



School Sisters of Notre Dame
Atlantic-Midwest Province

Board Guidelines for Sponsored and Co-sponsored Ministries

August 2018 Edition

Board Guidelines for SSND Sponsored and Co-sponsored Ministries

**is a publication of the Ministry Services Department
of School Sisters of Notre Dame, Atlantic-Midwest Province**

6401 N. Charles Street, Baltimore MD 21212

(410) 377-7774

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INTRODUCTION

Blessed Mary Theresa of Jesus, founder of School Sisters of Notre Dame was on fire with love of God and passion for the mission of Jesus. Guided by her mentors, Bishop George Michael Whitmann and Father Francis Sebastian Job, she developed a vision of a congregation devoted to education with preference for poor girls and women. But that did not mean that the founding of the SSND congregation, or its many convents, schools, and orphanages came easily – nor could she do it alone! Rather, she invited those around her to share her vision and their expertise and financial support to help make her vision reality. They included priests, bishops, the royal magistrates, the royal architects, the king and his sister, the empress, and many more to join her in this endeavor. Perhaps we can see this collection of notables as Mother Theresa’s Board of Trustees!

This new edition of *Board Guidelines* is offered to you, our Boards of Trustees and Directors of our sponsored and co-sponsored ministries to support you in your work on behalf of your school or ministry. The various sections integrate common understandings and best practices of non-profit ministries with the SSND spirit and Catholic identity.

In 2007, School Sisters of Notre Dame in North America adopted a common definition of “sponsorship”:

“Sponsorship is the mutually beneficial and dynamic relationship between the congregation and an organization in which the SSND charism and educational vision are defining characteristics of the organization. School Sisters of Notre Dame holds reserved powers in these organizations, either as members of the corporation in a two-tier board structure of governance, through the bylaws of the corporation, or through a legally binding document.”

Three concepts are embedded in this definition, namely, a “mutually beneficial and dynamic relationship” between your ministry and SSND, the SSND charism and educational vision as defining characteristics, and the fact that the congregation exercises authority regarding some decisions.

We hope that you, as leaders of your school or ministry have experienced this “beneficial and dynamic relationship” with our province. As stewards of these ministries in the name of the Catholic Church, we, the leaders of the province, can say that we have experienced your care for these ministries, through your sharing of time, expertise, and treasure. And without exception, you have kept them faithful to the SSND charism and educational vision. We are truly grateful!

In order to fulfill our canonical obligations, the Atlantic-Midwest Province of SSND holds reserved powers, articulated in the bylaws, relating to the mission and assets of each ministry as well as the corporation itself. In co-sponsored ministries, the sponsoring religious congregations hold these powers jointly.

In *Board Guidelines*, roles, duties, and responsibilities of a board as a whole, of individual members, the board chair, and the Provincial Council Liaison are described. Rights and responsibilities of the sponsoring congregation, (SSND) the board, and the chief executive are laid out in parallel form. *Board Guidelines* offers basic information, e.g., suggested steps for recruiting new board members and

succession planning for chief executives and board chairs. Steps include how to keep the Provincial Council Liaison informed about decisions that will require the Members of the Corporation to exercise reserved powers so that the process goes smoothly. We hope you find these guidelines helpful and welcome your feedback.

Mother Theresa's words, "Love gives everything," the theme of our 24th General Chapter¹, continue to reverberate throughout the global congregation of SSND. Our hearts are filled with gratitude for you, our Boards, who give so much of yourselves, as volunteers, to govern our sponsored and co-sponsored ministries. Please know that seemingly mundane activities like conducting and attending meetings, writing reports, and fundraising translate into better lives for girls and boys, women and men, and ultimately a transformed world.

May God reward you as our partners in ministry!



Charmaine Krohe, SSND
Provincial Leader
Atlantic-Midwest Province



Deborah M. Cerullo, SSND
Provincial Councilor



Jane Forni, SSND
Provincial Councilor



Maria Iannuccillo, SSND
Provincial Councilor



Sharon Kanis, SSND
Provincial Councilor



Celeste Reinhart, SSND
Provincial Councilor

The Provincial Council
Atlantic-Midwest Province, School Sisters of Notre Dame
August 1, 2018

"We foster in others qualities of leadership which enable them to exert a Christian influence within society. Their leadership, in turn, affirms and supports our efforts to respond to urgent needs not being met."

You Are Sent, General Directory, 35.

¹ Global SSND meeting held October 2017 in Marriottsville, MD

1. TEN BASIC RESPONSIBILITIES OF SSND SPONSORED MINISTRY NONPROFIT BOARDS² OF TRUSTEES / DIRECTORS³

1. DETERMINE THE MINISTRY'S MISSION AND PURPOSE

A statement of mission and purpose should articulate the ministry's goals, means, and primary constituents served. The board uses the mission and purpose, as well as its Catholic identity and SSND spirit and values as guiding principles when making decisions and setting policies. It is the board's responsibility to review the mission periodically to ensure that it is accurate, current, and viable, and if necessary, make recommendations to the Members of the Corporation⁴ for changes.

2. IDENTIFY AND RECOMMEND APPOINTMENT OF CHIEF EXECUTIVE

Before undertaking a search for a new chief executive⁵, boards should engage the Provincial Council Liaison and key stakeholders in a process leading to a clear consensus regarding the ministry's mission and current circumstances, its strategic and pressing priorities, and goals to be addressed by the new chief executive. Boards must reach consensus on the job description and desired attributes of the chief executive and then undertake a careful search process to find the most qualified individual to recommend to the SSND Members of the Corporation for appointment. *(Please see Section 7 Executive Succession Planning.)*

3. SUPPORT AND EVALUATE THE CHIEF EXECUTIVE

Because the board and the chief executive have different but complementary responsibilities, a respectful and collaborative relationship between the chief executive and the board, and in particular the board chair, is essential. The board should ensure that the chief executive has the moral and professional support he or she needs to further the goals of the ministry. The board chair, in partnership with the entire board and in consultation with the chief executive, should decide upon a periodic evaluation of the chief executive's performance based on the job description and mutually determined goals.

4. ENSURE EFFECTIVE PLANNING

Although the chief executive is responsible for designing and conducting the strategic planning process, as stewards of an ministry, the board must actively participate, approve the final plan, and assist in implementing the plan's goals, and uses the plan to set budgeting, fundraising, and other priorities.

² Adapted from National Center for Non-profit Boards

³ Although SSND prefers "Boards of Trustees," in some states "Boards of Directors" is required.

⁴ In all sponsored ministries, except Notre Dame of Maryland University, the Members of the Corporation are the Members of the Provincial Council. At NDMU, the Members are SSNDs and lay persons. In co-sponsored ministries, the Members are representatives of the sponsoring congregations.

⁵ In SSND ministries, the chief executive is the president, executive director, headmistress, or head of school.

5. ENSURES ADEQUATE RESOURCES

One of the board's foremost responsibilities is to provide adequate resources for the ministry to fulfill its mission. The board reviews the various revenue streams to ensure viability and sustainability of the ministry; it may approve increases in tuition and /or fees. In addition, the board should work in partnership with the chief executive and development staff, if any, to raise funds from the community. Generous giving on the part of the board, both individually and collectively, is a powerful signal to potential donors that the ministry is worthy of support.

6. PROVIDE FINANCIAL OVERSIGHT AND PROTECT ASSETS

The board, in order to remain accountable to its donors and the public, and in order to safeguard its tax-exempt status, assists in developing the annual budget, approves it, and monitors it throughout the year. It ensures that proper financial controls are in place. The board also ensures that an annual audit by an independent certified public accountant or accounting firm is conducted, reviews its report, and monitors the implementation of any recommendations. In addition, the board approves investment policies, monitors the ministry's reserved funds and endowment, if any, and oversees investment performance.

7. MONITOR AND STRENGTHEN PROGRAMS AND SERVICES

The board ensures that current and proposed programs and services align with the ministry's stated mission and purposes, paying special attention to the SSND mission, values, and concerns. It focuses on impact, as determined by the number of students or clients served, achievement of desired results, revenues and expenditures for individual services, and changes over the long term. At each board meeting it is advisable that there be an educational segment presented so that the board members become acquainted with the ministry's programs and services, along with efficacy indicators. Board members should be aware of which programs are considered essential, which are ancillary, which are weakest or least consequential to the ministry's mission, in order to make wise decisions moving forward.

8. ENHANCE THE MINISTRY'S PUBLIC STANDING

A ministry's primary link to the community, including constituents, the public and the media, is the board. Clearly articulating the ministry's mission, accomplishments and goals to the public, as well as garnering support from important members of the community, are important elements of a comprehensive public relations strategy. In addition, it is important for the board to learn about how public policy can impact the ministry's programs and constituents; this may suggest ways for individuals to advocate on behalf of policies or proposals that can benefit the ministry and/or the population served. The board is also mindful that the ministry reflects the School Sisters of Notre Dame and the Catholic Church and ensures that the current *AM Province Public Image Guidelines* are consulted appropriately.

9. ENSURE LEGAL AND ETHICAL INTEGRITY

The board is ultimately responsible for the ministry's adherence to legal standards and ethical norms. The board exercises this responsibility by hiring and retaining a chief executive who is competent, moral, and whose integrity is above reproach. The board insists on compliance, transparency, and accountability in all the ministry's functioning in order to assure its reputation, and public standing.

10. BUILD A COMPETENT BOARD

By evaluating its performance in fulfilling its responsibilities, the board can recognize its achievements and reach consensus on which areas need to be improved. All boards have the responsibility to articulate prerequisites for candidates, suggest new members and orient them. SSND sponsored ministries should have a Committee on Trustees / Directors or Governance Committee to fulfill a crucial role in recommending and preparing new board members and populating the various committees. *(Please see [Section 6, Board Building Cycle](#) and [Appendices A and B](#), forms which are required by the corporate members and are especially valuable to them as they deliberate on the appointment of new board members.)*

2. DUTIES AND RESPONSIBILITIES OF BOARDS AND BOARD MEMBERS

DUTIES OF CARE, LOYALTY, AND OBEDIENCE

The duties of boards of trustees / directors of non-profit organizations, including SSND sponsored ministries, are described as the duty of care, duty of loyalty, and duty of obedience. Boards as a whole, as well as the individual trustees/ directors, are legally accountable in the exercise of these duties.

DUTY OF CARE – BE INFORMED AND PARTICIPATE!

The duty of care requires that the trustees/ directors be reasonably informed about the ministry's activities and participate in decisions in good faith and with the care of a prudent person in similar circumstances. An individual exercises this duty by

- ◆ Staying informed about the ministry's mission, policies, and programs;
- ◆ Staying informed about how the ministry continues to be aligned with the SSND spirit and educational vision;
- ◆ Keeping up to date on developments regarding the ministry's mission and programs;
- ◆ Attending and conscientiously participating in board meetings and meetings of appropriate committees;
- ◆ Preparing in advance for board meetings, e.g., by reviewing the agenda and materials provided prior to the meeting;
- ◆ Obtaining information prior to voting and exercising prudent judgment;
- ◆ Frequently reviewing the ministry's finances and financial policies;
- ◆ Ensuring compliance with state and federal filing requirements.

DUTY OF LOYALTY – SHOW ALLEGIANCE!

The duty of loyalty requires that board members show undivided loyalty to the ministry, i.e., exercising their power in the interest of the ministry and not in their own interest or the interest on another entity. In practice, the duty is carried out by

- ◆ Adhering to the ministry's conflict of interest policy;
- ◆ Disclosing any real or potential conflicts of interest;
- ◆ Avoiding the use of corporate opportunities for personal gain or benefit;
- ◆ Maintaining confidentiality regarding the ministry;
- ◆ Supporting board decisions even if not personally in favor of them;
- ◆ Serving as a proud ambassador to the public.

DUTY OF OBEDIENCE – BE FAITHFUL!

The duty of obedience requires that board members comply with applicable federal, state, and local laws, as well as the by-laws of the ministry. They are the guardians of the mission, fulfilled in the spirit

of School Sisters of Notre Dame and in keeping with their Catholic identity. They exercise this duty specifically by

- ◆ Ensuring compliance with all regulatory and reporting requirements, e.g., filing the IRS Form 990 and paying employment taxes;
- ◆ Examining all documents that govern the ministry and its operation, including the bylaws, policies, and resolutions;
- ◆ Being aware of and observing the right of the Members of the Corporation to reserve specific powers to themselves, as noted in the bylaws;
- ◆ Making decisions that fall within the scope of the ministry’s mission and governing documents;
- ◆ Asking questions like “How would this decision contribute to (or veer away from) the mission of the ministry?” Or “How would this decision reflect (or detract from) the SSND spirit or educational vision?” Or How would this decision reflect (or detract from) Catholic identity?

ADDITIONAL SIGNIFICANT RESPONSIBILITIES OF BOARD MEMBERS

In addition to the responsibilities outlined under the three duties of care, loyalty, and obedience, individual board members have the following responsibilities:

- ◆ Be willing to serve on, and in some cases, provide leadership for, various committees and taskforces;
- ◆ Serve as an active advocate and ambassador for the ministry and fully engage in identifying and securing financial resources necessary to advance the mission and ensure sustainability.
- ◆ Give a meaningful financial contribution annually and engage as much as possible in development efforts.

ADDITIONAL SIGNIFICANT RESPONSIBILITIES OF SSND AND SSND ASSOCIATE BOARD MEMBERS

A School Sister of Notre Dame or an SSND Associate who serves on a board of a sponsored or co-sponsored ministry can give powerful witness to SSND spirit, values, and educational vision by

- ◆ Embodying the SSND tradition and witness to this tradition through words and actions at board, committee, and task force meetings;
- ◆ Using an “SSND lens” for discussion and decisions and alerting the board, especially the chair, when reserved powers of the members may be exercised;
- ◆ Keeping the board informed about significant and appropriate SSND news, events, and directions, e.g., directional statements of General Chapters.

3. ROLE AND RESPONSIBILITIES OF THE BOARD CHAIR IN SCHOOL SISTER OF NOTRE DAME SPONSORED MINISTRIES⁶

Good governance of a board of trustees / directors begins with a leader who can dedicate time and energy to help fulfill the ministry's mission. As leader of the board, the chair is responsible not only for good governance practices, but also for building a relationship of transparency and trust with the chief executive and the Members of the Corporation. The board chair must be knowledgeable about the ministry, its mission, values, programs, services, constituents and resources. The following list describes areas of major responsibilities of a board chair of an SSND sponsored ministry, including various relationships.

COMMITMENT TO THE MINISTRY

- ◆ Understands and supports the mission of the ministry;
- ◆ Engages and motivates board members to show the same commitment;
- ◆ Provides for the education and formation of board members in SSND charism, vision and values;
- ◆ Ensures that SSND values and vision permeate decision-making;
- ◆ Participates as much as possible in the ministry's special events;
- ◆ Promotes the work and spirit of the ministry to the public.

RELATIONSHIP WITH BOARD MEMBERS

- ◆ Ensures that board members faithfully carry out their responsibilities;
- ◆ Is the contact for board members on board issues;
- ◆ Works with the Directors Committee to propose new board members;
- ◆ Follows the province protocol for recommending new board members;
- ◆ Oversees the annual board assessment;
- ◆ Provides for board development.

RELATIONSHIP WITH THE CHIEF EXECUTIVE

- ◆ Cultivates a working partnership with the chief executive;
- ◆ Has a clear sense of board chair roles and responsibilities vis a vis responsibilities of the chief executive;
- ◆ Oversees the annual performance evaluation of the chief executive;
- ◆ Oversees executive transition process and appoints the search committee for a new chief executive;
- ◆ Develops a chief executive succession plan (emergency and planned transition) and revises as needed.

⁶ References: *The Handbook of Nonprofit Governance* from Board Source, *Structures and Practices of Nonprofit Boards* from Board Source; *The Board Chair Handbook* by Mindy Wertheimer, from Board Source

RELATIONSHIP WITH MEMBERS OF THE CORPORATION AND SCHOOL SISTERS OF NOTRE DAME

- ◆ Develops and sustains a relationship with the Provincial Council Liaison to strengthen the connection between the ministry and School Sisters of Notre Dame;
- ◆ Is familiar with the Members' reserved powers as laid out in the Bylaws section 2.8 and educates the entire board around those on a regular basis; refers issues requiring exercise of reserved powers to the Members, through the Provincial Council Liaison;
- ◆ Participates in the Ministry Formation Process, (various components over a two year period as laid out by the department of Ministry Services) Non-SSND chairs only.
- ◆ Attends the Atlantic-Midwest Province Annual Leadership Meeting, (two days, generally held in Wilton, Connecticut);
- ◆ Develops and sustains a relationship with the department of Ministry Services to support board development and charism integration for the board and the ministry as a whole.

MEETINGS

- ◆ Presides at meetings of the board and executive committee, and at other events or meetings as appropriate;
- ◆ Promotes dialogue and inclusion at all meetings.

COMMITTEES

- ◆ Appoints board committees and chairs;
- ◆ Appoints task force committees and chairs;
- ◆ Serves as ex officio member of each committee.

FINANCES

- ◆ Guides the board in overseeing and approving the budget;
- ◆ Ensures that the board holds ultimate responsibility for the integrity of the ministry's finances and protects the ministry's assets;
- ◆ Works with development personnel in raising funds and ensures the board members' participation in development activities.

STRATEGIC PLANNING

- ◆ Encourages a board culture of strategic and generative thinking at all times;
- ◆ Supports the chief executive in the strategic planning process;
- ◆ Encourages the inclusion of representatives of stakeholder groups in the process;
- ◆ Appoints board members to the Strategic Planning Task Force;
- ◆ Engages the board to review and approve the strategic plan;
- ◆ Assists the board in monitoring implementation of the strategic plan and updating it as necessary.

4. ROLE OF THE PROVINCIAL COUNCIL LIAISON TO THE SPONSORED MINISTRY

The Provincial Council Liaison, appointed by the Provincial Leader, represents the Provincial Council, who, in most ministries are also the Members of the Corporation. As such, she fosters the sponsorship relationship with the ministry, and especially with the chief administrator and with the chair of the board. In her liaison role, she is especially concerned with each ministry's fulfillment of its mission in the spirit and tradition of SSND and in its vitality and sustainability as an SSND sponsored ministry.

AS A REPRESENTATIVE OF THE PROVINCIAL COUNCIL

The liaison becomes acquainted with and supports the ministry through various activities, including,

- ◆ Visiting the ministry to become familiar with the programs and individuals served; meets with the chief administrator and others as appropriate;
- ◆ Participating in ministry events, e.g., graduation, Foundation Day, etc. and attends major fund-raisers;
- ◆ Receiving applications for Mandate for Mission funds, as well as requests for donations to fund-raisers, annual fund, and capital campaigns, and conveying them to the Provincial Council and Ministry Services for action, and reporting decisions to the ministry;
- ◆ Communicating with the ministry regarding accountability requirements, e.g., sponsorship evaluations, sustainability reports, etc.;
- ◆ Communicating periodically with the Provincial Council regarding the vitality and sustainability of the ministry and alerting the Council regarding future changes, e.g., upcoming executive transition;
- ◆ Fostering a relationship between the chief executive and the Director of Ministry Services and encourages consultation as needed, participation in events, and the use of resources.

AS A MEMBER OF THE CORPORATION

The liaison relates to the Board of Trustees /Directors through various activities, including,

- ◆ Receiving board meeting calendars, agendas and minutes; noticing when reserved powers may need to be exercised;
- ◆ Attending one or two board meetings a year; attending special board events, e.g., retreats when appropriate and possible;
- ◆ Communicating regularly with the board chair;
- ◆ Receiving requests from the chair of the board when Members' reserved powers need to be exercised, including appointment of board members, and reporting on the decisions;
- ◆ Participating in chief executive searches;
- ◆ Fostering a relationship between the board chair and the Ministry Services Coordinator for Board Development and encourages consultation as needed, participation in board development events, and use of resources.

5. PARALLEL RIGHTS AND RESPONSIBILITIES OF CORPORATE MEMBERS, BOARD AND CHIEF EXECUTIVE ⁷

CORPORATE MEMBERS	BOARD	CHIEF EXECUTIVE
Approve mission; may participate in the formation of strategic plan, vision and values; ensure Catholic and SSND identity.	Creates with administration strategic plan, vision and values; sets policy reflecting Catholic teaching.	Develops and implements strategic plan, mission and vision; assures that Catholic teaching is evident in all aspects of the program.
Collaborate in the development of a succession plan for board leadership and Chief Executive.	Collaborates in the development of a succession plan for board and executive leadership. Assures diversity in board members.	Participates in the development of succession plans for the board and throughout the ministry.
Appoint chief executive. (Liaison kept informed by board of trustees /directors during executive search.)	Leads and involves Member liaison in chief executive search process; makes recommendation regarding appointment of new chief executive.	
Appoint board members.	Sets policies and makes decisions that ensure viability and sustainability as an SSND sponsored ministry.	Assists in identifying potential board members.
Provide SSND formation program and periodic meetings for ministry leaders.	Makes participation in the SSND formation process and leaders meetings a requirement of chief executive employment.	Participates in all aspects of the SSND formation process and annual meetings.
Receive assurance of the viability and sustainability of the ministry; use viability and sustainability framework to maintain awareness of vitality of ministry.	Works with the chief executive to assess and assure viability and sustainability of the ministry.	Develops and implements programs and practices that assure viability and sustainability.
May engage the board in theological reflection about the ministry and its SSND foundation, and mentor others in this area.	Ensures that board members have a sound grounding in the Catholic and SSND aspects of their ministry as board members and the functioning of the ministry.	Ensures that staff members and volunteers understand and minister out of a Catholic and SSND perspective.
Build trust by developing relationships, operating in a collaborative manner.	Builds trust as appropriate with administration and staff, promotes subsidiarity and collaboration.	Creates an atmosphere of trust among the staff and engages them in ways to maximize their participation in decision-making.
Maintain truthful and transparent communication with the ministry.	Practices truthful and prudent communications with all involved with the ministry, especially the chief executive.	Creates an atmosphere of trust and open communication with personnel, board chair and board.
Approve articles of incorporation and bylaws.	Makes recommendations to corporate members regarding changes to bylaws and articles of incorporation.	Works with the board regarding changes to the bylaws and articles of incorporation.

⁷ Adapted from *Catholic Health Association*

6. BOARD BUILDING CYCLE

The invitation, recruitment, orientation and retention of new quality board members is important to ensuring the mission of any SSND ministry. The Trustees (Directors or Governance) Committee usually oversees the process. In different ministries the invitations are issued in different ways (e.g., by the chief executive, the chair of the board, and/or the chair of the committee).

PREPARATION BY TRUSTEE COMMITTEE

The Trustee Committee (Directors, Governance Committee, etc.) keeps track of board members' terms, when individuals are up for renewal or will be rotating off the board. The committee should consult the board regularly regarding potential board candidates, including the particular experience or expertise that the person might bring to the board, in order to create and update a roster of future candidates. It is also advisable for the committee to use a matrix to help them to review the various attributes, skill sets, expertise, location, etc., to be represented on the board, in order to determine whom to approach next to apply for a seat on the board.

APPLICATION AND APPOINTMENT PROCESS

FIRST CONVERSATION WITH PROSPECTIVE BOARD MEMBER

The first conversation with a potential board member is important because it is an opportunity to affirm the gifts of the person being asked as well as an occasion to clarify basic expectations that the ministry will have of the board member, especially the time commitment necessary. Although a full understanding of the mission of the ministry and SSND sponsorship is not expected of candidates for the board, a basic openness to the SSND spirit and the understanding that this is a ministry within the Catholic Church is necessary.

It is also important to let the prospective candidate know that there is a process to be completed, including submitting an application and resume, and an interview with the chair of the board. Furthermore, it must be understood that though the board can make recommendations, appointments of new board members are made by the Members of the Corporation / Provincial Council. Candidates should be encouraged to visit the ministry and SSND websites in order to learn more.

APPLICATION

Candidates submit an [Application Form](#) (*Appendix A*) and resumé to the chair of the Trustees Committee, who reviews them with the committee and then sends them on to the Chair of the Board.

INTERVIEW WITH CHAIR OF THE BOARD

Having reviewed the candidate's application and resume, as well as the [Recommendation Form](#) (*Appendix B*) to be submitted to the Members of the Corporation with the request for appointment to the Board, the board chair prepares for the interview and focuses on areas that still need to be addressed. (Cf. [Board Interview Template](#) - *Appendix C*.)

Expectations of individual board members must be made clear during the interview (usually by phone or video conference) with the board chair. Each of these components needs to be addressed

in some way during the conversations so there are no misunderstandings that could create tensions in the relationship at a later point:

1. Review of talents and gifts that the board needs and that this person would bring to the board;
2. How the individual sees himself or herself contributing to the mission of the ministry;
3. Expectations of board members regarding:
 - a. Number of board meetings, and other meetings, e.g., retreats, etc. are held every year; when they are generally held, e.g., evenings, Saturdays, etc. (Dates of future board meetings, if available.)
 - b. Serving on committees and/or task forces;
 - c. Participation in orientation and other in-service opportunities.
 - d. Financial contribution to the ministry and participation in fundraising efforts.
4. Ascertaining whether the person has enough time available to commit to the various meetings and board work between meetings.
5. Inquire regarding any sections on the recommendation form not included in the completed application form in order to round out the picture of the candidate.
6. Explain next steps, e.g., review of all candidates by the Directors Committee, presentation of names of candidates to the board, recommendation by the Board, appointment by the Members of the Corporation, etc. and the time required to complete the process. It is important not to promise that the person will be appointed.

REVIEW, RECOMMENDATION, AND APPOINTMENT

Generally, the Committee on Trustees / Directors reports its recommendations to the board, who decides which candidates to recommend to the Members for appointment to the board. The chair of the board then submits an application packet (application form, resume, and recommendation form) electronically for each candidate, to the Provincial Council / Member liaison, who will present the candidates to the Board of Members for decisions regarding each candidate. At a meeting of the Corporation, the Members exercise their reserved power to appoint individuals to the board.

The liaison will communicate the Board of Members' decision to the chair of the board, and in the case of appointments, the Provincial Leader will send letters of appointment to the new board members, with copies to the board chair, chief executive, and director of Ministry Services.

ORIENTATION OF NEW BOARD MEMBERS

In order to prepare new board members to assume their responsibilities, a comprehensive orientation program is essential. The orientation should include sessions on topics common to all SSND ministries, including SSND heritage, charism, and educational vision; board responsibilities; and governance. In addition, orientation should include information and materials specific to the particular ministry, including mission, programs, finances, fundraising, board functioning and committees. While the board chair is responsible to lead the orientation process, generally the chief executive, other key staff, board committee chairs, and experienced board members may have roles in orientation. It is recommended that a "board buddy" be asked to accompany a new board member during the first year of board service. [Appendix D](#) is a "New Board Member Orientation Checklist" and [Appendix E](#) is a sample framework for a board to conduct board orientation themselves at their ministry site. A board may choose to engage Ministry Services to conduct Session 1 (SSND and governance) at a ministry site or host a board retreat in their respective region for themselves and neighboring ministries.

7. EXECUTIVE SUCCESSION PLANNING

“Succession planning is an ongoing practice focused on defining a ministry’s strategic vision, identifying the leadership and managerial skills necessary to carry out that vision, and recruiting, developing and retaining individuals who have or who can develop those skills.” Succession planning includes three components: Emergency succession planning, strategic leadership development, and departure defined transition planning.⁸

EMERGENCY SUCCESSION PLANNING

An Emergency Succession Plan addresses the unplanned departure of the chief executive, whether sudden or over the course of a few weeks or months. This plan assures the uninterrupted performance of executive functions by indicating steps for the temporary appointment of an acting president, executive director, headmistress, or head of school.

Every SSND sponsored ministry should have a current emergency succession plan in place, with clear lines of authority and communication, approved by the board and signed by the chief executive, board chair, and individuals who would assume the role of acting chief executive in an emergency. The plan should include directives covering short term and long term absence, and permanent departure. Steps under “Departure Defined Executive Transition” (below) should be consulted.

The plan should include an organizational chart with clear lines of authority and an up-to-date operational inventory with essential information, including bank accounts, insurance contacts, and anything that an acting chief executive would need in the event of assuming the role.

Copies of the plan should be filed; in addition, the board chair, the Member liaison, and key personnel at the ministry should all have copies.

STRATEGIC LEADERSHIP DEVELOPMENT

Strategic Leadership Development is an ongoing process that identifies the core competencies, skills, and knowledge needed by the ministry in order to function well. The ministry gives its personnel the opportunity to develop these competencies and / or purposefully recruits individuals who have these talents.

DEPARTURE DEFINED EXECUTIVE TRANSITION

Depending upon advance notice given, either by the chief executive or the board, a planned executive transition may take from three to eighteen months. Regardless of the circumstances precipitating the transition, a planned chief executive transition creates a tremendous opportunity to position the ministry for future growth and sustainability. All involved, especially the board, needs to create a process committed to a “good ending and a good beginning.” Carefully navigating this series of suggested steps will tend to ensure a successful transition and orientation of a new leader.

⁸ Executive Transition Initiative Overview of Succession Planning; Greater Milwaukee Foundation, 2008

1. **The board chair informs** the Board of Trustees / Directors and the Members (through the Provincial Council Liaison) of the pending transition.
2. **The board chair appoints an Executive Transition Team (ETT)** consisting of board members and others, e.g. communications personnel, involved in and committed to the ministry. Their role is to oversee the various steps of transition, but not all these individuals will be involved in the actual search and hiring process. The ETT determines the timeline for the search and suggests a budget. Ministry Services is available to support the ETT in the process.
3. **The ETT works with appropriate staff to create a communications plan** including the various groups of stakeholders. It is very important to communicate in a way that will assure them of continuity of the mission and services of the ministry. To ensure “a good ending,” messages should acknowledge the growth and progress that has occurred during the tenure of the departing executive, and thank her or him for their dedicated service. The ETT should communicate with the various groups regularly to apprise them of progress in the transition.
4. **The board considers hiring a search firm or consultant** to guide and support the transition team. Because of the scope of a search for a university or secondary school chief executive and the amount of work required, it is highly recommended that a search firm with documented positive results be hired by these institutions to assist with executive transition. Even smaller ministries may want to hire an external consultant if circumstances warrant outside, unbiased attention. The ETT researches and provides the board with relevant information and bids for services. (SSND sponsored schools are encouraged to contact other schools in our network as well as other religious congregations regarding their experience with search firms and possible recommendations.) With budget and other considerations in mind, the board makes a decision.
5. **The board considers hiring an interim chief executive.** This option may be especially desirable when the departing executive is the founder of the ministry or has served as the chief executive for many years and is well loved. Likewise, this option should be considered when the ministry has serious viability and /or sustainability concerns and needs to be turned around in order to survive.
6. **The ETT conducts an organizational assessment** to identify strengths, vulnerabilities, and opportunities facing the ministry. (Search firms generally conduct this process, surveying and interviewing the various constituencies and reporting to the board.) With the mission of the ministry in mind, various individuals (including the departing executive) and groups (board, faculty, staff, others as appropriate) should be engaged in a process of reflection in order to
 - ◆ Acknowledge and celebrate successes during the tenure of the departing executive;
 - ◆ Consider the external and internal environments, including ministry culture;
 - ◆ Craft a vision for the ministry three to five years from now;
 - ◆ Suggest qualifications of a new chief executive and a possible mandate in order to fulfill that vision.

The ETT collates the results of the various consultations and reports to the board. This information may prompt the board to review the ministry's mission, vision, core, values, policies and operating procedures.

7. **The board uses the assessment and the current strategic plan to assess future leadership needs.** It asks where are the current leadership gaps? Which areas of the ministry need to be strengthened? *At this time in its history*, does the ministry need an innovator or a steady hand to maintain recent growth? Does it need an administrator, a fundraiser, a marketer? The board must remain cautious, however, so as not to exclude or minimize other competencies needed to be a successful CEO.

8. **The board appoints a search committee to conduct the executive search and identify the best candidate.** It is recommended that the search committee consist of board members (may be ETT members), the Provincial Council Liaison, at least one other SSND, and one other person with administrative expertise.

The Search Committee completes the following tasks:

- a. Reviews and updates the Chief Executive Job Description;
- b. Researches salary ranges for the position, designs a compensation package including salary and benefits, and gets approval from the board regarding compensation, within certain parameters;
- c. Determines where the position will be advertised (print, online); composes the job announcement, including application requirements and deadlines;
- d. Identifies a point person to receive and do initial screening of the applications;
- e. Advertises the position;
- f. Identifies candidates to be invited to interviews; schedules the interviews; composes interview questions; prepares a packet of information for each interviewee;
- g. Conducts interviews with an eye to hiring for mission. Interviews take place in person or via video conference; it is essential to ensure that the candidate understands and appreciates the ministry's mission as well as SSND sponsorship;
- h. Narrows the slate of candidates to three to five and schedules a second interview. It would be good to bring the finalists in to see the ministry in action. It is also advisable to have key stakeholders, including faculty and staff, meet and interact with each person. This is not an interview but their impressions of the candidate's strengths and challenges should be shared with the search committee. At this point it would be appropriate to ask the candidate about salary and benefit expectations;
- i. Selects and prioritizes as many as three strong candidates;
- j. Checks references and conducts background checks, in order of priority;
- k. Search committee recommends top candidate to the board. Although the board may authorize the search committee to recommend their choice of candidate to the Members of the Corporation for appointment, it is better to receive the affirmation of the full board, e.g. via email, before sending the recommendation to the Members for appointment. It is very important to be in close dialogue with the Provincial Council, through the liaison, during the final stages of the process. While there may be some discussion and negotiation with the final candidate regarding the compensation

package, it is important that no offer of employment be made unless the Members of the Corporation have appointed the candidate;

- l. The Chair of the Board sends the recommendation of the board to the Members of the Corporation with supporting information about the candidate.

9. The Members of the Corporation, exercising a reserved power described in the bylaws, appoint the chief executive upon the recommendation of the board and conveys the action to the Chair of the Board.

10. Announce and celebrate the leadership succession.

- a. After giving the incoming executive time to inform his or her current employer, inform internal candidates and senior management prior to an announcement;
- b. Issue press releases and use social media to announce the appointment;
- c. Notify stakeholders in person, by phone, or in writing depending on their relationship with the ministry;
- d. Identify an appropriate way to honor the departing executive;
- e. Evaluate the process and present financial accountability to the board;
- f. Dissolve the Search Committee.

11. Appoint a committee to ensure that an appropriate orientation plan is in place for the incoming executive.

8. BOARD CHAIR SUCCESSION PLANNING

Succession planning for the board chair position is critically important for the sustainability of SSND Sponsored and Co-sponsored ministries. In the past, most board chairs were School Sisters of Notre Dame and were appointed by the Members of a ministry's corporation for an indeterminate length of time, and some sisters served for many years.

In 2016 most sponsored ministries adopted new bylaws which included a term length, generally two to four years, and specified that board chairs are appointed by the Members of the Corporation after consultation with the Board of Trustees / Directors. Because of changing demographics within the SSND community, it can no longer be assumed that Sisters will be available to assume the role of chair of the board in the future, as they had in the past. It is, therefore, essential for each board to engage in succession planning for board chair, so that prior to the expiration of the current board chair's term, the board can be consulted by the Members of the Corporation regarding the appointment of a new board chair. A board should decide which committee (Trustees / Directors, Governance, or Executive) should consider this part of their role, and may want to use the approach described below.

BOARD RECRUITMENT

Given the responsibilities, personal qualities, skill set, and time required, it is clear that the role of board chair is not for everyone. When potential board members are suggested and vetted, however, one of the considerations may be the potential of the person to assume the role of board chair in the future.

LEADERSHIP DEVELOPMENT

New board members who volunteer to take on additional responsibilities, bring out the best in others, and who follow through on their commitments may be provided with opportunities to lead, e.g. by asking them to chair committees or task forces. This will give them an opportunity to learn more about the ministry and its functioning and to test and improve their leadership skills. Individuals who show potential as leaders should be offered board development opportunities as well as be encouraged to participate in sponsored ministry opportunities offered by the Province, e.g., the "Claiming the Fire Within" retreats, leadership meetings, and board development workshops offered by Ministry Services or the broader non-profit community.

SUCCESSION PROCESS

The following steps are suggested to ensure a smooth board chair transition:

1. A year before chair's term is to end, the designated committee (Directors, Governance, or Executive) informs the board and the Members of the Corporation of the need to have a new board chair appointed. The Members, through the Provincial Council Liaison, will initiate a process of consultation with the board in order to identify the best candidate to assume the

role of board chair. [*“Role and Responsibilities of the Board Chair in SSND Sponsored Ministries”*](#) in the *Board Guidelines* is offered as a resource to use during the consultation.

2. Following the consultation, the Members of the Corporation meet, decide, and report their decision regarding appointment to the Committee, and sends a letter of appointment to the new board chair, copied to the board and Ministry Services.

PREPARATION FOR TRANSITION

The current board chair addresses the following issues with chair-elect prior to the actual transition:

- ◆ Role and responsibilities of the position;
- ◆ Governance as leadership;
- ◆ Partnership with the chief executive;
- ◆ Review of the by-laws, including powers reserved to the Members of the Corporation;
- ◆ Pending board issues – routine and strategic;
- ◆ Planning, conducting, and evaluating effective meetings;
- ◆ Working with board committees and task forces;
- ◆ Strategic plan – current status and future implementation;
- ◆ Challenges facing the ministry – near and long term;
- ◆ Challenges facing the board;
- ◆ Building relationships with board members, donors, and the broader community;
- ◆ Best governance practices and resources;
- ◆ Relationship with SSND as a sponsored ministry
 - ◆ Communication with Provincial Council Liaison;
 - ◆ Awareness of when reserved powers are exercised;
 - ◆ Participation in Ministry Formation Process;
 - ◆ Participation in Annual Leadership meeting;
 - ◆ Use of Ministry Services, including board development.

Ideally, the chair-elect is appointed some time before the current chair conducts her/his last meeting, so that the current chair can walk the new person through the steps of working with the executive, working with committees, preparing and conducting a board meeting.

9. RESOURCES

MINISTRY SERVICES - ATLANTIC MIDWEST PROVINCE SSND

PRESENTATIONS AND CONSULTATIONS

Yvonne DeBruin, Director of Ministry Services

(410) 377 7774 X1153 – ydebruin@amssnd.org

Sister Judith Schaum, Associate Director of Ministry Services

(410) 377 7774 X1107 – jschaum@amssnd.org

Sister Grace L. D'Amico, SSND, Coordinator for Board Development

(203) 762 3318 X3208 – gdamico@amssnd.org

ONLINE RESOURCES

[SCHOOL SISTERS OF NOTRE DAME – ATLANTIC MIDWEST PROVINCE](#)

[RESOURCES FOR MINISTRY BOARDS](#)

[Atlantic-Midwest SSND sponsored and co-sponsored ministries](#)

Board Materials

[Board Handbook Template](#)

[Board Building Cycle](#)

[Board Self-assessment Samples](#)

Heritage

[SSND Mission and Heritage](#)

[Heritage Library \(Videos\)](#)

[Blessed Mary Theresa of Jesus Gerhardinger – A Woman Led by the Lord](#)

[Mother M. Caroline Friess – American Pioneer](#)

[Ministry Formation Program](#)

[Prayers for Boards](#)

[United in Mission Newsletters](#)

SCHOOL SISTERS OF NOTRE DAME - AFRICA, ASIA, NORTH AMERICA

[Mission, Ministry and Educational Vision](#)

[Sturdy Roots Heritage Educational Resource](#)

[Resources](#)

SCHOOL SISTERS OF NOTRE DAME – GLOBAL

NON-PROFIT ORGANIZATIONS

[BoardSource](#) Go to “Topics” – This site offers a great deal of information about non-profit boards, including free downloads. Some resources are available for “members only.” Ministry Services has a limited number of paid memberships available to SSND sponsored and co-sponsored ministries. Contact the Director of Ministry Services Department if you are interested.

[Blue Avocado](#) An online magazine of “Practical, provocative, and fun food-for- thought for non-profits.” Subscribe for free; search website for topics. Reprint articles with permission.

[Bridgespan](#) “Bridgespan helps mission-driven organizations and philanthropists to advance their learning and accelerate their impact.”

[Association of Fundraising Professionals](#) - “Advancing Ethical and Effective Fundraising Worldwide”

[Foundation Center](#) “We deliver knowledge, transparency, and expert guidance to fundraisers and grant makers solving social problems through philanthropy. Here’s a quick look at how we can help you.”

[Guidestar](#) “GuideStar is the world's largest source of information on nonprofit organizations.”

[Network for Good](#) Fundraising resources

[Stanford Social Innovation Review](#) “Informing and inspiring leaders of social change.”

RECOMMENDED BOOKS

Most recent editions are available at [BoardSource.org](#) and elsewhere, including [Amazon.com](#). Some books are available for e-readers and / or tablets.

The Board Building Cycle: Nine Steps to Finding, Recruiting, and Engaging Nonprofit Board Members by Berit M. Lakey

The Board Chair Handbook by Mindy Wertheimer

Chief Executive Succession Planning: Essential Guidance for Boards and CEO's by Nancy R. Axelrod

Driving Strategic Planning: A Nonprofit Executive's Guide, Second Edition by Susan A. Waechter

Effective Leadership for Nonprofit Organizations: How Executive Directors and Boards Work Together by Thomas Wolf

Financial Responsibilities of Nonprofit Boards by Andrew S. Lang, CPA

Governance as Leadership: Reframing the Work of Nonprofit Boards by Chait, Ryan, and Taylor

The Governance Series (Separate booklets on topics like basic responsibilities, legal, financial, and fundraising topics.) by BoardSource

The Handbook of Nonprofit Governance – by BoardSource

Meeting and Exceeding Expectations: A Guide to Successful Nonprofit Board Meetings by Outi Flynn.

The Nonprofit Board Answer Book: A Practical Guide for Board Members and Chief Executives

The Nonprofit Policy Sampler by Barbara Lawrence and Outi Flynn

The Practitioner's Guide to Governance as Leadership: Building High-Performing Nonprofit Boards by Cathy A. Trower

Understanding Nonprofit Financial Statements, by Steven Berger, CPA



[Name of Sponsored Ministry]

PROSPECTIVE BOARD MEMBER APPLICATION FORM

Personal Information

Name _____

Address _____ City _____ State/Zip+ _____

Phone Number _____ Cell _____

Email Address _____ Fax _____

Business Information (if applicable)

Title _____ Business _____

Business Address _____ City _____ State / Zip _____

Phone Number _____ Fax _____

Email Address _____

Please outline what professional skills, personal talents and special interests you would bring to (a) potential committee(s); for example legal, financial, planning, networking, marketing, fundraising,...

Please list any affiliations with corporations, individuals, and / or foundations that might be relevant to this sponsored ministry: _____

Please comment on why the invitation to serve on the [name of sponsored ministry] board appeals to you and share contributions you hope to make to the Board.

What time commitment to serving on the board can you reasonably make, if appointed to the board?

Please list past or present involvement in mission oriented non-profit organizations (incl. board or committee membership, if any). Please include the ministry's name(s) and place(s):

How did you contribute to their mission?

Please list two persons we can contact for reference/recommendation and their contact information.

Please attach a current resume and e-mail your application to: _____

On behalf of the entire board of directors, the School Sisters of Notre Dame, Atlantic-Midwest Province, the staff and the people we serve at [name of sponsored ministry] we thank you for applying to serve on this ministries' board. Your information will assist the corporate Members in their decision in approving prospective board members, thus exercising their reserved powers to safeguard the SSND mission and Catholic identity and the assets of the sponsored ministry. **We look forward to further conversation.**



[NAME OF MINISTRY]

RECOMMENDATION FOR PROSPECTIVE BOARD MEMBER

After reading the application and interviewing a person as a prospective member of the board of an SSND sponsored ministry, and after consultation with the appropriate committee of the board, the board chair will be able to address the following items below, for use by the corporate Members. This information will assist the corporate Members in their decision in approving the prospective board member, thus exercising their reserved powers to safeguard the SSND mission and Catholic identity and the assets of the sponsored ministry.

In your knowledge of and experience with the prospective board member, how would you comment on the following?

What connection does the person already have with the sponsored ministry, with SSND, and with other non-profits?

The candidate exhibits knowledge and understanding of the history, tradition and mission of the sponsored ministry and/or indicates interest in learning about it:

The candidate supports the Catholic identity of the ministry and its relationship to the church as well as that it is an SSND sponsored ministry:

The candidate demonstrates the capacity to work collaboratively in decision-making based on both SSND and the ministry's values. How does the candidate articulate her/ his understanding of and working toward unity?

The candidate believes in educational, programmatic and organizational excellence and will support these values in the ministry:

The candidate demonstrates mission orientation and values community:

The candidate's mission and values are consonant with those of the sponsored ministry. Share an example(s).

The candidate can make the time commitment that is required of someone serving on a board, including service outside of board meetings:

The candidate brings the following skills and experiences:

In light of the board needs and the prospective board member's skills, experiences and connections, I recommend the person to serve in the following capacity and on the following committee(s):

What else can you say about the candidate that would help council make a decision?

Signed _____
Board Chair

Date: _____

After completion, please return this and the prospective board member application form to the Provincial Council Liaison to the board. Also, please attach a copy of the candidate's resume.



SPONSORED MINISTRY BOARD INTERVIEW TEMPLATE

Name _____

Board _____

Date of Interview _____

Interviewer _____

N.B. to interviewer: Before using this template, fill in the boxes with information you already know about the candidate so as not to repeat unnecessary questions; rather build on what you already know.

Introduction	
<ul style="list-style-type: none"> • Self – introduction by interviewer • Thanks for considering this service to Caroline House. • SSND Sponsored work – Appointments recommended by board, made by Members of Corporation. • Summary – from resume – 	
Question	Response / Notes
<p>1. Please tell me a little bit about yourself and why you accepted this invitation to pursue membership on [Ministry] Board of Directors.</p>	
<p>2. History, Tradition, & Mission - Brief recap of history & SSND.</p> <p>State mission of the ministry...</p> <p>How would you see yourself contributing to the mission of the [Ministry]?</p>	
<p>3. Have you served on other boards? Tell me about your board experiences.</p> <p>(Governance, policy, not management. Authority only when the board is meeting.)</p> <p>We work toward consensus in decision-making based on the values of [Ministry] and SSND.</p>	
<p>4. What particular service or expertise would you bring to the board?</p>	
<p>5. [Ministry] is a Catholic Ministry. Have you had much connection with the Catholic Church?</p>	

<p>Have you served on a Catholic Board before?</p> <p>Are you able to support [Ministry] as a Catholic Ministry?</p>	
<p>6. Sponsored by SSND – carries our name and our values – quality education, concern for the poor and disenfranchised, concern for unity. Special concern for women and children – first came to U.S. for German immigrants. Awareness of difference from corporate & other non-profit boards. Some powers are reserved to the School Sisters of Notre Dame regarding the mission, the assets, and the corporation.</p>	
<p>7. We’re a working board and board service requires a lot of time, including attendance at board meetings, committee work, and attendance at an orientation program. Do you think you can commit the time necessary to serve on this board?</p>	
<p>8. Tell me about how you see yourself participating in the board’s fundraising efforts. (Generally an expectation that every board member will also be a financial contributor.)</p>	
<p>9. Do you foresee any potential conflict of interest if you were to be appointed to this board?</p>	
<p>10. Any Questions for me?</p> <p>Anything else you would like to say?</p>	
<p>11. Next steps: (adjust as needed)</p> <ol style="list-style-type: none"> a. I will present candidates to the board at our next board meeting, [date] along with supporting information. b. The board will vote to send recommendations on to the Members of the [Ministry] Corporation (SSND’s). c. I send the applications & resume, and some notes from this conversation. d. They will make the appointments. The term is for three years. 	
<p>12. Thank You!</p>	



NEW BOARD MEMBER ORIENTATION CHECKLIST

For use by new trustees/ directors and their board buddies to ensure effective and timely orientation

Name of new board member _____ Board Buddy _____

Topic	Activity	Date Completed
Introduction to Ministry Name	<ul style="list-style-type: none"> <input type="checkbox"/> Mission of <u>Ministry name</u> <input type="checkbox"/> Tour of facilities <input type="checkbox"/> Presentation by chief administrator, key staff, video or other electronic media <input type="checkbox"/> Written materials <input type="checkbox"/> Website (add hyperlink) 	<hr/> <hr/> <hr/> <hr/> <hr/>
The School Sister of Notre Dame Tradition	<ul style="list-style-type: none"> <input type="checkbox"/> Highlights of Life of Mother Theresa & Mother Caroline <input type="checkbox"/> SSND – Brief history & recent developments <input type="checkbox"/> Charism / Educational Vision / Spirit <input type="checkbox"/> Website SSND NA www.ssnd.org <input type="checkbox"/> Atlantic-Midwest Province website www.amssnd.org <input type="checkbox"/> SSND Global website www.gerhardinger.org 	<hr/> <hr/> <hr/> <hr/> <hr/> <hr/>
Finances	<ul style="list-style-type: none"> <input type="checkbox"/> Presentation / meeting with chief executive, chief financial officer or treasurer <input type="checkbox"/> Review of recent financials <input type="checkbox"/> Learn how to read and understand financial statement 	<hr/> <hr/> <hr/>
History	<ul style="list-style-type: none"> <input type="checkbox"/> Read written materials; review website 	<hr/>
Strategic Direction	<ul style="list-style-type: none"> <input type="checkbox"/> Review strategic plan / progress so far 	<hr/>
Organizational Structure	<ul style="list-style-type: none"> <input type="checkbox"/> <u>Your ministry</u> as a ministry of Catholic Church <input type="checkbox"/> Two tier board / reserved powers <input type="checkbox"/> Review of bylaws <input type="checkbox"/> Review of organizational chart <input type="checkbox"/> Introduction to key staff members 	<hr/> <hr/> <hr/> <hr/> <hr/>
Role of the Board	<ul style="list-style-type: none"> <input type="checkbox"/> Review of written materials <input type="checkbox"/> Review of Board Handbook <input type="checkbox"/> Discussion with board chair or whole board 	<hr/> <hr/> <hr/>
Board Member Responsibilities	<ul style="list-style-type: none"> <input type="checkbox"/> Individual Board Member responsibilities <input type="checkbox"/> Signed agreement <input type="checkbox"/> Conflict of interest policy <input type="checkbox"/> Signed conflict-of-interest disclosure form 	<hr/> <hr/> <hr/> <hr/>
Board Operations	<ul style="list-style-type: none"> <input type="checkbox"/> Review of AM SSND Board Guidelines <input type="checkbox"/> Meeting with board chair 	<hr/> <hr/>

	<ul style="list-style-type: none">○ Attend board meetings○ Accept committee or task force assignment	<hr/> <hr/>
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NEW BOARD MEMBER ORIENTATION AT AN SSND MINISTRY

(Suggested)

Several ministries in an area may want to join together for Session One, which includes topics applicable to all, and then split for Session Two, which is specific to the particular ministry. Some adjustments may be needed, depending on the ministry and time available. Please see the note at the end of this document regarding webinars, on-site board retreats, and materials.

Who attends?

- **Board Chair** (Leader of orientation program)
- **Newly appointed board members**
- **Trustees /Directors / Governance committee members**
- **Seasoned board members who are willing to be “board buddies” to new members**, especially from committees that new members will be invited to join. Assist with parts of program.
- **For Schools: President / Headmistress (and Principal for Session Two - Presentation on School.) CFO or chair of finance committee.**
- **For Outreach Ministries: Executive Director / Program Director; CFO or chair of finance committee.**

When? Ideally, before newly appointed board members’ first board meeting

How long? **Full day - on a Saturday** – entire program – Parts 1-5 **OR**

Session 1 – Parts 1-4 on a Saturday morning

1. Welcome / introductions /prayer
2. SSND heritage , charism, and educational vision
3. Board responsibilities, governance in SSND ministries
4. SSND Sponsorship / Ministry Services /Support

Session 2 – Part 5 –a two hour evening session, preceded by a light supper

5. Information and materials specific to this ministry’s board

Why? To give new board members the information about the board and the school / ministry that they need to hit the ground running, to begin to build necessary relationships, and to feel engaged as a valuable team member.

Equipment & Materials:

- Computer, projector & screen.
- Internet access to www.ssnd.org , <http://atlanticmidwest.org>, www.gerhardinger.org, school / ministry website.
- Information packet for each new board member *(See below Session 2 – Part 5 E for list of materials + other handouts as needed.)*

- New board Member Orientation checklist for your ministry
- **When you invite participants, ask new board members (and all attending) to bring their copies of their Board Handbook (paper or electronic) and their favorite device.**

Session One – General Information on SSND Board Service			
Sample Sat. Schedule	Activity	Estimated Time	Total time
8:45	Arrival / Coffee & Danish (optional)		15
9:00	1. Welcome / Introductions / Prayer		45
	Welcome to all participants	5	
	Self-introductions – getting acquainted -- <ul style="list-style-type: none"> ➤ Board Chair, ministry personnel, veteran board members: name, role, length of association, personal & professional background + something about the ministry you are very proud of, or something about your experience on the board. ➤ New board members: a bit about themselves, family, professional background, past association with the ministry, why they think they were invited to be on the board. 	30	
	<ul style="list-style-type: none"> ➤ Prayer Based on board service as ministry & SSND Foundress, Mother Mary Theresa of Jesus Includes time for reflection and sharing 	20	
9:45	2. Presentation: Mission, History, & Spirit of SSND <ul style="list-style-type: none"> ➤ Introduction to Mother M. Theresa of Jesus Gerhardinger, Mother Caroline Friess, ➤ SSND charism, tradition and spirit; educational vision ➤ Q & A <i>(In-person presentation, Video or Webinar)</i>	30	30
10:15	Break	15	
10:30	3. Role of the Board <ul style="list-style-type: none"> ➤ Governance in a non-profit corporation Board responsibilities, trustee /director ➤ Safeguarding the Sacred Trust Relationship of ministry to SSND and the Catholic Church Powers reserved to Members of the corporation <i>(In-person presentation, Video or Webinar)</i>	40 + 20 minutes for Q & A	60

11:30	4. SSND Sponsored Ministries <ul style="list-style-type: none"> ➤ SSND Schools and ministries – handout w/ contact info ➤ Ministry Services <ul style="list-style-type: none"> Director – Yvonne DeBruin; Coordinator for Board Development – Grace D’Amico, SSND ➤ Ministry resources available on www.amsnd.org 	30	30
12:00	Lunch	45	45
Session Two /Part 5 This Ministry and its Board of Trustees / Directors			
12:45	<ul style="list-style-type: none"> ▪ Designate a mentor / buddy for each new member ▪ Distribute packet of materials – paper ▪ Indicate where board materials can be found online 	15	
1:00	A. History and Mission of the Ministry <ul style="list-style-type: none"> • The purpose is to give the new board members an understanding of the ministry <u>today</u> (even if they are alumni/ae of the school) • How does the ministry align with SSND charism and vision? • Current Status of Ministry – in general terms <ul style="list-style-type: none"> ○ Programs ○ Finances ○ What is unique about the ministry or what you are most proud of 	20	
	B. Board Membership – handouts <ul style="list-style-type: none"> ▪ Board Chair ▪ Number of voting members ▪ Ex officio members ▪ Non-voting members, etc. 	10	
	C. Committees /Chairs how they function – briefly - handouts <ul style="list-style-type: none"> ▪ Executive ▪ Directors ▪ Finance & Operations ▪ Audit & Compensation ▪ Other board committees and task forces ▪ <i>Where might these new members serve?</i> 	20	
	D. Board Meetings - handout	10	

	<ul style="list-style-type: none"> ▪ Frequency ▪ Dates for the year ▪ Board Retreat ▪ Preparation for meetings, e.g., how to access minutes & other materials, online e.g., Dropbox 		
2:00	<p>E. Review packet of materials – 20 minutes for quiet review</p> <p>F. Time for questions - 20 minutes</p> <ul style="list-style-type: none"> ▪ New Board Member Orientation Checklist ▪ Ministry’s Mission Statement ▪ Board of Trustees / Directors Handbook <p>N.B. Bylaws & Reserved powers (printed or online)</p> <ul style="list-style-type: none"> ▪ Strategic Plan – where we are now ▪ Financial position – assets; endowment, reserve ▪ Budget – how we are doing ▪ Advancement and / capital campaign info – how we are doing ▪ Board Goals – if set ▪ List of current board members w/ contact info ▪ Ministry Organizational Chart ▪ Tech Directions: How to access board meeting materials online, if available ▪ Recent newsletters, publications ▪ List of acronyms & glossary of terms ▪ Ministry website ▪ Other materials as appropriate 	40	40
2:45	<p>Close of meeting – Encourage new members to sit next to their mentors at board meetings & call them if they have questions.</p>		

Please contact Sister Grace D’Amico, SSND, Coordinator for Board Development, Ministry Services, at (914) 262-7935, gdamico@amssnd.org. if you

- Have questions, would like to would like to order materials, or the links don’t work;
- Would like to invite S. Grace to conduct a joint orientation board retreat (Session One) for the ministries in your geographical area
- Would like to schedule a webinar for one or more of the topics indicated in Session One.



SSND MINISTRY ONLINE HANDBOOK TEMPLATE

This online Handbook outline is offered as a resource to SSND Sponsored and Co-sponsored ministries. It can be housed in "Dropbox for Business" or similar cyber secure site, or on a ministry website, if it has adequate cybersecurity, and is password protected for board members only. If board members already have an account in Dropbox for Business, (or similar site) and they want the folders to appear in their Dropbox, the "share" link must be sent to the email address already associated with the account. (The handbook can also be printed and kept in a binder; however, posting it online has the advantage of hyperlinks to useful materials and sites..)

**Set up folders according to this outline (in alphabetical order for ease of use.)
Add new folders as required or helpful for your ministry. Update by adding and removing documents and links as needed.**

- 1. Board Guidelines for SSND Sponsored and Co-sponsored Ministries**
- 2. Bylaws and Corporate Documents**
 - a. Bylaws
 - b. Articles of Incorporation
 - c. Other, as needed
- 3. Committees**
 - a. Committee descriptions
 - b. Current committee membership
 - c. Template for committee meeting agendas / minutes, if any
- 4. Financials**
 - a. Prior year's annual report
 - b. Current annual budget for the year
 - c. Three year budget projection
 - d. Recent budget reports
 - e. Recent investment reports
 - f. Investment Guidelines
 - g. Risk management policy
- 5. Meetings of the Board**
 - a. Dates for the years meetings and retreats
- 6. Members of the Board**
 - a. Board member names and contact information and terms
 - b. Board member profiles
 - c. Members of the Corporation names and contact information
- 7. Minutes of Board Meetings**
 - a. Previous year
 - b. Current year (to be added when available)

8. Mission and History of the Ministry (Brief Document + link to website pages)

9. Policies & Guidelines pertaining to the Board

- a. Conflict of Interest policy
- b. Conflict of Interest Disclosure Form
- c. Whistleblower Protection policy
- d. Document Retention and Destruction policy
- e. SSND Public Image
- f. Other board policies

10. Programs of the Ministry (Description and / or link to website)

11. Recruitment of New Board Members

- a. Matrix of board membership
- b. AM Province Board Member Application Form (*Appendix – AM SSND Board Guidelines*)
- c. AM Province Candidate recommendation Form (*Appendix – AM SSND Board Guidelines*)
- d. Candidate Interview Guide (*Appendix – AM SSND Board Guidelines*)

12. Staff

- a. Chief Executive's job description
- b. Staff listing (at least senior staff and those with whom the board might interface)
- c. Organization Chart

13. Strategic Plan

- a. Strategic Plan
- b. Updates, etc.

14. Succession Plans

- a. Chief Executive succession plans
 - i. Emergency
 - ii. Planned Transition
- b. Organizational chart + emergency chart
- c. Board Chair succession plan

15. [School Sisters of Notre Dame](#)

- a. [Mission, Ministry and Educational Vision](#)
- b. [Atlantic-Midwest SSND sponsored and co-sponsored ministries](#)
- c. Ministry Services / contact information
- d. [Ministry Formation Program](#)

16. Resources – Links to useful sites

- a. Your ministry's website
- b. [School Sisters of Notre Dame Global](#)
- c. [School Sisters of Notre Dame \(Africa, Asia, North America\)](#)
- d. [SSND Atlantic-Midwest Province](#)
- e. [Resources for SSND Ministry Boards](#)
- f. [BoardSource](#)
- g. [Bridgespan](#)
- h. [Association of Fundraising Professionals](#)
- i. [Foundation Center](#)
- j. Local Community Foundation



School Sisters of Notre Dame
Atlantic Midwest Province
6401 N. Charles Street
Baltimore, MD 21212
(410) 377-7774

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