I. Purpose

To provide guidance regarding the role, duties, and responsibilities of Trustees of Parishes within the Archdiocese Territory.

II. Definitions

"Archbishop" means the sitting Archbishop of St. Paul and Minneapolis (or the appointed Apostolic Administrator).

"Archdiocese" means that certain corporate entity formed, maintained and existing under Minnesota Section 315.16 with the Minnesota Business Name: “The Archdiocese of St. Paul and Minneapolis”.

"Archdiocese Territory" means the (12) counties of the greater Twin Cities metropolitan area: Ramsey, Hennepin, Washington, Dakota, Anoka, Carver, Wright, Scott, Chisago, LeSueur, Rice, and Goodhue; and those persons outside the geographical territory over whom the Archdiocese has the ability to direct or control.

"Family Member" means a spouse, parent, child or spouse of a child, brother, sister, or spouse of a brother or sister, or person living in the same household of a responsible person.

"Parish" means a parish within the Archdiocese Territory that is Archdiocese–recognized as Catholic.

"Parish Corporate Board" (Board) means the Archbishop, the Vicar General, the Pastor, and the two appointed lay Trustees of the Parish corporation and, according to the Certificate of Incorporation, have the power to transact all business of the corporation.

"Parish Finance Council" means the canonical consultative body established in a Parish in accordance with canon 537 of the 1983 Code of Canon Law and the policy of the Archdiocese, which provides consultation to the Pastor from a cross-section of parishioners to share their thoughts and insights on financial topics in service to the mission of a specific Parish.

"Parish Pastoral Council" means the canonical consultative body established in a Parish in accordance with canon 536 of the 1983 Code of Canon Law and the policy of the Archdiocese, which provides consultation to the Pastor from a cross-section of parishioners to share thoughts and insights in service to the mission of a specific Parish.
“Pastor” a Parish Pastor or a parochial administrator, as the case may be.

“Trustees” means the two lay members of the Parish appointed to serve as members and officers of the Parish corporation, in accordance with Minnesota Statutes Section 315.15.

“Vicar General” means the priest or auxiliary bishop appointed by the Archbishop as Vicar General and Moderator of the Curia.

III. Policy

A. APPOINTMENT OF TRUSTEES

1) While the Archbishop, Vicar General and the Pastor hold their membership on the Parish Corporate Board ex officio, the Trustees are appointed to membership by the Archbishop, Vicar General, and the Pastor. Each of the Trustees also serves as either corporate secretary or corporate treasurer.

2) To proceed with the appointment of a Trustee, the Pastor is to submit the name of a qualified lay person, along with that person’s resume and the results of a background check, to the Archbishop and Vicar General with a request for their votes for appointment. The appointment request must also indicate whether the proposed Trustee will serve as secretary or treasurer.

3) Before making a recommendation to the Archbishop and Vicar General, the Pastor must consult with the Parish Pastoral Council, the Parish Finance Council, or the Parish membership. Upon approval of the submitted names, an appointment document will be executed by the Archbishop, Vicar General, and Pastor. The Pastor appointment document is to be preserved with the corporate records of the Parish.

4) The term of each lay member is two years. After the expiration of a term, lay members continue in their office until their successors have been duly appointed and have commenced their duties.

5) Trustees and their Family Members may not be employees of the Parish. Trustees must be members of the Parish and should reside within the Archdiocese Territory.

6) A Pastor may not submit a request to appoint new Trustees or re-appoint existing Trustees if the Pastor expects to be reassigned from the Parish within six months.

B. ROLE OF TRUSTEES

1) Trustees are fiduciaries of the Parish corporation responsible for voting on corporate resolutions regarding all Parish business.

2) Trustees must be in compliance with the Essential 3 safe environment requirements of the Archdiocese within thirty days after receiving notification of their appointment.
3) Trustees have the obligation to carry out their roles with appropriate confidentiality regarding sensitive Parish matters that come to their attention.

4) As a fiduciary, a Trustee owes the Parish corporation certain legal duties:
   a. Duty of Care: which is a responsibility that requires Trustees to make decisions in good faith and in a reasonably prudent manner
   b. Duty of Loyalty: which is a Trustee’s responsibility to act at all times in the best interests of the Parish.
   c. Fiduciary Duty: which means a duty of utmost good faith, trust, confidence, and candor owed by a fiduciary...to the beneficiary...; a duty to act with the highest degree of honesty and loyalty toward another person and in the best interests of the other person (Black’s Law Dictionary).

5) The Pastor should consult with the Trustees on all important Parish matters and the Trustees should be prepared to work with the Pastor in making decisions in these matters.

6) Duties of the Corporate Secretary
   a. Record the minutes of all meetings, which shall be kept in the Parish corporation minute book;
   b. Send minutes of Parish Corporate Board meetings to the Pastor and other Trustee within ten days of the meeting;
   c. Conduct, receive, and file all Parish corporate correspondence as directed by the Board.

7) Duties of the Corporate Treasurer
   a. Along with the Pastor, the Treasurer is to:
      i. Provide for orderly receiving, accounting and dispersing of all funds belonging to the Parish corporation;
      ii. Oversee the deposit of all monies belonging to the Parish corporation in a financial institution designated by the Board;
      iii. Keep files of account balance sheets, old checks, duplicate carbon copies, and other treasury-related files;
      iv. Maintain current status with the IRS, filing necessary forms;
      v. Prepare and present an annual financial report to the Board.
   b. Ensure that one other Board member is a registered co-signer on the Parish corporation financial accounts.

C. PARISH CORPORATE BOARD MEETINGS

1) It is required that the Pastor and two Trustees convene a meeting at least four times per year to discuss relevant board topics and the status of Parish finances.

2) The Pastor should provide an agenda to the Trustees in advance of each meeting. The agenda should provide for the approval of the minutes from the prior meeting and for discussion of “new business,” “old business,” Parish finances and other topics to be considered by the Board.

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