored ministries and facilitate this relationship to the NMC. The office is not new to our ministries; its history dates to 1989 when the SNDs established the Notre Dame Education Association (NDEA). Since its founding as the NDEA and now the NSNO, our office continues to work with, support and serve our SND network, especially in the transition to lay leadership.

Today, the NSNO is honored to work with a network of ministries who enthusiastically honor our SND legacy and carry on the SND charism and mission. The office provides operational support to the NMC board and works with each ministry especially in the areas of board formation, leadership development and accountability for Catholic identity, mission and best practices for sustainability.

We hope this document provides helpful information to the members of the governing boards of each ministry in this network and in doing so continues to advance the ministry's mission. All who govern, lead, and work in these ministries today are part of our great SND legacy and are central to carrying the SND mission forward into the future. In doing so, they are invited to receive the gift of the SND charism - to embrace God's goodness and provident care and making that known to all those we serve.



The National Sponsorship and Network Office began as the Notre Dame Education Office in 1989.

Gratefully in mission,

Laura Koehl, Ed.D
Director, NSNO

INTRODUCTION

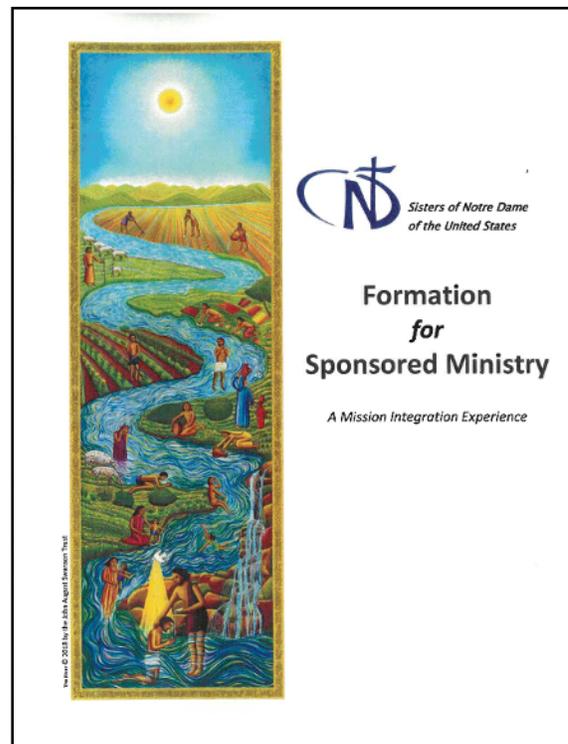
Service as a member of the governing board of your ministry is a special calling to honor the legacy of the Sisters of Notre Dame. Thank you for providing your time and talent as a member of the board of this ministry founded by the Sisters of Notre Dame (SND). Your involvement advances the specific mission of the ministry you serve by shaping its policies, upholding its Catholic identity, ensuring financial viability, and engaging the many constituents and stakeholders.

This document is provided by the SND USA National Sponsorship and Network Office (NSNO) and intended to supplement the specific board materials provided by each governing board to their members. This NSNO board document provides information on:

- SND Heritage: Mission, Vision and Charism
- SND Educational Vision and Principles
- SND Governance: National Ministry Corporation (NMC)
- National Sponsorship and Network Office (NSNO)
- Board Governance: Fiduciary Roles and Responsibilities
- Best Practices for Effective Board Governance
- Resources

NSNO also provides a Board Formation program which is implemented with each board over a period of time and includes eight themes:

- Vocation
- SND Heritage and Legacy
- Spirituality
- Ministries of the Church
- Catholic Social Tradition 1
- Catholic Social Tradition 2
- Leadership and Stewardship
- Discernment



THE SISTERS OF NOTRE DAME

The story of the founding of the Sisters of Notre Dame provides important context for your ministry and its unique character, culture and mission.

Mission of the Sisters of Notre Dame

A Catholic congregation of women religious, the Sisters of Notre Dame of the United States are united in one heart, one hope, and one mission to proclaim God's goodness and compassionate love for people of all faiths and cultures through a variety of ministries, both national and international, particularly serving those who are poor and marginalized. (sndusa.org)

The SND Story Begins

The Sisters of Notre Dame began in Coesfeld, Germany in 1850. Two teachers, Hilligonde Wolbring and Elisabeth Kühling, cared for the poor, neglected children whose families were unable to provide for them. At the invitation of Rev. Theodore Elting, the two women enthusiastically decided to continue their good work as vowed religious. They adopted the religious rule of life from St. Julie Billiart, the French foundress of the Sisters of Notre Dame de Namur whose frequent phrase "How Good is our Good God" fit perfectly with their mission to minister to the people of Coesfeld.



The Coesfeld Sisters of Notre Dame developed a flourishing educational ministry based on the principles of Rev. Bernard Overberg, who emphasized love for God and a practical education as the means to a happy life for all children. His many ideas about careful preparation for class, the power of telling a story, appropriate age-level education and especially the love a teacher has for all children influenced the ministries of these first sisters.

The sisters' work quickly spread to 30 locations within 20 years. Sadly, their work was thwarted when the Kulturkampf laws of the 1870's expelled teaching congregations from Prussia, the leading state of the German Empire. Faced with the choice of either abandoning their vocation or leaving their homeland, the Sisters of Notre Dame sought a new mission field in the United States.

On July 4, 1874, eight pioneer Sisters of Notre Dame arrived in the United States to establish the first American mission in Cleveland, Ohio. Despite the hardships, poverty, and difficulties of adjusting to a new country, they persisted and quickly expanded. As American young woman of many nationalities joined the congregation, these were years of exciting growth as the Sisters of Notre Dame quickly expanded their reach to missions in Covington, Kentucky in 1874, Toledo, Ohio in 1877, and Los Angeles, California in 1924.



**Sisters of Notre Dame
of the United States
(SND USA)**
464 Sisters, median age is 79

**Thousand Oaks, CA
Covington, KY
Toledo, OH
Chardon, OH***

**July 5, 2020
Immaculate Conception Province**

The Sisters of Notre Dame continue to serve in ministry work around the United States. The four original provinces are now called regions of the SND USA national province (*Chardon is the province headquarters).*

The sisters in each geographic area built their own administrative centers and schools and welcomed new members. From each location the sisters extended their education, healthcare, and faith formation ministries across the United States and to new international missions. The community spread internationally to Brazil, India, South Korea, Indonesia, Papua New Guinea, Uganda, Tanzania, Mozambique, Philippines, Vietnam, China – 19 countries all total on five continents spanning 14 time zones.

With the advent of 21st century communication technologies, the Sisters began planning for a shared future that would combine their strengths and ministry commitments into a broad national platform for expanded outreach and service.

On July 5, 2020, after nine years of preparation, the four provinces of Chardon, Covington, Thousand Oaks, and Toledo became one SND USA Province.



Worldwide in 2023
1700 Sisters of Notre Dame
5 Continents -19 Countries

SND Charism

Every religious congregation possesses a charism, a special gift of the Holy Spirit given for the good of the church. The charism of a congregation can be experienced as a contagious, identifiable spirit that expresses an entire way of life - a distinct spirit that directs and guides all members. It is personal and relational, and becomes real when acted upon, believed in, and shared with others.

The charism of the Sisters of Notre Dame is rooted in prayer and contemplation and is marked by:

- a deep experience of the goodness of God
- the reality of God's provident love and care for each person
- a spirit of joyful simplicity and trust
- love and devotion to Our Lady
- a living expression enriched by the creative fidelity of each sister

The Sisters of Notre Dame share in the special gifts of the Holy Spirit given to their spiritual mother, St. Julie Billiart, and carried on by their foundresses, Hilligonde Wolbring, and Elisabeth Kühling, in their service to the Church and all humankind. This charism inspires compassionate love, especially for those most in need. Sisters of Notre Dame come from all walks of life, at various times of their lives, from different careers, cultures, and collective experiences. Their charism inspires the ministries they have founded in regions across the globe.

Those who govern and lead in ministries founded by the SNDs honor their charism by living Gospel values in vibrant communities, that promote Catholic education and healthcare, especially for women and children, and bringing God's goodness and provident care to all they serve.



The SNDs continue to minister to people across the globe, especially to those at the margins of society.

The Educational Vision and Principles of The Sisters of Notre Dame

The mission of the SNDs is guided by their vision to promote the mission of Jesus in our world and by principles that define a real lived experience of their charism to share God's goodness and provident care with others.

SND Vision

Impelled by Jesus Christ and his mission and our rich educational heritage, we provide a Catholic environment of educational excellence for the transformation of individuals and society.

We form persons who are skilled and committed to journey together in hope as witnesses and catalysts for the responsible care of all God's creation and for justice and peace, especially for those on the margins of society.

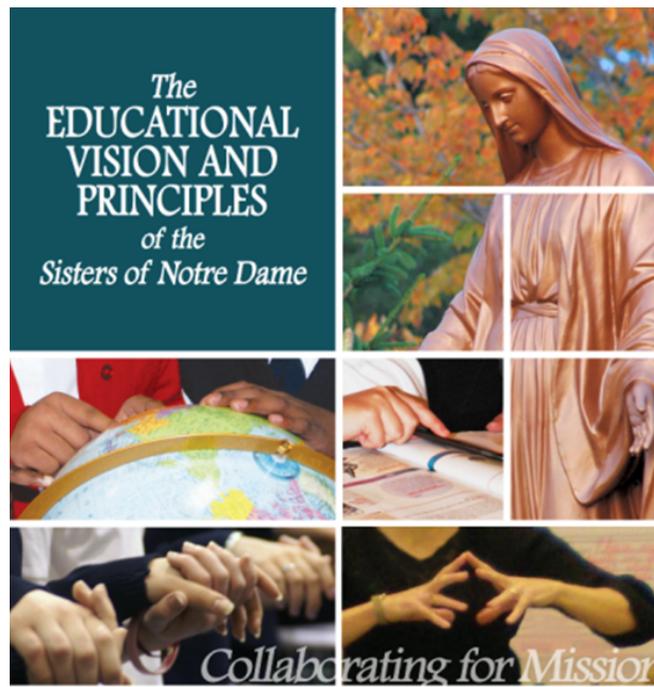
SND Educational Principles

Principle One: The Centrality of a Good and Provident God

Principle Two: The Human Dignity of Each Person as an Image of God

Principle Three: The Notre Dame Educator as a Gospel Witness

Principle Four: An Integrated Education for Transformation



These booklets are available in the resource section of the NSNO website: nsno.sndusa.org

SND USA GOVERNANCE

Sponsorship

“Sponsorship honors the past, lives in the present, and prepares for the future.”

Dr. Laura Koehl, Director of NSNO

All the institutions founded by the Sisters of Notre Dame in the United States are official ministries of the Catholic Church. Each sponsored ministry has its own unique mission, which is an expression of the SND mission in a particular setting. The Catholic identity of each ministry flows from the Catholic identity of SND as a Roman Catholic congregation of women religious. Sponsorship is a structured and dynamic relationship between the sponsored ministry and the Sisters of Notre Dame of the United States with the purpose of ensuring the Catholic identity of the mission and furthering the mission of the Sisters of Notre Dame.



There are 13 boards governing the sponsored ministries in four regions of SND USA 2025.

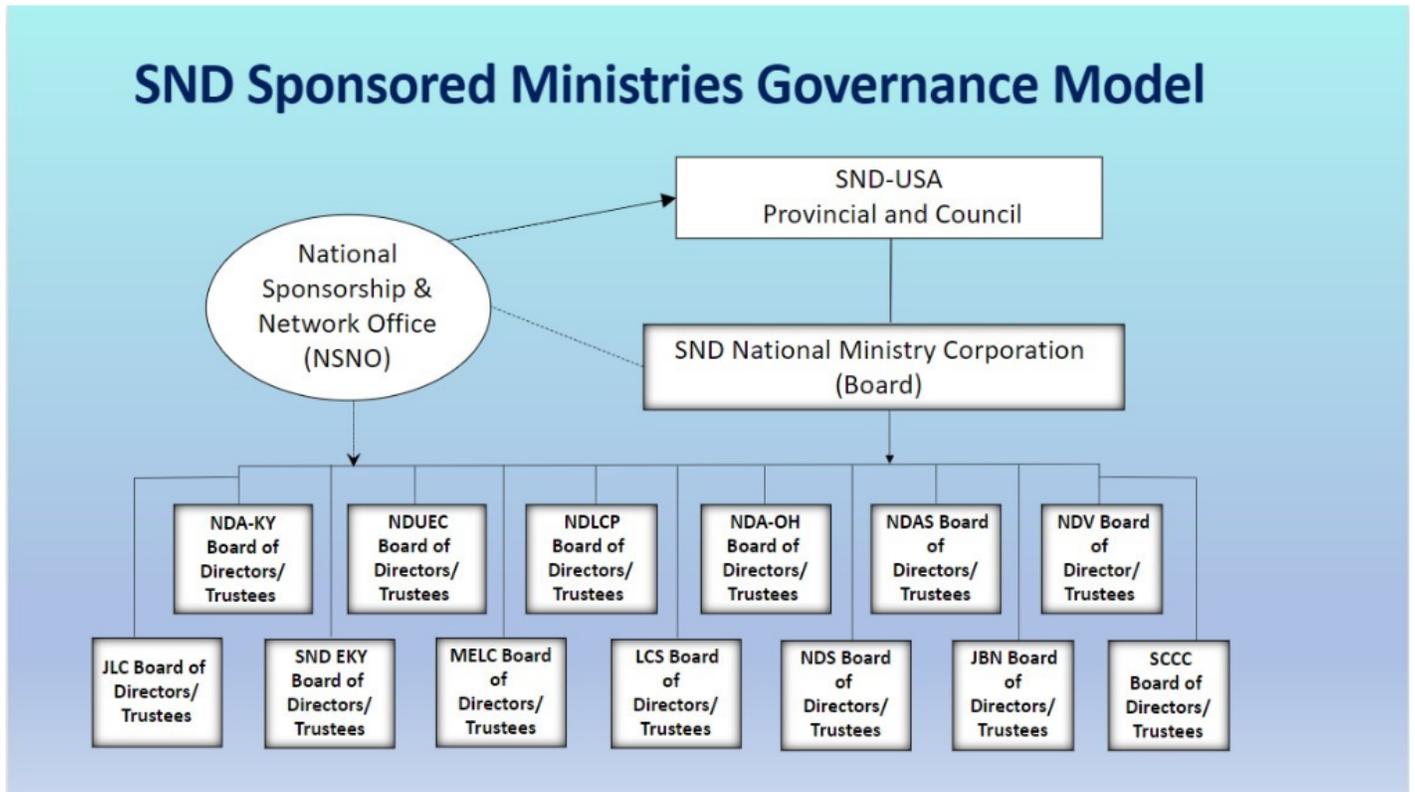
Formally, sponsorship is a connection between canon law and civil law. The civil law structures of the sponsored ministries reflect the canonical governance structure. Sponsorship is defined by the reserved powers held by the National Ministry Corporation Board (NMC).

These reserved powers fall under the categories of purpose (mission), people (CEOs/board members), and property. Reserved powers are set forth in each sponsored ministries code of regulations, articles of incorporation, or by-laws.

The National Ministry Corporation is entrusted with and ensures the mission and Catholic identity of each ministry. The NMC is the sole member of each ministry corporation and is accountable to the Church.

The Board of Directors/Trustees of each ministry governs in accord with the SND Mission and Catholic identity. They assume canonical and civil accountability and are responsible for faithful stewardship of assets, risk management, and strategic planning to identify priorities and appropriate resource alignment.

The leadership and management of the ministry, which includes Presidents, CEOs and Heads of School, are responsible for the day-to-day operations of the ministry and integrating Catholic identity and mission into the daily operation.



The governance structure that supports SND sponsorship.

Sponsored Ministries of the SNDS (as of May 2025)

Covington, Kentucky

- Julie Learning Center
- Notre Dame Academy
- Notre Dame Urban Education Center
- SND Eastern Kentucky Foundation
- St. Charles Community

Chardon, Ohio

- Julie Billiard Schools
- Notre Dame Schools
- Notre Dame Village

Toledo, Ohio

- Lial Catholic School
- Maria Early Learning Center
- Notre Dame Academy

Los Angeles, California

- Notre Dame Academy
- Notre Dame Elementary
- Notre Dame Learning Center Preschool

National Ministry Corporation (NMC)

The **National Ministry Corporation (NMC)** was created to exercise any and all reserved powers of the SNDs as set forth in each ministry's by-laws/code of regulations and articles of incorporation.

The NMC mission is to maintain and spread the charism and spirit of the SND Congregation through its various Institutions and other endeavors dedicated to promoting the Gospel values of Jesus Christ and the principles of the Congregation. (SND NMC Code of Regulations)

The NMC is a 501 c3 nonprofit organization and is represented by a Board of Directors whose membership includes representation from all four regions (Chardon, OH ,Toledo, OH; Covington, KY; and Los Angeles, CA). The board operates as a volunteer board appointed by the congregation and consists of 5 to 9 members with the majority of the voting members being members of the congregation. NMC Board members serve as liaisons to the sponsored ministries and collaborate with the NSNO to ensure self-sustaining ministries honoring the legacy of the SNDs.

The governance role of the NMC is to ensure that SND sponsored ministries operate in accordance with the church's canon law and applicable codes of civil law and remain financially viable and true to their missions.

Reserved powers held by the NMC and required by the canon law are:

- **Purpose:** The NMC Board works with each ministry to ensure accountability for mission and Catholic identity. This is demonstrated in the ministry's programs and operations related to mission and Catholic identity and also the long-term sustainability of each ministry. The Assessment for Sponsored Ministries is a process which engages boards and members of each community in assessing mission and Catholic identity (see page 11).
- **People:** The NMC has responsibilities related to the CEO/President/Head of School and the governing board members. In appointing a new ministry leader, the board is required to submit a final slate of candidates for approval prior to making a final selection. Board member appointments are submitted to the NMC for approval.
- **Property:** Ministry governing boards hold in trust the assets such as facilities of the ministry, but ultimately these are assets of the Catholic Church. Any change, such as the sale or removal of the property from the ministry, would be considered alienation and must be approved through the NMC board. The NMC board has set capital spending thresholds that require NMC board approval as well.

The goals of the NMC are implemented through the work of the NSNO, which provides support and services to the SND sponsored ministries.

"We are challenged to intentionally identify the strategies, actions, and disciplines that will ingrain and cement the spirit and charism of the Sisters of Notre Dame in each ministry as we transition to lay leadership."

Bruce Jarosz, NMC Board Chair

National Sponsorship and Network Office (NSNO)



The National Ministry Corporation created a Sponsorship and Network Office (“**SND National Sponsorship and Network Office**”) to provide, among other support and services: (i) general board formation and governance training and educational and operational support to the Institutions; and (ii) general support to the Ministry Corporation’s Board of Directors and to act as the primary point of contact and liaison between the board and the institutions. (NMC Code of Regulations)

The National Sponsorship and Network Office (NSNO) advances the mission of the Sisters of Notre Dame through the services it provides to the NMC and the ministries in the network. NSNO works with ministries to provide support for effective governance and leadership that promotes mission, Catholic identity and institutional viability.

NSNO provides:

- Board governance resources and guidance on best practices
- New board member on-boarding
- Board Formation Program
- Operational support to the NMC members
- Primary point of contact between the NMC Board and the ministries
- Resources related to governance, leadership, SND Heritage, and Mission
- Guidance on board leadership and board member recruitment
- Information on Mission Integration
- Facilitate Mission Assessment Process
- Support and Guidance on Leadership Development and Succession Planning
- Networking for Resources and Program Ideas and Development

NSNO Staff

Laura Koehl, Executive Director - lkoehl@sndusa.org

Sr. Joanne Keppler, Associate Director for Mission and Formation - jkeppler@sndusa.org

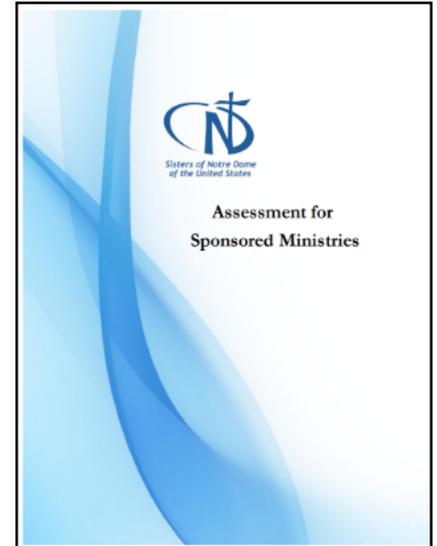
Lisa Fredrickson, Programs and Services Manager - lfredrickson@sndusa.org

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Governance and Accountability

In representing the Sisters of Notre Dame and exercising the reserved powers, the National Ministry Corporation (NMC) holds each ministry accountable to Mission and Catholic Identity as well as a fiscal sustainability by requiring the following:

- **Assessment for Sponsored Ministries** - This process enables a sponsored ministry to quantify, with evidence, its alignment to Catholic identity and mission effectiveness in the framework of sponsorship by the Sisters of Notre Dame. The NSNO facilitates and oversees the Assessment of Sponsored Ministries process required by the NMC Board. The assessment is meant to be a formative process that reviews five domains or characteristics necessary for Catholic identity and mission effectiveness. These domains are Charism in Action; Mission and Vision; Leadership and Collaboration; Transformative Education and Care; and Stewardship and Sustainability. The assessment is completed every three years.
- **Financial Reports** - The NMC reviews annual audits, annual reports, annual budgets (projected and actual) and capital expenditures.
- **Annual Reports** - A written report summarizing census and financial data, current state of the ministry, and a look ahead to notable challenges and opportunities, particularly those that affect mission, Catholic identity and sustainability. NSNO conducts Annual Meetings to provide ministry and board leaders opportunity for in-depth discussions about aspects of the report they deem most important. It is also an opportunity for the NMC and NSNO to have a greater understanding of the state of each ministry and ways that we can provide support.



The NMC requires approval for actions related to mission, ministry leadership, capital expenditures over the annual spending limit and board membership. These flow from the reserved powers held by the NMC on behalf of the SNDs.

Approval categories include:

- Changes to the mission
- CEO/President/Head of School (approve slate of finalists in a search)
- Board Members (approval for new members only)
- Financial Auditor and Legal Counsel
- Capital expenditures that exceed spending limits for each fiscal year
- Debt financing, loans that include collateral

BOARD GOVERNANCE

*"We must have courage in the century we live in.
Great souls are needed, souls having the interest of God at heart."*

St. Julie Billiart

The governing role of the ministry board holds the significant responsibilities of ensuring Catholic identity and advancing the mission of the ministry while honoring the legacy and charism of the Sisters of Notre Dame. The governance role of each board is defined by its bylaws/code of regulations. The code/bylaws provide a framework that defines how a Board of Directors/Trustees operates, ensuring it is effective and ethical in fulfilling its fiduciary duties. This includes descriptions of specific roles for board members, officers and committees. It encompasses the rules, processes, and structures that guide the board's behavior, decisions and oversight of the organization.

The board's legal authority to exercise authority over an organization on behalf of the community it serves is defined by civil and canon law and set forth in its bylaws and code of regulations. It is imperative that governing boards understand their accountability to the ministry community, the congregation, and the broader church. The fiduciary duty of the board is paramount, and each member is a fiduciary of the ministry providing oversight of the ministry's mission, Catholic identity and resources.

Serving on a governing board of a sponsored ministry is a calling to serve and in many ways a vocation. Effective governance is accomplished through a dedicated board whose members understand and responsibly execute their duties to the best of their ability. Members bring their expertise and life experience to their board service. Governance is group action that requires collaboration and consensus.

The board's sole employee is the CEO/President/Head of School. The board holds accountable and provides support to the ministry leader. Typically the ministry leader is an ex officio of the board with or without voting rights. It is important for the board and ministry leader to maintain effective communication that reflects a clear understanding of their roles in governing and leading the ministry.

The board is responsible for its own composition and leadership. Members of the Board of Directors/Trustees of each ministry are vetted and elected by the board through a process they deem appropriate for their ministry. The NMC approves all new board members who have been vetted by the ministry board.

Board Composition

An effective board is composed of individuals who contribute skills, experience, wisdom, time and other resources to the school. Board members bring their specific life experience and expertise to serve the best interest of the ministry. A strategic board development plan helps the board to identify and recruit members and officers. Board terms ensure that the board is infused with new ideas yet retains consistency and continuity.

A board matrix can be utilized to track board composition needs and how those are fulfilled. A sample matrix is available in the resource section of the NSNO website (www.nsno.sndusa.org). This matrix can facilitate succession planning, which is an important process that board leadership should have in place. This helps identify and track key areas of need for the board in terms of membership and leadership.

New members are oriented to the board's overall responsibilities and the ministry's programs and activities. In recruiting and onboarding new members, new members should be aware of the key areas of knowledge and responsibility that will make them a successful board members.



Each board member offers her/his unique set of experiences and skills. Every board member should seek to gain a solid understanding of their roles in each of these six areas.

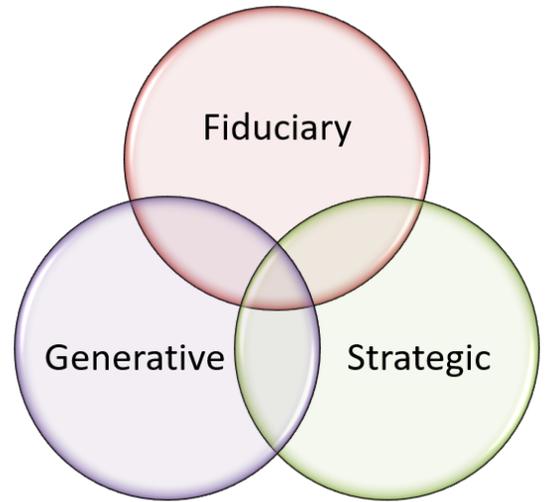
Board Committees

Board structure depends on effective committees aligned with strategic priorities. These committees are described in the Ministry Bylaws/Code of Regulations. While every board should have an Executive and Finance Committee, other committees will address areas such as enrollment, advancement, education, facilities and governance. Each board member should serve on at least one board committee. Board committees can include staff and administration, as well as individuals from the broader community offering an effective opportunity for recruiting new board members.

Board Member Roles and Responsibilities

Board member roles and responsibilities can be categorized in three main areas:

- **Fiduciary:** duties that prioritize the best interest of the ministry and its stakeholders and provide faithful stewardship of all tangible assets.
- **Generative:** engagement that utilizes critical thinking, problem solving and innovation to advance and fund the mission.
- **Strategic:** commitment to identifying key priorities through stakeholder engagement and board/leadership accountability for implementation.



Board members hold significant responsibility for the financial sustainability of the ministry. The board must approve annual budgets, evaluate financial policies, and review periodic financial reports to ensure that the ministry has the necessary resources to carry out their mission, both now and in the future.

Board members must collect, interpret, and evaluate information and apply their knowledge and individual skills to create innovative solutions to ensure a sustainable future and a competitive advantage for the ministry. The board has a responsibility to advance the mission of the ministry through developing and implementing its strategic priorities.

As board members work to ensure mission, Catholic identity and the long-term sustainability, one of the most important roles a board member plays is the role of ambassador to the ministry community, the larger civic community, and to the church.

Boards are effective in carrying out their governance responsibilities when members:

- Support and promote the mission through strategic planning and advocacy
- Support and hold accountable the ministry leader (CEO/President/Head of School)
- Attend and actively participate at board meetings and collaboratively work toward effective decision making
- Approve and monitor the annual budget and financial reports with frank discussions about sustainability
- Assist in the acquisition of resources through direct giving or connecting those who can give
- Respect confidentiality
- Identify conflicts of interest

The Fiduciary Role of the Board

The governance role of the board and its members requires commitment to understanding and fulfilling their fiduciary obligations that include legal, fiscal, and ethical responsibilities. The role of a fiduciary is the highest relationship recognized by the law. As a fiduciary, board members are required to act in the best interest of the ministry at all times.

The fiduciary duties of a board are:

Duty of Care: Board members provide the same care and concern to their oversight of the ministry as any prudent person would in managing their own personal matters.

Duty of Loyalty: Board members must act in the best interest of the ministry, putting the interests of the organization before any personal or professional concerns and avoid conflicts of interest.

Duty of Obedience: Board Members must ensure that the organization complies with all applicable federal, state, and local laws and regulations, and that it remains committed to its established mission.

Duty of Confidentiality: Board members must treat all such information with the highest degree of care and take all reasonable steps to protect the confidentiality of any such information. Without the express authorization of the board, no one is authorized to release any information regarding the ministry.

Duty of Prudence: Board members have an obligation to ensure that decision making and assets of the ministry are managed and in good faith.

Duty to Disclose: Board members must ensure transparency in their decisions and actions.



The Board and the CEO/President/Head of School

The board has the responsibility to select the CEO/President/Head of School. The oversight and evaluation of the performance of the CEO/President/Head of School is one of the critical functions of the board. This includes annual goal setting and performance evaluations.

Understanding the roles of the board and the ministry leader is an important factor in successful governance. In general the CEO/President/Head of School is responsible overseeing effective implementation of the ministry's programs and services in support of the mission. The board is responsible for establishing and overseeing implementation of the ministry's strategic priorities that advance its mission and ensure its sustainability.

The relationship between the board chair and the CEO/President/Head of School is essential to effective governance and meeting the ministry's strategic goals and priorities.

Key Areas	Board Chair/Governance	Shared Responsibility	CEO/President/Head of School
Policy and Planning	Mission and core values to guide strategic planning	Strategic planning impact on mission and organizational growth	Program implementation and effectiveness
Budget and Finances	Adequate resources, protecting assets	Fiscal stewardship	Budget for board approval
Board Meetings	Leadership for effective board meetings	Board meeting agenda	Needs for effective board meetings: materials, location
Personnel	CEO accountability	Effective staff resources	Staff accountability
Fundraising and Development	Board engagement in resource development	Solicitation from outside donors	Fundraising plan
Public Relations	Advocacy for mission with key stakeholders	Messaging to convey organizational purpose	Public face and official spokesperson

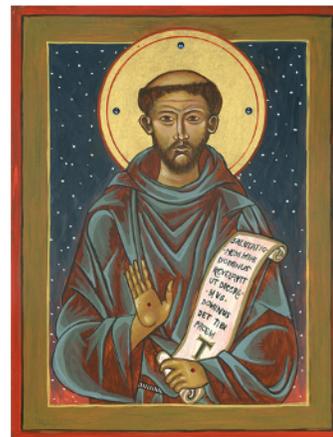
Key areas with roles that define an effective relationship between the board and CEO/President/Head of School.

The Ideal Board Member

- Actively supports and promotes the ministry's mission.
- Is knowledgeable about the ministry's strategic goals as well as current operations and challenges but is not involved directly in day-to-day management, personnel, or operational issues.
- Understands his/her responsibility to set policy and focus on long-range and strategic issues.
- Serves willingly on board committees and leadership positions where appropriate.
- Respects the relationship with the CEO/President/Head of School who is responsible for carrying out the policies and directives of the board.
- Guards against conflicts of interest, whether personal or business related.
- Supports the decision of the board as a whole, and respects that the board must always speak with a single voice.
- Uses his/her skills and talents in his/her work with the board and its committees.
- Exercises fiduciary responsibility to the ministry including sound financial management.
- Respects confidentiality for all individual comments and group discussions in the board room.
- Works to build a collegial atmosphere that contributes to open, honest dialogue and leads to consensus.
- Avoids judgments on the basis of information received from individuals outside the board, and ensures that all matters of concern are called to the attention of the ministry leader and/or board's elected leaders.
- Acts in good faith and provides wisdom and relevance to the board's deliberations.
- Suggests to the appropriate committee possible nominees for board membership -- individuals who provide relevant experience and background that fit the needs of the ministry.
- Prepares for, attends and actively participates at board meetings.

YOU MAY NOT BE A
SAINT,

BUT YOU CAN STRIVE
TO BE THE COMPLETE
BOARD MEMBER!



Best Practices

Guidelines for effective participation in board meetings include:

- Be prepared to actively participate in board and committee meetings and appropriate ministry activities when possible.
- Ask timely and substantive questions at board and committee meetings, consistent with your conscience and convictions.
- Maintain confidentiality of the board's executive sessions and any confidential information. Never speak for the board or organization unless authorized to do so, being mindful that private opinion on any matter can be construed by others as the board's official posture.
- Responsibly suggest board and committee meeting agenda items to board leaders to ensure that significant policy-related and strategic matters are discussed.
- Follow and support the decisions of the board even those you may disagree with.

Board Relationship with staff/constituents:

- Counsel the chief executive as appropriate, providing support through difficult relationships with groups or individuals.
- Do not ask staff for favors, including special requests for extensive information that may take extraordinary time to gather and is not part of ongoing board or committee work unless you have consulted with the board chair, or appropriate committee chair.
- Remember that the chief executive is responsible for assessing staff performance.
- Avoid the appearance of a conflict of interest that might compromise the board or the organization; disclose any possible conflicts to the board in a timely fashion.
- Maintain independence and objectivity and do what a sense of fairness, ethics, and personal integrity dictate.
- Never accept or offer favors or gifts from or to anyone who does business with the organization.

Conflicts of Interest:

A board member cannot have a professional or personal interest that puts him/her in conflict with the best interests of the ministry. Signed conflict of interest declarations are required every year. Examples of impermissible conflicts are:

- Having a financial interest in a vendor providing services or goods to the ministry and approving that contract as a member of the board.
- Attempting to influence a member of the administration or staff in order to secure special favors for himself/herself, his/her family or friends.
- Attempting to gain admission or a job for a friend or member of the board's family.

If a board member believes she/he has a position or interest that may give rise to a conflict of interest, the member is obligated to bring it to the attention of the board chair or the ministry's legal counsel and excuse herself/himself from the discussion and the decision-making process with regard to the issue that generates conflict.

Board Participation

Participation in the meetings and decision-making activities of the board are essential. This includes:

- Attendance at board meetings: A board cannot govern effectively unless members attend and are prepared for meetings. Members must read and analyze materials provided in advance of the meeting.
- Serve on a board committee: Each board member participates in at least one of the regular board committees and/or ad hoc committees. Much of the work of the board occurs in committees and active participation in committees is essential to the board's fulfillment of its governance responsibilities.
- Board membership extends beyond board meetings. Each member is expected to be an advocate for the ministry in the community. Board members are the public face of the ministry wherever they may be, and adherence to the highest ethical standards is a prerequisite to serving on the board.

Resources

The National Sponsorship and Network Office website (<https://nsno.sndusa.org>) provides helpful information for SND ministries including a *Leadership and Board Members* area under the "Resources" tab. Subject areas in the *Leadership and Board Members* area include:

- Board Roles and Responsibilities
- Board/CEO Leadership
- Board Development
- Board Structure and Processes
- SND Governance/Heritage

Hover over or click on the QR code below to visit the NSNO website.



Glossary of Terms

Associates: Lay women and men who, while maintaining their state of life whether married or single, are attracted by the spirituality of the Sisters of Notre Dame (SNDs) and have chosen to affiliate themselves with the sisters to deepen their faith and outreach in the spirit of the SNDs.

Board of Directors/Trustees: The governing body of a sponsored institution which has specific legal and ethical responsibilities for the institution.

Canon Law: The body of laws and regulations made by or adopted by ecclesiastical authority for the governance of the Roman Catholic Church and its members.

Charism: The spirit of a community resulting from the founder's experience of God. The charism of the SNDs is a deep experience of God's goodness and provident care.

Congregation: The name for the whole international community of the SNDs headquartered in Rome, Italy.

Constitutions: Document approved by the Vatican which describes the guidelines for the sisters' lives within the Congregation; sometimes called "the rule."

Foundress: A woman who establishes a religious congregation. The foundresses of the SNDs are Hilligonde Wolbring (Sr. Maria Aloysia) and Elizabeth Kühling (Sr. Maria Ignatia).

Formation: The training and education of members and colleagues of a religious congregation.

General Chapter: A collegial body composed of elected and ex-officio members, when in session, is the highest authority in the Congregation. The SNDs usually hold a General Chapter every six years.

Governance: The legal authority of a board to establish policies that will affect the life and work of the organization while holding the board accountable for the outcome of such decisions.

Ministry: Public service rendered by members of the Church.

National Ministry Corporation: Those who exercise the reserved powers for a sponsored institution on behalf of the religious community.

Province: A geographic administrative unit within the Congregation. SND USA is one province with four regions -- Chardon, Covington, Los Angeles and Toledo.

Provincial Council/Leadership Team: The Provincial and those sisters she has named who serve as her advisors in the governance and administration of a province. Generally this group also serves as the Corporate Board of the legal corporation of the province of the SNDs.

Provincial: A sister appointed by the Superior General to lead the governance and administration of the affairs of the province. The SNDs' provincial has a six year term and may be re-appointed for one additional three year term.

Reserved Powers: In the structure of a sponsored ministry, the governance responsibilities belonging to the religious congregation; generally those related to the preservation of mission, Catholic identity and other issues related to Canon law requirements.

Sponsorship: A formal relationship between a recognized Catholic organization (SNDs) and a legally formed entity entered into for the sake of promoting and sustaining the Church's mission in the world.

Sponsored Ministry: A civilly incorporation entity which has a formal relationship with the SNDs. The sisters allow the institution to use their name, retain certain governing responsibilities and assume accountability to the Church authorities for the ministry.

Superior General: A sister elected by the members of a General chapter to lead the international Congregation. She has a six year term and may be re-elected for one additional six year term.