**POLICY GOVERNANCE POLICY HANDBOOK**

**3/8/17**

 *Mater Dolorosa Passionist Retreat Center - Board Adopted Version*

**EXECUTIVE LIMITATIONS POLICIES**

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***Note: The term CEO is used throughout this document to indicate the Chief Executive Officer of the Retreat Center.***

**EL.1: Global Executive Constraint**

The Chief Executive Officer (the "CEO") of Mater Dolorosa Passionist Retreat Center (the “Retreat Center”) shall not cause or allow any policy, practice, activity, retreat, event, decision, conditions or organizational circumstance which is counter to the spirit, traditions and mission of the Congregation of the Passion of Holy Cross Province. The CEO will not allow any activity which is opposed to the Magisterium of the Church, in accord with the principles in the Code of Canon Law which govern the relationship between the Local Ordinary and the Congregation of the Passion, Holy Cross Province; or is either unlawful, negligent or in violation of commonly accepted Catholic, business or professional ethics.

**EL.2: Relationships with the Congregation of the Passion, Holy Cross Province and the Archdiocese of Los Angeles**

The CEO shall not cause or allow any policy, practice, activity, retreat, event, decision, conditions or organizational circumstance that jeopardizes or adversely affects the Retreat Center’s identity and character as a Passionist Retreat Center, or its relationship to the Congregation of the Passion of Holy Cross Province, other Passionist Retreat Centers, or the Archdiocese of Los Angeles and local parishes.

Accordingly, the CEO shall not fail to:

1. Execute the Mission of the Retreat Center consistent with (i) the teachings of the Roman Catholic Church and (ii) the teachings of St. Paul of the Cross and (iii) dedicated to preaching the Passion of Jesus Christ;
2. abide by the rules and direction of the Congregation of the Passion of Holy Cross Province, the Articles of Incorporation, the Bylaws, and all applicable laws;
3. maintain the presence of priests and brothers of the Congregation of the Passion of Holy Cross Province, or those Roman Catholic priests, brothers, sisters and deacons who are sanctioned by the Congregation of the Passion to minister at the Retreat Center;
4. maintain a positive relationship with the Archdiocese of Los Angeles, local parishes, local communities and all constituent groups which utilize the Retreat Center;
5. lead the Retreat Center in regular assessment processes, in consultation with the Congregation of the Passion of HCP, to ensure the Retreat Center maintains its Roman Catholic and Passionist character;
6. immediately inform the Chairman of the Board of Directors of the Retreat Center if the CEO becomes aware that an employee, volunteer, or any other person connected with or involved in the operation of the Retreat Center has engaged in conduct that has caused or may cause legal, financial, social, or religious scandal to the Retreat Center.

**EL.3: Public Relations**

The CEO shall not cause or allow conditions, activities, or decisions that endanger or adversely affect the Retreat Center’s public image or credibility, particularly in ways that would hinder the accomplishment of its mission and the achievement of its ENDS policies.

Accordingly, the CEO shall not fail to:

1. Develop an effective public relations and communications program that enhances mutual understanding and respect among the staff, board, and friends of the Retreat Center;
2. Strengthen the bond between the Retreat Center and the public, including the Archdiocese, local parishes, retreatants, friends, benefactors, the City of Sierra Madre, residents living within the Retreat Center’s neighborhood, other Passionist Retreat Centers, and the Passionists of Holy Cross Province.

**EL.4: Personnel Policies**

The CEO may not operate the Retreat Center without written personnel policies, contained in a handbook, which provide an environment within the retreat center community that is free from illegal labor practices. With respect to the treatment of paid and volunteer staff, the CEO shall not cause or allow conditions which are unfair, undignified, disorganized or unclear.

In addition, the CEO shall not fail to:

1. develop and implement a specific written policy and procedure that (1) provides a procedure for making complaints of illegal labor practices, (2) ensures that complainants will be free from retaliation, (3) ensures a prompt and reasonable investigation of all complaints of harassment, and (4) provides an effective correction of any incidents of harassment;
2. inform and educate all staff of all personnel policies;
3. provide harassment and safe environment training for all employees of the Retreat Center as required by law;
4. have all personnel and policy handbooks reviewed by outside counsel at least every two years or as revisions necessitate.

**EL.5: Hiring and Termination of Staff**

With respect to the hiring and termination of staff, the CEO shall not cause or allow conditions, actions, procedures, policies or decisions which discriminate against any employee or applicant for employment based on race, color, national origin, sex, age, or disability or which compromise the Catholic and Passionist character of the Retreat Center.

Accordingly, the CEO shall not fail to:

1. ensure that all employment is “at-will”;
2. give preference to persons who are qualified, practicing Roman Catholics (or another Christian in the absence of a qualified Roman Catholic applicant), and are willing to support the Passionist mission of the Retreat Center;
3. invite all personnel to support the formation of the Christian faith community in the Retreat Center; and
4. treat all employees and staff as ministers with varying degrees of responsibility to represent and carry out the Catholic and Passionist mission of the Retreat Center

**EL.6: Compensation and Benefits**

With respect to employment, compensation, and employee benefits, the CEO shall not fail to make good faith efforts to provide compensation and benefit programs for staff taking into consideration the following factors:

1. the social teachings of the Church on fair wages and benefits;
2. approximate salary and benefits as measured by local market benchmarks for comparable positions; and
3. the financial condition of the Retreat Center.

In addition, the CEO shall not:

1. change his or her own compensation and benefits;
2. promise or imply permanent or guaranteed employment; and,
3. establish or change pension or other benefits which cause unpredictable or inequitable situations, including those that incur unfunded liabilities or treat the CEO differently from other employees.

**EL.7: Financial Planning/Budgeting**

Financial planning for any fiscal year or the remaining part of any fiscal year shall not deviate materially from the board's ENDS policies, risk fiscal jeopardy, or fail to be derived from a multi-year plan.

Accordingly, the CEO shall not allow budgeting which:

1. fails to include a credible projection of revenues and expenses; separation of capital, restricted, and operational items; cash flow; and disclosure of planning assumptions;
2. plans the expenditure in any fiscal year of more funds than are reasonably projected to be received in or set aside for that period;
3. provides less for board prerogatives during the fiscal year than is set forth in the Cost of Governance policy;
4. fails to provide for a contingency fund of at least 5% of budgeted revenues.

**EL.8: Financial Conditions and Activities**

With respect to the actual, ongoing financial condition and activities, the CEO shall not cause or allow the development of fiscal jeopardy or a material deviation of actual expenditures from the budget.

Accordingly, the CEO shall not:

1. expend more funds than have been received in the fiscal year to date unless board authorized guidelines are met;
2. use any long-term reserves for current operations, special projects or debt retirement without obtaining prior board approval;
3. acquire, encumber or dispose of real property without prior authorization of the board;
4. dispose of religious art or icons without prior authorization of the board;
5. use any restricted funds for any other purpose than that designated by the donor(s);
6. fail to provide for the Board of Directors an annual external Audited Financial Statement by a board approved CPA firm;
7. fail to provide appropriate internal financial controls.

**EL.9: Asset Protection**

The CEO shall not allow corporate assets to be unprotected, inadequately maintained or exposed to unnecessary risk.

Accordingly, the CEO shall not:

1. fail to insure against theft and property losses up to 100% replacement value (if commercially reasonably available) and against liability losses of the board members, staff, and the organization from normal Retreat Center activities, up to the maximum available offered by the Christian Brothers Risk Pooling Trust or other Board approved insurance company;
2. fail to maintain the Retreat Center’s physical facilities, grounds, and equipment in a safe, functional and aesthetically pleasing condition;
3. fail to maintain a Reserve Study detailing the service life and replacement cost of all facilities and equipment;
4. unnecessarily expose the organization, the board or staff to claims of liability;
5. fail to protect intellectual property, records, files or computer­ based information systems from loss or significant damage;
6. hold local operating cash funds in insecure instruments, including uninsured checking, savings or certificate accounts at any time, or in non-interest-bearing accounts except where necessary to facilitate ease in operational transactions;
7. fail to handle investments in accordance with Holy Cross Province’s Retreat Center Investing Policy;
8. fail to make reasonable efforts to assure that the terms of the lease of property from The Congregation of the Passion Mater Dolorosa Community be secured and in the long-term interest of the Retreat Center.

**EL.10: Fund Raising and Development Policy**

With respect to the acquisition and allocation of funds received through fund raising activities or the development program, the CEO shall not cause or allow conditions, actions, procedures, or decisions that are imprudent, illegal, or violate professional standards, ethical values or relevant stewardship responsibilities.

In addition, the CEO shall not fail to:

1. develop a fund raising and development program for the Retreat Center’s current fiscal year and long term capital needs;
2. achieve or exceed the fund raising and development goals, as established in the current year's operational and capital budget and in the Retreat Center’s long-term fund raising and development plan.

**EL.11: Communication and Support to the Board**

The CEO shall not permit the board to be uninformed or unsupported in its work.

Accordingly, the CEO shall not:

1. neglect to submit monitoring data required by the board (see policy on Monitoring CEO Performance) in a timely, accurate and understandable fashion;
2. let the board be uninformed of relevant trends, anticipated adverse media coverage, or material external and internal changes, particularly changes in the assumptions upon which board policy has previously been established;
3. fail to advise the board if the board is not in compliance with its own policies on Governance Process and Board-CEO Linkage, particularly as it relates to board behavior which is detrimental to the work relationship between the board and the CEO;
4. fail to provide the board with staff views, other external points of view, issues and options as needed for fully informed board choices;
5. present information in unnecessarily complex or lengthy form or in a form that fails to differentiate among monitoring, decision preparation, and miscellaneous information;
6. fail to provide clerical support for official board, officer or committee communications; and,
7. fail to report in a timely manner an actual or anticipated noncompliance with any policy of the board.

**EL.12: Emergency CEO Succession**

To protect the board from sudden loss of CEO services, the CEO shall not fail to have an emergency CEO succession plan which identifies two other administrators who are familiar with board and CEO issues and processes to enable either of them to take over with reasonable proficiency as an interim successor.

**EL.13: Long Range Planning**

The CEO shall not fail to consider the elements of the Ends Policies when developing a plan for the long-term viability of Retreat Center. Furthermore, the CEO shall not fail to report to the Board on the work conducted in this regard. Reporting shall occur no less than annually.