

URSULINE EDUCATION FOUNDATION

STATUTES

**URSULINE PROVINCIALATE, CENTRAL
PROVINCE OF THE UNITED STATES**

November 2022

STATUTES
OF
URSULINE EDUCATION FOUNDATION

Preamble

Ursuline Education Foundation, established by the Roman Union of the Order of Saint Ursula, to succeed and carry on the educational ministry conducted by the Ursuline Provincialate, Central Province of the United States, upon the petition of the Roman Union of the Order of Saint Ursula, has been granted pontifical public juridic personality by decree of the Dicastery for Institutes of Consecrated Life and Societies of Apostolic Life dated November 25, 2022.

ARTICLE I

Definitions

Whenever they are used in these Statutes, the following terms have these respective meanings:

“Ursuline Education Foundation” or **“The Foundation”** - the ministerial public juridic person, *Ursuline Education Foundation*, formed by the Roman Union of the Order of Saint Ursula.

“Educational Institutions” – Ursuline Academy of New Orleans, located in New Orleans, Louisiana; Mount Merici Academy, located in Waterville, Maine; Ursuline Academy, Kirkwood, Missouri, located in St. Louis, Missouri; Ursuline Academy of Dallas, located in Dallas, Texas; and Ursuline Academy of Dedham, located in Dedham, Massachusetts. If, in the future, additional educational institutions are sponsored by *The Foundation* under the provisions of these Statutes, these shall be included within this definition of Educational Institutions. Sometimes referred to as the “Institutions.”

Each of the Educational Institutions carries out its activities in the secular world through distinct corporations that are duly recognized by the appropriate civil authorities.

“Canonical Stewards” - those individuals appointed by a Member, to act as its representative, to serve on the Sponsors Council of *The Foundation*.

“Diocesan Bishop” - the cleric appointed as diocesan bishop, or, in case of an impeded see or vacancy, the cleric legitimately designated to replace the diocesan bishop, in accordance with the provisions of canon law.

“Founding Member” - the Ursuline Provincialate, Central Province of the United States of the Roman Union of the Order of Saint Ursula.

"Holy See" - presently identified with the Dicastery for Institutes of Consecrated Life and Societies of Apostolic Life.

"Member" - the Founding Member, or any religious successor entity, and other Members as may be admitted in accordance with these Statutes.¹

"Province" – the Ursuline Provincialate, Central Province of the United States, or any religious successor entity.

"Sponsors Council" – the body that exercises Sponsorship of Educational Institutions through *The Foundation*.²

"Sponsorship" - to have responsibility for, and to be accountable to, a higher Church authority for (i) the development and maintenance of the mission and ministry of the sponsored work as a Catholic entity and (ii) the fidelity of the sponsored work to the legislation and teachings of the Church.

ARTICLE II

Name, Civil Body and Principal Office of *The Foundation*

- Section 2.1 The name of this Ministerial Public Juridic Person is Ursuline Education Foundation (herein sometimes referred to as "*The Foundation*").
- Section 2.2 *The Foundation* carries out its activities in the civil sphere through a body corporate known as Ursuline Education Foundation Corporation.
- Section 2.3 The principal office of *The Foundation* is located in the Archdiocese of St. Louis or elsewhere in the United States as determined by the Member.

ARTICLE III

Foundation, Purposes, Philosophy, Mission and Scope of Authority

- Section 3.1 **Foundation.** *The Foundation* as a Ministerial Public Juridic Person recognizes a unique relationship between itself and the Roman Union of the Order of Saint Ursula, the founding religious institute of the Educational Institutions. It further recognizes the importance to these Institutions, as they move forward into the future, of continuing to develop

¹ 'Member' has been adopted to simplify this document and is to be used interchangeably between the 'Member' and 'Members,' as and when other Members may be admitted.

² 'Sponsors Council' has been adopted to simplify this document and is to be used interchangeably between the 'Sponsor's Council' and the 'Sponsors' Council,' whichever body is in operation at a particular time unless otherwise specified.

and enhance the mission and values of the Roman Union of the Order of Saint Ursula, as these have been expressed in the Educational Institutions up to the present.

The Foundation is committed to continuing this unique relationship expressed through the Catholic education ministry of the Church.

Section 3.2 Purposes. The purposes of *The Foundation* are:

3.2.1 the Sponsorship of the Educational Institutions as entities operating in accordance with the charism and traditions of the Roman Union of the Order of Saint Ursula and the legislation and teachings of the Roman Catholic Church;

3.2.2 the Sponsorship of other Catholic educational institutions operating in accordance with the legislation and teachings of the Church, which have previously been sponsored by other juridic entities within the Church and which have requested to be sponsored by *The Foundation* in accordance with these Statutes and which have been accepted by the Member, as educational institutions sponsored by *The Foundation*;

3.2.3 the advancement of Catholic education within the dioceses where the Educational Institutions are located or where they provide services.

Section 3.3 Philosophy. The philosophy of *The Foundation*, based on that of the Roman Union of the Order of Saint Ursula, is to promote Catholic education in the spirit of *Serviam*, which inspires students to use their unique gifts to serve and learn from others so that in serving others compassion, joy and charity are realized and nurtured.

Section 3.4 Mission. *The Foundation* continues the teaching mission of Jesus Christ taking up the challenge of St. John Paul II: "The mission of the laity, as an integral part of the salvific mission of the entire People of God, is of fundamental importance for the life of the Church and for the service which the Church itself is called to render to the world of humanity and of temporal realities." (Address to the Council of the General Secretariat of the Synod, May 29, 1984)

Following and further developing the mission and values of the Roman Union of the Order of Saint Ursula, *The Foundation* has the mission to provide quality Catholic education in an environment that challenges the students to grow in faith, knowledge, and respect for self and others in service with compassion, joy and charity.

Section 3.5 Additions of other Catholic Institutions. When other Catholic educational institutions become sponsored Institutions of *The Foundation*, as provided for in Section 3.2.2 of these Statutes, appropriate arrangements will be made for the integration of the mission and values of their previous sponsors with the mission and values of *The Foundation*

and for the involvement of the previous sponsors in the appointment of Canonical Stewards and the exercise of other responsibilities reserved to the Member in these Statutes.

Section 3.6 Scope of Public Authority. *The Foundation* is recognized by the Holy See as a ministerial public juridic person. As such, it possesses authority sufficient for the administration of its own affairs and temporal goods; its sponsored educational institutions are an integral part of the Catholic education apostolate.

ARTICLE IV

Member

Section 4.1 At the date of its canonical establishment the Founding Member of Ursuline Education Foundation shall be the Ursuline Provincialate, Central Province of the United States of the Roman Union of the Order of Saint Ursula ("Founding Member"). Other Members may be admitted in accordance with these Statutes. Ursuline Education Foundation, however, is a separate entity, canonically and civilly, from its Founding Member.

Section 4.2 Membership of Ursuline Education Foundation is only open to other Public Juridic Persons in the Roman Catholic Church. A new Member may be admitted if:

4.2.1 The new Member has been invited to apply for membership by a unanimous decision of the existing Member(s);

4.2.2 The new Member accepts the invitation and agrees to comply with these Statutes and any conditions of membership set out in the invitation.

Section 4.3 A Member ceases to be a Member by:

4.3.1 resignation by notice in writing to the designated representative of all the other Members;

4.3.2 suppression under canon law;

4.3.3 removal by a unanimous resolution of all the other Members, provided that the Member to be removed is not the Founding Member.

Section 4.4 The Founding Member shall authorize no fewer than three (3) natural persons to act as its representative to serve on the Sponsors Council. Through the Sponsors Council, each Canonical Steward, exercises the powers and rights of the Foundation as prescribed in the Canonical Bylaws. Additional Members shall have the right to be represented on the Sponsors Council.

ARTICLE V

Composition of the Sponsors Council

Section 5.1 **Sponsors Council.** The Sponsors Council of *The Foundation* shall consist of a college of no fewer than four (4) nor more than twelve (12) individuals appointed in accord with the Canonical Bylaws of *The Foundation*. Members of the Sponsors Council shall consist of the following:

- a. Three (3) or more Canonical Stewards: Eligibility to serve as a Canonical Steward and the term of office of a Canonical Steward is set forth in the Canonical Bylaws. Each Canonical Steward shall demonstrate faithfulness to the Catholic Church and understanding and commitment to the charism of the Roman Union of the Order of Saint Ursula and at least two of three must be believing and practicing members of the Roman Catholic Church. If there are more than three (3) Canonical Stewards, then at least 75% must be believing and practicing members of the Roman Catholic Church. The Member or, if more than one Member, the Members, appoints and may remove Canonical Stewards they have appointed.
- b. One (1) Sister of the Roman Union of the Order of Saint Ursula.

ARTICLE VI

Duties of the Sponsors Council

Section 6.1 **Duties of the Sponsors Council.** The Sponsors Council exercises Sponsorship of the Educational Institutions. The board and administration of each of the Educational Institutions are accountable to the Sponsors Council for the implementation of the educational ministry of their Institution in accordance with the charism of the Roman Union of the Order of Saint Ursula, the legislation and teachings of the Church and the advancement of Catholic education within the dioceses in which the Educational Institution is located or provides services.

Section 6.2 **Meetings of the Sponsors Council.** Sponsors Council shall meet regularly (at least twice per year) in order to plan, promote, conduct, and supervise the activities of *The Foundation*. Special meetings may be called by the Chair or by a majority of the Sponsors Council. An absolute majority of the members of the Sponsors Council shall constitute a quorum for the transaction of business.

ARTICLE VII

Reserved Powers

Section 7.1 The powers of the Sponsors Council shall be set forth in the Canonical Bylaws of *The Foundation*. Certain powers are reserved to the Member. These reserved powers include the following:

7.1.1 to define and authenticate the vision and mission of *The Foundation*;

7.1.2 to approve any fundamental change and suppression of significant apostolic works within *The Foundation*;

7.1.3 to prepare and approve the Canonical Bylaws of *The Foundation*;

7.1.4 to approve amendments to the Canonical Bylaws of *The Foundation*;

7.1.5 to appoint and remove Canonical Stewards of the Sponsors Council of *The Foundation*;

7.1.6 to review the formation program for the Canonical Stewards;

7.1.7 to approve any alienation of temporal goods belonging to the stable patrimony of *The Foundation* proposed by the Sponsors Council;

7.1.8 to receive the annual report prior to its presentation to the Holy See;

7.1.9 to approve amendments to these Statutes prior to the submission of these amendments to the Holy See for approval;

7.1.10 to express its opinion regarding the request of the Sponsors Council directed to the Holy See to suppress *The Foundation*.

ARTICLE VIII

Relationship of *The Foundation* with the Holy See

Section 8.1 *The Foundation* shall maintain an ongoing liaison with the Church in matters relating to its mission and the fidelity of its sponsored Educational Institutions to the legislation and teachings of the Church.

Section 8.2 The Holy See shall, on an ongoing basis in the manner it determines, review and assess the stewardship of *The Foundation* to determine whether its purposes are being carried out and if it is operating in accordance with the legislation and teachings of the Church. *The Foundation* shall furnish, or cause the Educational Institutions to furnish, information which may be requested by the Holy See.

- Section 8.3 *The Foundation* shall forward to the Holy See an annual report of its activities and its audited financial statement giving evidence that the integrity of faith and morals is preserved and that the use of the temporal goods and the apostolic activity of *The Foundation* are in accord with its purposes.
- Section 8.4 Having obtained the recognition of the Church, *The Foundation* is identified as a Catholic educational work and its sponsored Educational Institutions are eligible for listing in the Catholic Directories of the dioceses where they are located. This status will remain in effect for each of the Educational Institutions unless and until such time that an Institution is determined as not being operated in accordance with the legislation and teachings of the Church and as a charitable activity for the common good. Every effort, as appropriate, will be made to resolve such a concern prior to any Educational Institution losing the right to be identified as a Catholic educational work.
- Section 8.5 The Dicastery for Institutes of Consecrated Life and Societies of Apostolic Life may request a meeting of the Sponsors Council of *The Foundation*, ministerial public juridic person, to discuss its ministry.
- Section 8.6 *The Foundation* recognizes that the Holy See has no financial responsibility for it or for any of its sponsored Educational Institutions.
- Section 8.7 The approval of the Holy See is required for the following:
- 8.7.1 Any changes to the purposes of *The Foundation* set out in these Statutes;
- 8.7.2 The amendment of these Statutes upon the request of two-thirds of the Sponsors Council, supported by the Member of *The Foundation*;
- 8.7.3 The authentic interpretation of these Statutes;
- 8.7.4 The alienation of the stable patrimony of *The Foundation* in excess of the amount established by the Holy See, in accord with canons 1291-1295;
- 8.7.5 The dissolution or suppression of *The Foundation*.

ARTICLE IX

Relationship of *The Foundation* with the Diocesan Bishops

- Section 9.1 Each Educational Institution of *The Foundation* is an apostolic work in the local diocese and therefore, in accordance with its approved purposes, is subject to the authority of the diocesan Bishop as defined in the

prescriptions of canon law. (cf. inter alia cc. 394, 806 §1)

Section 9.2 In regard to its apostolic works in his diocese and in accordance with canon law, *The Foundation* shall facilitate the exercise of the responsibilities of the Local Ordinary concerning the pastoral care of persons, the exercise of divine worship and the teachings of the Roman Catholic Church. (cf. c. 678 §1)

Section 9.3 *The Foundation* shall maintain contact with the diocesan bishop of each diocese in which a *The Foundation's* school is located.

Section 9.4 *The Foundation* will:

9.4.1 respect the right of the diocesan bishop to visit the schools sponsored by *The Foundation*; (Canon 806)

9.4.2 comply with the directives which pertain to the general regulation of Catholic schools in accordance with canon law; (Canon 806 §1)

9.4.3 ensure that the faith of the Church is communicated;

9.4.4 recognize the diocesan bishop accepts no financial right or responsibility regarding *The Foundation* and its affairs.

ARTICLE X

Relationship of *The Foundation* with the Educational Institutions

Section 10.1 The governing documents of the civil corporation for each of the Educational Institutions shall provide that:

(i) the Educational Institution shall be operated as a Catholic institution, consistent with the legislation and teachings of the Catholic Church, and

(ii) any amendment to the governing documents which affects the provisions of this Article X shall require the approval of *The Foundation*.

Section 10.2 **Review by *The Foundation* of actions or proposed actions of the Educational Institutions which have a relationship to the Sponsorship responsibilities of *The Foundation*.** In the exercise of its Sponsorship responsibilities, *The Foundation*, through its Sponsors Council, in a manner determined to be most suitable for each Educational Institution, shall be in close communication with the administration and board of each Institution regarding its activities and actions which relate to the Sponsorship responsibilities of *The Foundation*.

This shall include, but not be limited to, the following:

10.2.1 Collaboration in the development and implementation of formation activities for board members, administration, faculty, staff and volunteers of the Educational Institutions.

10.2.2 Review of the background and credentials of candidates for membership on the Board of Trustees of the Institution in so far as this is relevant to *The Foundation's* exercise of its responsibilities of sponsorship of the Institution as a Catholic Educational Institution and inform the Board of Trustees of the Institution as to whether or not such candidates are acceptable from this perspective.

10.2.3 If *The Foundation* determines that any member of the Board of Trustees of the Institution is no longer suitable to serve as a Trustee of a Catholic Educational Institution from *The Foundation's* sponsorship perspective, it shall consult with the Board of Trustees or a committee selected by the Chair of the Board of Trustees. Should *The Foundation* continue to believe after such consultation that such Trustee is not suitable to serve as a Trustee of a Catholic Educational Institution, it may remove such Trustee.

10.2.4 Review the background and credentials of candidates to serve as the chief administrative and educational officer of the Institution, normally and herein referred to as the President, in so far as this is relevant to *The Foundation's* exercise of its responsibilities of sponsorship of a Catholic Educational Institution, and inform the Board of Trustees of the Institution as to whether or not the candidate is acceptable from this perspective. A requirement for the President is that she or he be a Catholic in full Communion with the Church.

10.2.5 Conduct a review and discussion between representatives of the Educational Institutions and *The Foundation* of any other activities or matters that relate to the Sponsorship responsibilities of the Educational Institutions.

Section 10.3 Process for Review by *The Foundation* of actions of the Educational Institutions.

10.3.1 The board of directors/trustees and administration of the Educational Institutions and the Sponsors Council of *The Foundation* shall be cognizant and respectful of the role which each of them has with respect to the Institutions. They shall work collaboratively to enhance the Sponsorship relationship.

10.3.2 Should *The Foundation* and an Educational Institution, after pursuing in good faith the dispute resolution process provided in the Canonical Bylaws, ultimately be unable to resolve a significant issue which relates to the Sponsorship responsibilities of *The Foundation*, either party may elect to terminate the Institution's relationship with *The Foundation*.

Should this occur, the Institution shall either establish a new relationship with the Church or no longer be deemed to be a Catholic institution.

ARTICLE XI

Officers

Section 11.1 Officers. The governance of *The Foundation* is a shared responsibility. By reason of their election, the officers receive the trust of the Member, and exercise this trust by actively working with the other Canonical Stewards of the Sponsors Council. The elected officers of *The Foundation*, chosen from among the Canonical Stewards of the Sponsors Council, are the Chair, the Treasurer and the Secretary, and such other officers as the Sponsors Council may designate. Officers shall be selected by the Sponsors Council in such manner, and for such term, as determined in the Canonical Bylaws.

Section 11.2 Duties of Officers. The Officers of *The Foundation* hold governance responsibilities in canon and civil law for the ministries of *The Foundation*.

The Chair chairs meetings of the Sponsors Council, is responsible for providing overall leadership of *The Foundation*, and oversees the implementation of these Statutes in order to meet the purposes of *The Foundation*. The Chair ensures that the Member is provided with information needed to exercise their powers.

The Treasurer shall oversee the finances of *The Foundation*.

The Secretary shall carry out such functions as may be assigned.

The responsibilities and authority of the officers shall be further delineated in the Canonical Bylaws.

Section 11.3 The role and responsibilities of the Officers shall include, without limitation, the following:

11.3.1 to ensure that the purposes of *The Foundation* are fulfilled;

11.3.2 to ensure that the educational ministry and administration of *The Foundation* are conducted in a manner consistent with the teaching, faith tradition and legal requirements of the Catholic Church;

11.3.3 to propose to the Member for their approval any alienation of temporal goods belonging to the stable patrimony of *The Foundation*;

11.3.4 to prepare, for approval by the Sponsors Council, the annual report to the Holy See;

11.3.5 to ensure that the Sponsors Council and the senior leaders of the Educational Institutions undertake appropriate formation programs relevant to the purposes of *The Foundation*;

11.3.6 such other duties as are set out in the Canonical Bylaws.

ARTICLE XII

Canonical Bylaws

Section 12.1 The Member shall adopt Canonical Bylaws consistent with these Statutes, further delineating responsibility and authority of the Member and the Sponsors Council and other processes to govern the operations of *The Foundation*. Changes in the Canonical Bylaws are subject to the approval of Member.

ARTICLE XIII

Formation

Section 13.1 Essential among the responsibilities of *The Foundation* in its sponsorship of the Educational Institutions is the continuing formation of its Canonical Stewards and of the boards of directors/trustees, administration, faculty, staff and volunteers of the Educational Institutions and those served by those Institutions.

The content of such formation shall be described in the Canonical Bylaws.

The Foundation has the objective of providing a thorough and common foundation on which future generations of leadership, faculty, staff and volunteers can further develop the educational ministry of the Educational Institutions and the charism of the Roman Union of the Order of Saint Ursula of which they are a part and for which they have responsibility.

ARTICLE XIV

Temporal Goods

Section 14.1 The Roman Union of the Order of Saint Ursula intends, contemporaneously with the implementation of the ministerial public juridic person, to alienate, observing the canonical norms regarding alienation, ownership of the assets pertaining to the Educational Institutions to the respective civil corporations which operate the Educational Institutions, except that the Province may retain ownership of, or other property rights in, real property currently being used by certain of the Educational

Institutions. Where the Province has retained ownership or other rights over the real property on which any of the Educational Institutions are operated, these rights remain unaffected. Likewise, new Members may have similar arrangements with the education institutions associated with that particular new Member.

The Province and the Educational Institutions, by separate agreements, will carefully document the determination of the ownership or other rights which the Province has in such real property. Likewise, new Members may have similar agreement with the education institutions associated with that particular new Member.

Section 14.2 Since the temporal goods belonging to *The Foundation* are ecclesiastical goods, they shall be administered in accordance with the provisions of canon law.

ARTICLE XV

Amendment of Statutes

Section 15.1 These Statutes may be amended by a two-thirds majority vote of the Sponsors Council, subject to the approval by the Member and the Holy See.

ARTICLE XVI

Succession of the Member

Section 16.1 If the Founding Member, or other Members, for any reason, are no longer capable of fulfilling its responsibilities or carrying out its duties with respect to *The Foundation*, such responsibilities and duties shall devolve to and be undertaken by another juridic entity of the Catholic Church accountable to the Holy See approved by the leadership of the Roman Union of the Order of Saint Ursula which shall continue the relationship of *The Foundation* with the Diocesan Bishops and its accountability to the Holy See.

ARTICLE XVII

Dissolution and Suppression

Section 17.1 The Holy See may dissolve *The Foundation* upon a two-thirds majority vote of the Sponsors Council, subject to the approval by the Member, requesting dissolution.

Section 17.2 The Holy See may suppress *The Foundation* if its actions are contrary to these Statutes or to the legislation or teachings of the Church or if *The Foundation* is not fulfilling its purposes as set forth in these Statutes.

Section 17.3 Upon dissolution or suppression of *The Foundation*, all assets remaining after the satisfaction of any of its financial obligations shall be distributed by the Sponsors Council to the Educational Institutions, as determined by the Sponsors Council, provided that any Educational Institutions receiving such a distribution shall at that time qualify as a charitable organization, to be used in support of Catholic education, in accordance with the requirements of canon and civil law, with due regard to the intention of the donor expressed at the time of transfer of the assets to *The Foundation*. If none of the Educational Institutions is in existence and qualified as a charitable organization at the time of distribution, the Sponsors Council, after consultation with the Member, shall distribute such assets to one or more qualified charitable organizations in the Catholic Church to be used in support of Catholic education. (cf Canon 123)