

**UNITED STATES BANKRUPTCY COURT
DISTRICT OF MINNESOTA**

In re:

Case No. 15-30125

The Archdiocese of Saint Paul and
Minneapolis,

Chapter 11

Debtor.

UNSWORN DECLARATION OF EDWIN H. CALDIE

1. The undersigned, Edwin H. Caldie, submits this unsworn declaration in support of the motion ("Motion") of the Official Committee of Unsecured Creditors (the "Committee") for substantive consolidation.

2. I am an attorney with the law firm of Stinson Leonard Street LLP, and am one of the attorneys representing the Committee in the matter captioned above.

3. Attached hereto as **Exhibit 1** is a copy of a letter from former Archbishop John C. Neinstedt dated October 17, 2010.

4. Attached hereto as **Exhibit 2** is a copy of the *Archdiocesan Update Newsletter* dated April 9, 2015.

5. Attached hereto as **Exhibit 3** is a copy of the Archdiocese's "Regional Parish Trustee Meetings" information packet dated May 2015.

6. Attached hereto as **Exhibit 4** is a copy of a letter from Archbishop Bernard A. Hebda dated January 29, 2016 entitled "Salary Schedule for Priests 2016-2017."

7. Attached hereto as **Exhibit 5** is a copy of the Archdiocese's "Clergy Bulletin" dated August 7, 1989.

8. Attached hereto as **Exhibit 6** is a copy of the Archdiocese's "Clergy Bulletin" dated February 9, 2012.

9. Attached hereto as **Exhibit 7** is a copy of "Frequently Asked Questions Relating to the Pension Plan for Lay Employees of the Archdiocese of Saint Paul and Minneapolis (the "Lay plan") and the Pension Plan for Priests of the Archdiocese of Saint Paul and Minneapolis (the "Priest plan").

10. Attached hereto as **Exhibit 8** is a copy of the Archdiocese's "Clergy Bulletin" dated March 15, 2007.

11. Attached hereto as **Exhibit 9** is a copy of a letter from Meier, Kennedy & Quinn dated August 2, 1991.

12. Attached hereto as **Exhibit 11** is a copy of the "Annual Report of the Gambling Control Board" for fiscal year 1999.

13. Attached hereto as **Exhibit 12** is a copy of a letter from the Our Lady of Grace parish and St. Elizabeth Ann Seton parish to other parishes within the Archdiocese dated November 18, 2014.

14. Attached hereto as **Exhibit 13** is a copy of a document entitled "Parish Financial Audit, Review and Agreed Upon Procedures Guidelines" issues by the Archdiocese.

15. Attached hereto as **Exhibit 14** is a copy of a letter template provided by the Archdiocese to parishes within the Archdiocese.

16. Attached hereto as **Exhibit 15** is a copy of the Archdiocese's "Clergy Bulletin" dated December 7, 2011.

17. Attached hereto as **Exhibit 16** is a copy of an IRS publication entitled "Group Exemptions" from the Tax Exempt and Government Entities Division of the IRS.

18. Attached hereto as **Exhibit 17** is a copy of a letter from former Archbishop John C. Neinstedt dated October 17, 2010.

19. Attached hereto as **Exhibit 18** is a copy of the Articles of Incorporation filed by The Catholic Bulletin Publishing Company.

20. Attached hereto as **Exhibit 19** is a copy of the Archdiocese's "Regional Parish Trustee Meetings" information packet dated May 2015.

21. Attached hereto as **Exhibit 20** is a copy of the Articles of Incorporation and Amendment of Articles of Incorporation for Sagrado Corazon De Jesus.

22. Attached hereto as **Exhibit 21** is a copy of a "GROW Toolkit."

23. Attached hereto as **Exhibit 22** is a copy of portions of a deposition transcript from the deposition of Father Kevin McDonough dated April 16, 2014.

24. Attached hereto as **Exhibit 23** are copies of the Certificate of Incorporation and Articles of Incorporation of The Chaplaincy of Gichitwaa Kateri.

25. Attached hereto as **Exhibit 24** are copies of the Certificate of Incorporation, Articles of Incorporation, and Certificate of Involuntary Dissolution of Francophone African Chaplaincy.

26. Attached hereto as **Exhibit 25** are copies of the Certificate of Incorporation and Articles of Incorporation of Aim Higher Minnesota Foundation.

27. Attached hereto as **Exhibit 26** are copies of the Certificate of Incorporation, Articles of Incorporation, and Notice of Change of Registered Office/Registered Agent of Catholic Services Appeal Foundation of the Saint Paul and Minneapolis area.

28. Attached hereto as **Exhibit 28** is a copy of an Agreement of Consolidation by and between Saint Joseph's Home for Children and Catholic Welfare Services of Minneapolis,

Catholic Social Service of Saint Paul and Seton Residence dated August 17, 1977, along with Amendments to Articles of Incorporation for Catholic Charities of the Archdiocese of Saint Paul and Minneapolis.

29. Attached hereto as **Exhibit 29** are copies of the Certificate of Incorporation, Articles of Incorporation, Articles of Amendment of the Articles of Incorporation, and other corporate filings by Catholic Community Foundation of Minnesota f/k/a Catholic Community Foundation in the Archdiocese of Saint Paul and Minneapolis f/k/a The Archdiocese of Saint Paul and Minneapolis Catholic Community Foundation.

30. Attached hereto as **Exhibit 30** are copies of the Articles of Incorporation and Articles of Amendment of Articles of Incorporation of Catholic Finance Corporation.

I declare under penalty of perjury that the foregoing is true and correct.

Dated: May 23, 2016

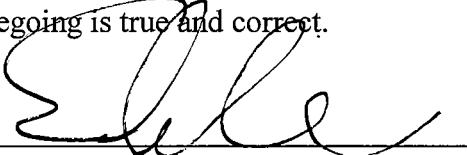

Edwin H. Caldie

Exhibit 1



October 17, 2010

Dear Friends in Christ,

After two years of consultation, and much prayer and reflection on the part of many, I am announcing our Strategic Plan for the Archdiocese of Saint Paul and Minneapolis. This plan is the culmination of a process launched in February 2009 when I named the Archdiocesan Strategic Planning Task Force. In formulating their recommendations to me, task force members have considered the input of thousands of people including pastors, parish and Catholic school leaders and staff, parishioners and Catholic school families. I have made decisions regarding the future of our parishes and schools based upon the task force recommendations in consultation with the Presbyteral Council, the Archdiocesan Finance Council, and others. I recognize that some people directly impacted by the decisions will find them difficult to embrace. I am also hopeful that upon reflection everyone in the Archdiocese will see the long-range benefits that these changes will bring. I respectfully ask for your acceptance and understanding.

The strategic decisions and initiatives outlined in this plan are necessary to ensure the health of our local Church, which is the Archdiocese, for us now and for generations to come. The main goal of the planning process is a revitalized and sustainable local Church, responsive to the needs of all of our brothers and sisters in Christ. The changes are aimed at fostering a dynamic communion of faith, hope, and love in this local Church. This vision, which is as old as the first gathering of disciples with the Lord, informs the mission that guides us today: making the name of Jesus Christ known and loved by promoting and proclaiming the Gospel in word and deed through vibrant parish communities, quality Catholic education, and ready outreach to the poor and marginalized.

You are likely familiar with at least some of the factors prompting the need for change. A disproportionate number of parish and school buildings are located in areas where the population is no longer growing. Demographic shifts and economic pressures have exacerbated these challenges. Another set of factors is the number of priests available for ministry and the challenges of providing sufficient ordained and lay pastoral leaders throughout the Archdiocese.

While the merging and clustering of parishes will involve significant challenges, we must have faith that great good can come about when we work together. As our patron St. Paul reminds us, we are called to be one body in Christ (1 Corinthians 12:12). The Church is not primarily about buildings; it is about people and relationships fostered in and through Christ. It is therefore hoped that the strategic decisions and initiatives of this plan will allow us to become more relationship focused, so that the mission of Jesus will be more effectively accomplished.

I invite you to join me in working together to create even more vibrant communities in our parishes and Catholic schools. The Church is growing - and changing. Please take comfort in knowing, as the Second Vatican Council reminds us, "beneath all the changes there are many realities which do not change and which have their ultimate foundation in Christ, who is the same yesterday and today, yes and forever" (Gaudium et spes, 10). Together, we can look to the future and do what the Church has done for two millennia: adapt to changes that best serve the faithful while remaining true to our Catholic faith. Let us work together to comfort the afflicted, welcome the stranger, educate our children, and greet the challenges and even greater opportunities before us with faith in our Savior, Jesus Christ. Please join me in praying for the future of our Archdiocese of Saint Paul and Minneapolis. May God bless you!

With every good wish, I remain,

Cordially yours in Christ,

A handwritten signature in black ink that reads "John C. Nienstedt".

The Most Reverend John C. Nienstedt
Archbishop of Saint Paul and Minneapolis

“Promote and proclaim a communion of faith, hope, and love.”

INTRODUCTION

For more than 160 years, the faithful, priests, and religious of what is now the Archdiocese of Saint Paul and Minneapolis have endeavored to make the name of Jesus Christ known and loved. Ever since Father Lucien Galtier established the area’s first Catholic church near the Mississippi River, generations of Catholics have sought to meet the needs of their age, promoting and proclaiming a Gospel message that is at once ever ancient and ever new. The Roman Catholic Church in these 12 counties of east central Minnesota, formed by Sacred Scripture and Tradition, has tried through worship and service to make present here the one, holy, Catholic and apostolic Church of Jesus Christ. Now, like those who have gone before us in faith, the local Church which is the Archdiocese of Saint Paul and Minneapolis must order the household of faith anew.

The Strategic Plan for the Archdiocese of Saint Paul and Minneapolis was developed with the objective of making our local Church more agile and able to fulfill its mission. It establishes a framework for archdiocesan-wide strategic initiatives and calls for changes to parish and Catholic school operation and infrastructure. As such, this Strategic Plan is the most comprehensive plan initiated in the history of the Archdiocese of Saint Paul and Minneapolis. The changes called for under the plan will be made as a part of a coordinated strategy taking into account all aspects of parish and school life with an emphasis on continual evaluation and improvement.

Because we are all members of one local Church, these changes are important for all of the 800,000 Catholics who live within the Archdiocese. The changes are, in fact, important to everyone in our community: whether one participates in weekly Mass at a parish or attends one of the Catholic universities located within the Archdiocese; whether one is served by a Catholic Charities program or is cared for in a Catholic hospital; whether one is young or old, Catholic or not, this Strategic Plan is structured to serve all our brothers and sisters in response to the call of the Lord Jesus.

Changes outlined in the Strategic Plan will be implemented over a period of years. No changes to parish structures are slated to begin before January 2011. No changes to schools will begin before June 2011, although some schools will be asked to review their sustainability. The structural changes outlined in the plan were made following careful analysis of changing population patterns, outreach potential, changes in the number of clergy and religious as well as the growth in ecclesial lay ministry, location and condition of buildings, and financial stress on parishes and schools. Beyond good stewardship of limited resources, the primary goal of the Strategic Plan is fulfilling the mission of the Church in the Archdiocese of Saint Paul and Minneapolis: making the name of Jesus Christ known and loved by promoting and proclaiming the Gospel in word and deed through vibrant parish communities, quality Catholic education, and ready outreach to the poor and marginalized.

CONTEXT FOR THE ARCHDIOCESAN STRATEGIC PLAN

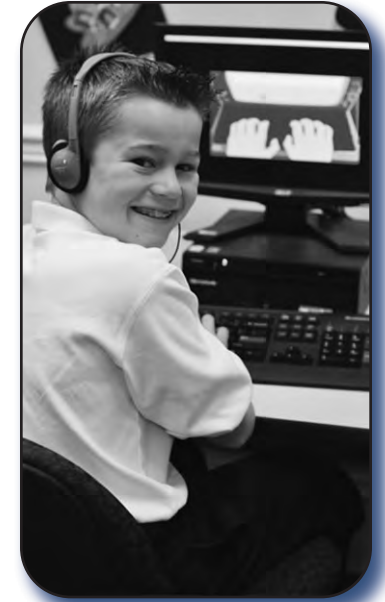
Although the mission of the Church and the message of the Gospel are timeless, the ways we live out the mission of the Church evolve in response to the signs of the times. For more than 2,000 years the Church has done just this while remaining true to her core teachings. Right now, a disproportionate number of church and school buildings are in areas where population growth has slowed or changed dramatically. Many of the church and school buildings were built in earlier eras when population patterns and other demographic factors were considerably different than they are now. During the European immigration booms in the late 19th and early 20th century, the various immigrant groups settling in the core cities of Saint Paul and Minneapolis needed parishes where their native language was spoken and their national customs were observed. Large, ethnic church buildings were built as a point of pride, sometimes within a few blocks of another Catholic church building which was home to another ethnic parish community. This model no longer serves the current reality. The dramatic demographic shifts of the past half century: the movement out of core cities to the suburbs; the decrease in household size; and the aging population (please see APPENDIX E for detailed demographic data) have resulted in a fundamental need for change.

Catholic schools have also undergone dramatic change in the past half century due to these same factors. When many of the current Catholic schools were built, families were

able to send their children to Catholic schools at relatively nominal cost thanks, in large part, to the great gift of religious communities providing sisters and brothers to administer and teach in those schools. The decline in religious vocations and the increase in gifted lay school staff, as well as the need to pay competitive wages, have changed the dynamic of Catholic education in this country over the past 50 years. The need for more specialization, more technology in the classroom, greater accountability regarding educational quality, and the dramatic shift in demographics have changed fundamentally the landscape for all schools: public, private, and parochial. The challenge facing Catholic schools is to make them affordable to all families who wish to send their children to Catholic school.

In summary, the current infrastructure grew to serve a different population. As a result, a disproportionate number of parish and school buildings are located in areas where the population is no longer able to sustain more than one parish or one school. In fact, in parishes across the Archdiocese, 32% of weekend Masses are less than one-third full and Catholic schools have, on the whole, 20% more seats than they have students. Now we are faced with a challenge: maintain too many aging buildings at often great expense or refocus those resources on creating revitalized communities responsive to the mission of the Church today and as we move into the future. While part of the answer is greater outreach and evangelization, there is also the need for intentional decisions which will foster sustainability and growth.

Another factor is the number of priests available for ministry. Despite a significant number of seminarians in formation for the Archdiocese, it is projected that we will have 19 fewer priests eligible to be pastor in 2020 than are eligible now. Even with a growth in priestly vocations the need exists to foster a more vibrant local Church which brings to full recognition the gifts of the lay faithful.



An additional dynamic is the arrival during recent decades of immigrants from different countries of origin than those of previous eras. The immigrants of today continue to be an important factor of growth for this local Church. It is therefore necessary to ensure that these brothers and sisters receive the same benefit that immigrants of old had to the sacraments, to pastoral care, and to educational opportunities, in the language and cultural custom with which they are familiar. Welcoming our brothers and sisters arriving in the Archdiocese today is an essential sign of the universality of the Church and an acknowledgement of the gifts immigrants bring to this local Church.

Finally, the Archdiocese must bring itself into the 21st century in the area of administrative practices. While most parts of the business world have been reporting electronically for decades, much of the reporting done by parishes is still on paper. This antiquated system of data-tracking prevents us from accessing real time data. It also creates more work at both the parish and archdiocesan level. For example, right now some information for required reports is gathered and data-entered at the parish level only to be mailed to the Archdiocese and then data-entered again at the archdiocesan level. This plan pushes us all forward, requiring electronic reporting of parish annual reports beginning in the autumn of 2011.

The Archdiocese of Saint Paul and Minneapolis is not unique in the challenges facing it. Many other dioceses across the United States, as well as public institutions locally and nationally, have gone through reorganization in the past several decades. Even during the past quarter century in this Archdiocese, for example, there have been changes to parish and school structures. Currently, there are 213 parishes within the Archdiocese, seven less than 25 years ago and there are 98 schools within the Archdiocese, 24 less than in 1985. Clustered parishes are also an existing reality. Currently, 25% of parishes within the Archdiocese are in a cluster relationship with one pastor serving two or more parishes. Nationally, the percentage of clustered parishes is higher. Just as our parents and grandparents sacrificed for the future of the faith, the sacrifices asked today of our

local Church are meant to ensure that our faith is as vital for our children and our grandchildren as it has been for us. United, we can move forward with changes that are based in a shared understanding of the realities we face, as well as rooted in the mission given to us by Christ to spread his Gospel of love and life.

The changes outlined in the Strategic Plan are needed for us to strengthen our local Church in this new millennium. As brothers and sisters in Christ, we are all called into *communio*, communion as Church, so as to be sent forth in *missio*, mission into the world. We are called into a communion of faith, hope, and love as one body in Christ, a body for the glorified Christ to continue his saving mission in the world.

THE LOCAL CHURCH: A VISION TO GUIDE US INTO THE FUTURE

The core truths of our Catholic faith and the essential mission of the Church do not change. The seven guiding principles of the planning process as envisioned by the Archbishop ensure that the strategic decisions and initiatives outlined in the plan are aligned with that mission. However, the ways in which we fulfill the mission of the Church do evolve over time. The Strategic Plan provides a roadmap to realize the vision of this local Church in the coming years and decades.

The faithful in the Archdiocese of Saint Paul and Minneapolis are called to be a vibrant communion of faith, hope, and love. **Faith** illuminates our reasoning by helping us appreciate that the love of God revealed in Christ Jesus is the highest value which orients our lives and informs our decisions. By **Hope** we entrust ourselves to the promise of eternal life, sure that if we live in faith, God will provide a way in each and every circumstance of life. In **Love** we live our faith and hope through the power of the Holy Spirit, testifying to the union which God both initiates and perfects by giving of ourselves to God and neighbor. As the faithful of the local Church of the Archdiocese of Saint Paul and Minneapolis, we are called to offer these gifts to one another so that the name of Jesus Christ might be known and loved anew.

For all **lay faithful** who are invited to share their gifts in service of the Church, this Strategic Plan is founded upon the truth that it is the baptismal vocation which is fundamental in the Church. This insight, reclaimed for the Church by the Second Vatican Council, calls men and women of faith to holiness of life and to a shared responsibility. Although lay men and women have a principal responsibility to ensure that our economic and public life is informed by Gospel values, the Church is in need of their gifts of faith and professional excellence. Strategic initiatives under the plan call on parishes to encourage lay leaders with gifts in administration to help address the operational needs of a parish, so that pastors may focus on preaching, teaching, and sanctifying. Other lay faithful may be invited to offer their gifts of ministry for the Church, as many men and women already do. In recognition of the great importance of laity in the Church, parishes are being asked to establish appropriate qualifications for positions, adhere to best practices, and provide opportunities for ongoing formation and training for lay staff and volunteers.

Seven Guiding Principles of the Strategic Plan

- 1. Full sacramental ministry:** Changes are aimed at providing a stronger sacramental presence for all Catholics, while fostering the ministry of priests, deacons, and, where appropriate, lay ecclesial ministers.
- 2. Competent pastoral leadership:** Coordinated and ongoing formation and training for clergy and lay leaders, as well as established best practices in administration will help ensure inspired ministry. Emphasis will be placed on collaboration of the ordained and laity in leadership and service in the Church.
- 3. Special concern for the needs of the poor, marginalized, and immigrant:** Throughout our history the poor, marginalized, and immigrant have been acknowledged as a gift to the Church. The Strategic Plan calls for all parishes within the Archdiocese to help support certain parishes and schools in locations most critical to advancing this mission yet are not likely to be financially sustainable for the foreseeable future because of the economic circumstances of those they serve.
- 4. Catholic school support and inclusion in the planning process:** Under the Strategic Plan, all Catholic school communities are expected to review sustainability based upon the established criteria for long term viability with the goal of making a high quality Catholic education available to every family who seeks it.
- 5. Every parish is involved in the discussion:** Greater collaboration is required of us all under the Strategic Plan. The establishment of regional administrative centers and regional school discussions, as well as other structures for inter-parish and inter-school communication and cooperation will provide the framework for this increased collaboration.
- 6. Every parish is expected to evaluate their own resources and adjust accordingly:** The Strategic Plan provides a structure for ongoing evaluation of resources, the establishment of sustainable financial models, as well as more transparent communication regarding resources. While the truths of our faith remain constant, we must be willing to adapt our physical structure and policies to address the signs of the times.
- 7. Respect, patience and honesty in all discussions to build on strengths:** The spirit of consultation and communication which has been a key feature of the planning process will continue during the coming months and years. The Archdiocese will continue to welcome comments from pastors, parish and Catholic school leaders and staff, parishioners, Catholic school families, and others.



For those who serve the local Church as **priests**, this Strategic Plan re-emphasizes what is central to their call: to imitate the mystery of the Eucharist which they celebrate with and for the faithful. Increasingly priests have been asked to take on administrative tasks to a point that can frustrate their pastoral responsibilities. The Strategic Plan outlines changes aimed at helping priests focus on their essential ministry. For those who serve as **permanent deacons**, the plan fosters a more structured and focused approach to their ministry. In order to ensure inspired ministry by all clergy, a more formalized structure of ongoing formation is being initiated under the Strategic Plan. More equitably assigning clergy, including retired priests, those in academia, and those assigned as chaplains, will improve access to full sacramental ministry for everyone, including the growing senior population and those who speak a language other than English.

For **those who sacrifice for Catholic Education**, whether parent or student, teacher or administrator, pastor or benefactor, this Strategic Plan is the beginning of a more coordinated vision for Catholic education in the Archdiocese. We are blessed with an abundance of schools with very dedicated supporters. We also face challenges which have emerged over the past decades and have yet to be addressed systematically. This Strategic Plan begins an effort to answer the fundamental questions which must be answered: how will we sustain Catholic education for generations to come?; how will Catholic education remain true to its core values while realizing quality academic outcomes?; how are students' lives enhanced by a Catholic education? Under the Strategic Plan, Catholic Schools are called to meet consistent standards of excellence and financial transparency. This means that when parents choose a Catholic school they will know that their school meets defined standards in the areas of Catholic identity, academic quality, financial management, and community outreach. Schools will undergo regular review of these viability factors to ensure that they are sustainable going forward. The plan outlines structured responses if school leaders identify challenges to viability in any of these four areas.

For **our neighbors in this 12 county area**, this Strategic Plan reinvests the Archdiocese of Saint Paul and Minneapolis in the work of faith, hope, and love which it has been about since the first permanent Catholic presence was established here more than 160 years ago. We are refocusing so as to renew our efforts to build a community that fosters authentic human values and that is always ready to serve those in need. Whether a person serves with us or is served by us, we are mindful of the words of Christ: it is in giving that we receive. This Strategic Plan will assist the local Church in sharing the gifts we have received with all who call this area home.

No matter what your role, you play an important part in the future of this local Church. If you have a gift for teaching young people about our faith, think about how you can become more engaged in catechesis; if you are blessed with a pastoral heart, contemplate how you may provide comfort to those in need; if you have a talent for administration, reflect upon how you could help your parish or school respond to the initiatives outlined in the Strategic Plan; if you are gifted with temporal resources, consider how your generosity could further the mission of the Church in this Archdiocese. Please prayerfully contemplate how you might assist the parishes, schools, and institutions of this Archdiocese to promote and proclaim a communion of faith, hope, and love in your local Church, the Archdiocese of Saint Paul and Minneapolis.

HIGHLIGHTS OF CHANGES UNDER THE STRATEGIC PLAN:

- **Strategic initiatives** which will encourage cooperation, improve stewardship of resources, and increase transparency in the areas of: qualified pastoral leadership; Catholic schools; and finance and administration to improve ministry, evangelization, and outreach in the Archdiocese.
- **21 parishes will merge with 14 receiving parishes** during the next several years, bringing the Archdiocese from **213** parishes in October 2010 to **192** following the implementation of the announced decisions. Masses will continue to be celebrated at the church building of the merging parish until a decision which contradicts such use is made by the parish pastoral and finance councils of the receiving parish community, in consultation with the Archbishop and the Presbyteral Council.
- **33 parishes will enter into new cluster arrangements** during the next several years with one pastor leading two or more parishes, following implementation of the announced decisions.
- **25 parishes are identified for structured collaboration** with neighboring parishes; many of these sites may eventually move toward a cluster; all parishes and schools are called into greater collaboration under the Strategic Plan.
- **Certain schools are under urgent review** to determine sustainability; it is likely that local leadership at these schools will decide that some of these schools should close at the end of the 2010-2011 school year.

STRATEGIC INITIATIVES

So that the mission of the Church may be fulfilled, the Archdiocese has identified certain initiatives to improve administration and ministry in parishes, at schools, and throughout this local Church. The following summary of strategic initiatives, while not intended to be comprehensive, sets forth a direction for administrative and operational changes to be implemented in the near future at the service of mission. In order to achieve the vision for the future of this local Church, three key pillars must be strengthened: inspired pastoral leadership; exceptional Catholic education; and infrastructure for the Church of today and tomorrow.

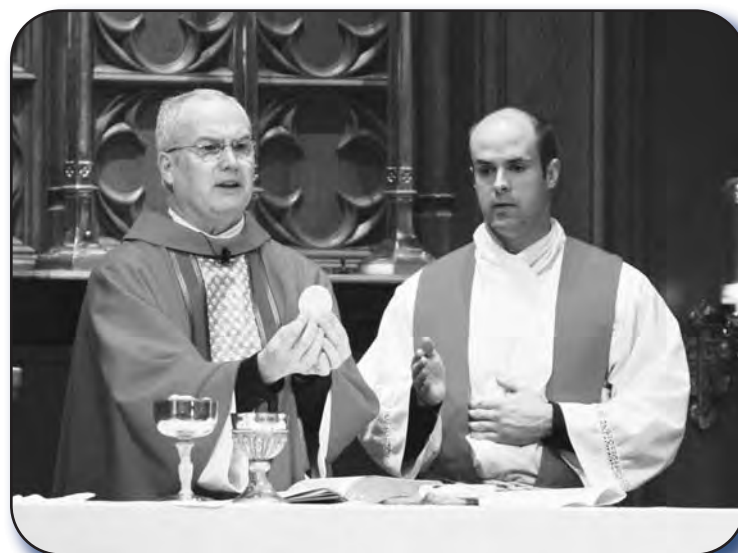
INSPIRED PASTORAL LEADERSHIP

Both lay and ordained leaders play key roles in the Church. Many excellent ordained and lay pastoral leaders currently serve the faithful of the Archdiocese of Saint Paul and Minneapolis. While there remains an essential difference among ordained and lay pastoral leaders and the roles they may perform, the Second Vatican Council reminds the Church of the fundamental importance of the baptismal vocation and the universal call to holiness to which all are called and, in service of which, all pastoral leadership is ordered.

PRIESTS AND DEACONS

In order to ensure continued competent **ordained pastoral leaders**, priests and deacons will be expected to engage in 16 hours of ongoing formation each year. Recognizing the diverse needs of the presbyterate and the diaconate, the newly formed Center for Clergy Formation will be responsible for realizing this goal. The Center for Clergy Formation will be housed at the St. Paul Seminary and will bring together the Office of Vocations, the Institute of Ongoing Formation for Clergy, and the Institute of Diaconal Formation.

- **Office of Vocations** - the Office of Vocations will remain unchanged. For the last several years, this Archdiocese has had 60 or more seminarians in formation. Mindful of the good work already being done, effort should be given to review best practices around the country especially as it pertains to vocational discernment opportunities or summer camps for diverse audiences, as well as opportunities to foster vocations to consecrated life.
- **Institute for Ongoing Clergy Formation** - A part-time director will guide the work of the Institute of Ongoing Clergy Formation. This work will involve an integrated approach to both priestly and diaconal ongoing formation. While collaboration with the Director of the Institute of Diaconal Formation (see below) will be necessary for deacons, the director will coordinate ongoing formation opportunities for the three unique groups within the presbyterate: newly ordained (ordained one to four years), new pastors (ordained five to seven years), and experienced priests.
 - *Newly Ordained Priests* - The Director would gather the newly ordained men by class for prayer and reflection around issues regarding the transition into the presbyterate.
 - *New Pastors* - New pastors will be gathered for focused formation opportunities pertaining to challenges and opportunities to be found in taking on a pastorate. Particular attention will be given to canonical and organizational expectations.
 - *Ongoing Formation for the Presbyterate/Diaconate* - In addition to the educational opportunities mentioned above, a series of ongoing formation opportunities for priests and deacons in the Archdiocese will be offered. This could be a combination of the Clergy Study Day format (twice a year on coordinated themes) and other formation opportunities as decided. It may also be important to designate some priest-specific or deacon-specific opportunities.
- **Institute for Diaconal Formation** - A full-time director will guide the work of the recently revised diaconal formation program. In collaboration with the St. Paul Seminary and under the direction of its Rector, the director will be responsible for the integration of the revised diaconal program. In addition, the director will serve as an advisor to the Director of Ongoing Formation in determining offerings for ongoing formation appropriate to permanent deacons.



In addition, clear expectations for assignments, support, and assessment for priests and deacons will be formalized under initiatives set in motion by the Strategic Plan. Also in development as a part of the Strategic Plan are more clearly defined criteria for a priest to be eligible for appointment as pastor and enhanced support for international priests who serve generously in the Archdiocese.

VIBRANT LAY INVOLVEMENT

In order to ensure the continued commitment of inspired **lay pastoral leaders**, parish, school, and archdiocesan employees should complete six hours of ongoing formation sponsored by the Archdiocese annually. Like the ordained, lay pastoral leaders are also encouraged to live lives of faith informed by daily personal prayer and a regular, if not daily, participation in the liturgical life of the Church. Apart from opportunities already provided for by various ministerial groups, the Archdiocese will organize at least two annual opportunities for ongoing formation for lay pastoral leaders. Under the purview of the archdiocesan Office of Parish Services, and offered on a regional basis, such educational offerings will aspire to be interdisciplinary and highlight best practices in the Archdiocese, as well as the Church as a whole. Parishes are encouraged to provide staff opportunities for periodic days of recollection and professional development. All pastoral leaders who have not had the opportunity to engage in an in-depth study of the Catechism of the Catholic Church are encouraged to enroll in the Archbishop Harry J. Flynn Catechetical Institute at the St. Paul Seminary to assist them in the ongoing need to base all pastoral service on the shared faith of the Church. In addition, pastoral leaders are encouraged to consider enrolling in the graduate programs of Theology or Pastoral Studies at the St. Paul Seminary. These programs are offered at a discounted rate to the men and women who work in parishes within the Archdiocese. Lay leaders and staff should also participate in an annual assessment with a corresponding review of a comprehensive job description for each parish staff position. Basic standards and required competencies for initial appointment should be in place in all parishes and schools.

EXCEPTIONAL CATHOLIC EDUCATION

Catholic education and opportunities for catechesis and growth in faith come in a variety of forms including Catholic schools, faith formation, youth ministry, and evangelization and outreach. As baptized Christians, all the faithful are called to grow in the knowledge of their faith and to witness to the faith to all they meet.

CATHOLIC SCHOOLS

Catholic schools are an essential part of promoting and proclaiming a communion of faith, hope, and love. We are blessed with the presence of many fine Catholic schools within the Archdiocese of Saint Paul and Minneapolis. Catholic schools develop strong partnerships between home and classroom that foster academic excellence and infuse fully Catholic teaching and values into every element of a student's educational experience. Catholic school students are given an opportunity to live out their faith in service to the larger community, providing a foundation for students to become faith-filled ethical leaders in the local and global community. Catholic schools face the challenge of remaining viable while also being affordable to all families who desire a Catholic school education for their children. Catholic school viability is measured against criteria in four areas: Catholic identity, academic quality, financial management, and community outreach (please see section entitled STRATEGIC DECISIONS AFFECTING SCHOOLS).

Forthcoming initiatives related to schools include, but are not limited to, changes in the following areas:

- **Catholic Identity** - In order to ensure a faith-filled identity, each Catholic School will complete an annual Catholic identity report to be filed with the archdiocesan Office of Catholic Schools at the end of each school year. Every other year, Office of Catholic Schools staff will conduct an onsite review of Catholic identity.
- **Academic Quality** - In order to ensure robust academic quality, each Catholic school will be accredited by an agency approved by the State of Minnesota. Schools must also incorporate standards developed by the Office of Catholic Schools that would include, but would not be limited to, affordability, transportation, staffing, technology, development, and curriculum.
- **Financial Management** - The Office of Catholic Schools will coordinate an effort to ensure the responsible financial management of every school in the Archdiocese.



- **Community Outreach** - To ensure effective community outreach every school will be expected to have development, marketing, and student recruitment plans in place.

To serve these ends, the Office of Catholic Schools is authorized to evaluate the educational program of all Catholic schools within the Archdiocese to assure adherence to the standards set by the Archdiocese in response to the Archbishop's direction. The Office of Catholic Schools will also lead an effort to develop a structured response to consistent enrollment declines at a school and the need for managing to current budget realities.



To assure the future of Catholic schools that enrich lives and shape our community, the Archbishop will establish an **Archdiocesan Schools Advisory Board**. The mission of this Board will be to foster and promote the ministry of Catholic elementary and high schools as part of the educational mission of this local Church, the Archdiocese of Saint Paul and Minneapolis. The Board would advise on areas including Catholic identity, finance, institutional advancement, and planning. This Board would also have the responsibility to review the designation of certain Catholic schools receiving special support as evidence of the commitment of the Archdiocese to the poor, the marginalized, and the immigrant.

A national consulting firm has been retained by the Archdiocese to bring a broad national perspective to view the quality, affordability, and vitality of the Catholic schools within the Archdiocese of Saint Paul and Minneapolis. They will identify strategies, structures, and models that have proven to be effective in Catholic schools nationally, and recommend models and practices that could be effective in this Archdiocese. The consultants are addressing the areas of Catholic identity, operations and finance, governance, leadership, and educational effectiveness.

FAITH FORMATION

Under the strategic plan, all the faithful are called to renew their commitment to lifelong faith formation. The plan also recognizes the need for ongoing formation for faith formation leaders and catechists. Toward this end the Strategic Plan calls on parishes to collaborate with one another in order to provide the best faith formation programming possible. While some parishes might retain a standalone faith formation program for elementary students, others might consider a shared program. Not only are leaders asked to review program content and form regularly to ensure compliance with the Archdiocesan Religion Standards, they are also asked to follow the guidelines noted in the National Directory for Catechesis and the General Directory for Catechesis. Parishes are encouraged to work together to meet the needs of adult faith formation and to make better use of existing faith formation resources. Two important initiatives that should be utilized more fully in parishes are *Early Catholic Family Life* and *All in God's Plan*, two age-appropriate programs offered by the archdiocesan Office of Marriage, Family, and Life.



YOUTH MINISTRY

Special consideration will also need to be given to youth in the years ahead. The Archdiocese is developing several initiatives to help young people continue to grow in their faith after Confirmation. Recognizing the good work already being done in a number of parishes, these initiatives will take a regional approach with the aim to bring young people together with their peers across the Archdiocese for formation and worship. Fortunately, several nationally recognized Catholic youth organizations reside within the Archdiocese and efforts are already underway to engage these entities to consider partnerships to meet the faith formation needs of this important age group. Youth and young adults are the future of our Church and more intentional outreach to them is necessary to realize the mission of the Church. To realize this needed outreach, the Archdiocese will establish an Archdiocesan Youth Ministry Advisory Committee and finalize its regional programmatic opportunities by June 1, 2011.

EVANGELIZATION AND OUTREACH

Ultimately, the purpose of the Strategic Plan is to further knowledge of and love for the name of Jesus Christ in His body, the Church. In addition to full sacramental ministry, each parish must recommit itself to reach out to the unchurched as well as to inactive Catholics. A regional vicariate structure will assist parishes in coordinated efforts to re-engage members of the Church who no longer actively practice their faith. This assistance will involve both the training of parish personnel as well as programmatic opportunities to engage inactive Catholics. Finally, each parish must, as an essential aspect of its mission, aspire to sow the fullness of Christ's witness. Accordingly, each parish is called to foster the Gospel of Life and the right of justice, as well as to take practical steps to ensure that material needs of parishioners are met.

INFRASTRUCTURE FOR THE CHURCH OF TODAY AND TOMORROW

The Strategic Plan provides a framework for more cohesive operation of parishes, schools, and other institutions within the Archdiocese that will result in stronger ministry and administration. The plan will help parishes, schools, and archdiocesan central offices to utilize more fully 21st century technology and best practices in service of the Church. The plan also sets out guidelines for best practices in the area of administration and finance and establishes an infrastructure for sharing what works administratively and programmatically between parishes and schools.

ADMINISTRATION AND FINANCE

The life of every parish is intimately local and yet the decentralization of parish life in the local Church of the Archdiocese sometimes creates a challenge for effective and efficient ministry. Standardizing certain operations and programming across the parishes of the Archdiocese, while maintaining our fundamentally decentralized structure, will increase the level of service and value throughout this local Church. One of the financial goals of the strategic planning effort is to ensure that all parishes and Catholic schools in the Archdiocese are on a sound financial footing. In some cases, that may require the resolution of long standing debts owed to outside parties and to the Archdiocese. In order for this goal to be achievable, it is necessary that each parish and school develops and adheres to a balanced budget, that each parish finance council monitors the implementation of the approved budget and assists the pastor in making adjustments as needed to align actual operations with a balanced budget, and that the Archdiocese provides assistance and consistent procedures to increase the quality of financial practices across all the parishes and schools in the Archdiocese.

The Archdiocese will establish a **Regional Vicariate** structure (please see map, APPENDIX D). In place most recently from 1986-2000, regional vicariates offer the local Church a way to organize itself in three important areas: governance, programming, and financial administration. A regional vicar appointed by the Archbishop will exercise several canonical and administrative responsibilities, as well as interact in a mediating fashion with the deans of each deanery. The deans will continue to serve the Archbishop through their office and collectively in the Presbyteral Council as a consultative body, while the regional vicars will serve as an extension of the Archbishop's governance and administrative responsibility. Among their responsibilities, regional vicars will: make regular parish visitations (to review liturgy, sacramental records, etc); facilitate regional programmatic offerings of the Archdiocese and among deaneries; advocate for financial transparency; and serve on the Archbishop's Council.

In addition, **Regional Shared Service Centers** will provide financial, accounting, and administrative support to parishes which are in debt or which simply seek assistance. The regional centers will also present opportunity for economies of scale in combining 'backroom' functions. Finally, the regional centers will assist parishes and the archdiocesan central offices in implementing a **Standardized Accounting System for Parish Financial Reporting** to increase efficiency and accuracy and to promote required electronic submission of parish annual reports beginning in the autumn of 2011. Parish budgets demonstrate responsible fiscal stewardship when they account for meeting:

- normal operating expenses
- sufficient reserve funds
- contributions to a capital improvement fund for the long-term maintenance of facilities
- payments for insurance premiums
- payments to employee benefit and retirement plans
- assessments to the Archdiocese
- appropriate accruals for the servicing of existing debt

Mandatory, immediate consultation with appropriate archdiocesan staff or regional vicars will be necessary to develop a workout plan if the parish budget is not balanced or the parish is not current on its debt obligations.

In response to requests from pastors, a process is in place to consider revisions to the **Parish Assessment Formula**. Among the topics being considered are: revision for assessment credit for the support of a parish school based on a more realistic estimate of the per child cost of supporting a parish school; exemption of tuition receipts from assessment; and increasing the assessment at all parishes to provide for support of certain schools and to increase the availability of Catholic education across the Archdiocese. An initiative is already under way to review the annual **Catholic Services Appeal** and determine how parishes might be able to participate under a renewed stewardship model. To further assist parishes, the Archdiocese will offer training opportunities to pastors and parish staff to help parishes implement more fruitful parish stewardship efforts.

CHAPLAINCIES

Chaplaincies are non-parish communities of the faithful entrusted to a parish priest. However, these communities have not been formally established as parishes, either because they are still in the process of developing into a parish or because the community itself is better served by another ecclesial model. For instance, communities of the faithful that are spread across broad areas, such as members of immigrant groups, or are affiliated with institutions such as high schools, universities, hospitals, or the military are often better served by the chaplaincy model. As of January 1, 2011, the Archdiocese will clarify the status of all chaplaincies in the Archdiocese.

One chaplaincy will be dedicated to Latino Ministry. Under the coordination of an appointed chaplain, a **Latino Ministry Advisory Board** will be established to coordinate outreach to Spanish-speaking Catholics. While Mass will continue to be offered in Spanish throughout the Archdiocese (currently, Mass is offered in Spanish at 23 parishes) under the Strategic Plan, resources will be focused at certain parishes so that Spanish-speaking Catholics will have access to full sacramental ministry, as well as faith formation programming, and pastoral care at those locations. The Archdiocese will strengthen its current commitment to Latino Ministry program development and by June 2011 an institute to provide leadership training in the Latino Community will be formalized.



FURTHER NOTES ON IMPLEMENTATION

In order to facilitate properly the implementation of strategic initiatives and decisions, certain policies and procedures must be established to provide for structural changes under the Strategic Plan. Forthcoming initiatives related to implementation of strategic initiatives and decisions include, but are not limited to, changes in the following areas:

Realignment of Deaneries/Reclassification of parishes:

- Realign deaneries to support inter-parish relationships within the local Church
- Reclassify national parishes that no longer have a compelling pastoral reason to serve a particular national community
- Reestablish parish boundaries for canonical purposes and to help pastors coordinate the pastoral care within a given geographic area

Administer the Assets and Liabilities of Merging Parishes: Assets and liabilities of a parish merging with another parish will go to the new merged parish corporation; communication regarding assets and liabilities of merging parishes should be transparent to parish members.

- Evaluation of existing assets and liabilities of both parishes, including debt to the Archdiocese, third parties, general accounts payable, wages payable, workers' compensation contributions, benefit plan contributions, taxes payable, etc.

- Development of a budget and projection of operations for the proposed merged organization, to ensure that fiscal viability will exist post-merger
- Analysis and establishment of the priority of all claims
- Negotiations to resolve unsecured third-party debt vs. archdiocesan debt, giving recognition to the value of combined assets, including real estate to be sold and other property to be liquidated
- Development of a system to prioritize building projects and advise parishes on how to proceed

Monitoring of Plan Implementation:

- Establishment of a monitoring board consisting of clergy and lay members to advise on the effectiveness of plan implementation
- Development of a structure for regular, ongoing review of parish sustainability using established criteria for long-term viability of parishes (please see APPENDIX B).
- Monitoring of preservation of sacred items and articles of architectural or artistic significance
- Development of a plan to provide for ongoing care of cemeteries
- Examination of potential uses of buildings which are eventually identified for closure by parish communities

Ongoing Evaluation:

This Strategic Plan is intended to be dynamic. In the years to come, there will be a need for ongoing evaluation and adjustment to meet future challenges and opportunities as we work to promote and proclaim a communion of faith, hope, and love in this Archdiocese.

“My dear brothers and sisters, our own version of being Church must be rooted in the communion of faith, hope, and love that we share as the universal Body of Christ in this Archdiocese. Of course, that communion will always be supported in our parish communities, but going forward, this may happen in ways that we have not previously experienced. More than likely this will require new ways of thinking on the part of pastors and parishioners alike. It will require that weekly routines be altered and yes, even lives be adjusted. But our response to the mission of Christ must remain ever the same, one full of hope that we are united in our witness to the presence of Christ, who is the way, the life, and the truth.”

The Most Reverend John C. Nienstedt
Archbishop of Saint Paul and Minneapolis
March 23, 2010

STRATEGIC DECISIONS AFFECTING PARISHES

Parishes are a primary means of developing a communion of faith, hope, and love among the faithful in our local Church. While all of the faithful of the Archdiocese are entrusted to the pastoral care of the Archbishop, it is impossible for him personally to preside at the Eucharistic liturgy always and everywhere. Thus, the Archbishop has the responsibility to establish and maintain stable faith communities, and to entrust each community with a pastor, who is to provide the pastoral care for that community. The most common form of faith community is the parish, although faith communities may also be designated as chaplaincies or other non-parish communities. Parishes are generally territorial, which means that the parish includes all the faithful living within a certain territory. However, parishes may also be established for persons of a certain nationality, who speak a certain language, or who worship according to a certain rite. The parish community may worship at one or more sites, either a parish church or an oratory. In short, a parish is a community of people, while a church is a building, when the word is used as it is here to describe a structure.

It is important to understand that the people and parishes of this Archdiocese are the local Church. Nearly 9,000 infants were baptized in parishes throughout the Archdiocese and more than 1,500 adults joined the Catholic Church through the Rite of Christian Initiation of Adults last year. During the 2009-2010 school year, nearly 47,000 children and youth were involved in parish faith formation programs and more than 34,000 children were enrolled at Catholic schools here in the Archdiocese. An untold number of adults of all ages engaged in opportunities to deepen their faith through parish programs. Understanding our communion as the local Church helps us be aware of the needs of our brothers and sisters throughout the Archdiocese. It also helps us to appreciate that while we must be one in faith and practice, there is an appropriate diversity among parishes in size and style of worship. The Strategic Plan reinforces our communion by calling all of us into greater collaboration, even as it respects appropriate diversity.



SUMMARY OF CRITERIA FOR LONG-TERM VIABILITY OF PARISHES WITHIN THE ARCHDIOCESE

As part of the strategic planning process, all parishes were reviewed in relation to a standard set of criteria for long-term parish viability: communion; mission; administration; and relationship with the local Church (please see APPENDIX B for the full list of criteria). The Strategic Plan calls all parishes to undergo regular and ongoing evaluation based upon these criteria going forward. Identification of the criteria for long-term parish viability helps us in discerning how to utilize best our collective gifts in living out the mission of the Church at both the parish and archdiocesan level.

COMMUNION: A viable parish celebrates reverent and engaging liturgy, meets the sacramental needs of the faithful, offers faith formation opportunities for all ages, provides compassionate pastoral care, and utilizes the time, talents and treasure of all its members in support of parish life and the local Church.

MISSION: A viable parish makes the name of Jesus Christ known and loved by all through acts of charity, social justice, and outreach. Likewise, a viable parish is committed not only to the needs of active parishioners, but also to those who have left or drifted away from the Church, and those who do not have a relationship with Christ.

ADMINISTRATION: A viable parish is a good steward of the gifts God provides, as well as the contributions of parishioners. This good stewardship entails living within the means of the parish, adherence to sound administrative and finance practices, competent leaders and staff, and a vision for the future.

RELATIONSHIP TO THE LOCAL CHURCH: A viable parish intentionally collaborates with other parishes to create a cohesive fabric of ministry in the Archdiocese in order to more effectively live out the mission of the local Church.

TYPES OF CHANGES IN PARISHES UNDER THE STRATEGIC PLAN

Under the Strategic Plan, there are several types of changes in parishes: mergers, clusters, structured collaboration, and designation as an oratory. Parish mergers and clusters will take place over a period of years and no implementation of structural change is scheduled to begin before January 2011. Certain parishes are identified as requiring close monitoring for debt and other financial sustainability issues. All parishes are expected to communicate and coordinate with one another to improve ministry and increase efficiency.

PARISH MERGER

Parish merger definition: two or more parish communities merge into one community with one pastor; in each merging relationship there is one parish designated as a receiving parish; the assets and liabilities of a merging parish will be incorporated into the receiving parish (this means that the receiving parish will acquire the church buildings of any merging parish); Masses will continue to be celebrated at the church building of the merging parish until a decision which contradicts such use is made by the parish pastoral and finance councils of the receiving parish community, in consultation with the Archbishop and the Presbyteral Council; parish mergers are subject to appeal (please see APPENDIX A); mergers will proceed as the capacity to handle them effectively and pastorally allows.



Steve,
Parishioner at
St. Mathias,
Hampton – part of
a tri-parish cluster

“Be open to the possibilities of change. It isn’t about maintaining what you have. It’s about growth. That growth is both spiritual and communal. You want to grow your community, and individuals want to grow spiritually. That’s what it’s all about.”

PARISH CLUSTER

Parish cluster definition: two or more parishes that share a pastor; clustered parishes may also share some staff and programming; cluster arrangements will not go into effect before June 1, 2011; questions or concerns about cluster arrangements will be addressed at open meetings in each affected parish; parishes in a cluster arrangement retain their parish status and basic organizational structure; clustering does not necessarily lead to merger of parishes.

IDENTIFIED FOR STRUCTURED COLLABORATION

Identified for structured collaboration definition: two or more parishes each with their own pastor that are specifically identified to work in collaboration, i.e.

sharing resources, cooperating on programming, etc.; while all parishes are called into greater collaboration under the Strategic Plan, the parishes in this category are specifically asked to engage in particular cooperation and communication with neighboring parishes; many of these sites may eventually move toward a cluster.

DESIGNATION AS ORATORY

Designation as oratory definition: an oratory is a worship site established for a particular community or group of the faithful; often, oratories are simply another worship site within a parish; there are some limitations as to what liturgical celebrations can take place in an oratory, for example: all communities are encouraged to participate in Mass on Sundays at the parish church; funerals are only permitted in an oratory with a dispensation from the diocesan bishop; there must be a just cause for a baptism to take place outside of the parish church.



Kathleen,
Parishioner at
Lumen Christi,
Saint Paul –
formed through a
tri-parish merger

“For everything that was hard, it seemed like there was a blessing. There was something we were going to be able to do or be in the new space that we couldn’t before.”



Doug,
Parishioner at
St. Mark,
Shakopee –
part of a
consolidated faith
formation program

“I think you’ve got to keep an open mind... [Sharing a program] can strengthen your faith because of the strong collaboration that can take place during that time. It’s a nice way to reflect on your own values, and what’s really important, and what you can give up.”

STRATEGIC DECISIONS AFFECTING CATHOLIC SCHOOLS

Viable Catholic schools are an essential element for fulfilling the mission of the Church in this Archdiocese. Catholic schools assist parents, as primary educators, in handing on the faith to the next generation. Currently, more than 34,000 students attend Catholic schools throughout the Archdiocese. Identification of the criteria of long-term viability in the areas of Catholic identity, academic programming, financial management, and community outreach (please see APPENDIX C for the full list of criteria) help us in discerning how to best live out the mission of the Church in Catholic schools within the Archdiocese. In some circumstances at certain schools, where the Archdiocese has a direct financial investment, higher standards of accountability and transparency may apply. Ongoing reporting concerning school viability along with site visits conducted by the Office of Catholic Schools maintains accountability standards set forth in the Strategic Plan. A schedule for submitting documentation, as well as for school viability visits, will be communicated annually to all schools in the Archdiocese. Under the Strategic Plan, all schools are called into greater collaboration.



The Archdiocese and its schools have retained a national consultancy group whose final report is due in November 2010. While the Strategic Planning Task Force gathered an enormous amount of data and offered insightful direction, it was necessary to receive the assistance of a consultant to bring the knowledge of our local situation distilled by the task force into conversation with best practices across the country. Pastors and principals have been informed of this initiative and a representative steering committee is working with the consultants to meet their November deadline.

SUMMARY OF CRITERIA FOR LONG-TERM VIABILITY OF CATHOLIC SCHOOLS IN THE ARCHDIOCESE

CATHOLIC IDENTITY: A viable Catholic school has as its foundation a solid Catholic identity. The Catholic school operates in conformance with the laws, teaching, and doctrines of the Roman Catholic Church. It is committed to teaching the fullness of the Catholic faith, values, and practices and to integrating these core values into all academic subject areas. This integration of Catholic faith and values with life distinguishes the Catholic school from other schools.

ACADEMIC QUALITY: A viable Catholic school has a quality, comprehensive program as affirmed by an approved accrediting agency, utilizes technology to develop 21st century skills, and provides for ongoing professional development and formation for staff.

FINANCIAL MANAGEMENT: A viable Catholic school has a long-range financial plan, has a balanced annual budget, monitors its finances, and reports annually to stakeholders. A viable Catholic School reviews its budget at the end of September and makes adjustments to reflect actual enrollment numbers.

COMMUNITY OUTREACH: A viable Catholic school has effective development and marketing efforts to defray the costs of a quality, Catholic education and to attract new students.



SUMMARY OF CHANGE PROCESSES IN SCHOOLS

Local leaders, with direction and assistance from the Archdiocese, will make decisions regarding the viability of individual Catholic schools. Some schools will be part of structured discussion to determine solutions for problems of Catholic school sustainability and access in particular geographic areas. Final decisions regarding the future of individual schools are made at the local level and recommended to the Archdiocese. Each school community will receive communication about the change process category, if any, to which their school is assigned.

SUSTAINABILITY REVIEW SCHOOLS: Certain school communities will undergo the Catholic Elementary School Review Process for School Sustainability during the next three years and develop a plan that meets the criteria for viable Catholic schools.

SHARED RESOURCES DISCUSSIONS: Certain schools will engage in regional discussions to ensure the sustainability of the system of schools and parishes, as well as that of individual faith communities. These school communities will examine potential configurations within a region to either reduce or grow capacity to meet student enrollment and financial projections for the next eight to fifteen years. Possible outcomes of these discussions are greater sharing of resources and the development of regional schools.

URGENT REVIEW SCHOOLS: Certain school communities will begin the Catholic Elementary School Review Process for School Sustainability immediately with direction and assistance from the Archdiocese. An outcome of this process will be a recommendation, based on a decision by local school leaders, regarding the sustainability of the school into the future. A possible decision is that the school is unsustainable and should close.



TYPES OF CATHOLIC SCHOOLS

Currently and going forward, Catholic schools within the Archdiocese can generally be grouped into four categories.

PARISH SCHOOL: A school supported by one parish.

CONSOLIDATED/REGIONAL SCHOOL: A school which serves a geographic region of an Archdiocese and is supported by two or more parishes.

SCHOOLS THAT RECEIVE SPECIAL SUPPORT: A school which may not be sustainable due to financial or demographic factors, but which is designated for special support because it is a presence of the Church in a key geographic area and/or it exists to serve the poor in providing the opportunity of a Catholic education. Such schools must raise a pre-determined percentage of needed development funding with the remainder provided through archdiocesan assistance and grant support.

INDEPENDENT CATHOLIC SCHOOL: A school not formally affiliated with a parish. These schools are sponsored by a religious order or have archdiocesan oversight.

STRATEGIC PLANNING PROCESS SUMMARY

In February of 2009, Archbishop John C. Nienstedt appointed the Strategic Planning Task Force to gather input, analyze data, and draft recommendations regarding structural changes and strategic initiatives to further the mission of the Church in the Archdiocese of Saint Paul and Minneapolis.

In the spring of 2009, priests began meeting in deaneries to draft proposals to the Strategic Planning Task Force outlining potential structural changes.

During the summer and fall of 2009, the archdiocesan Office of Parish Services facilitated eight leadership meetings, eleven regional parishioner meetings, and more than 20 ministry group meetings to gather input for the Strategic Planning Task Force's consideration. Input was also collected via letters, a voicemail hotline in English and Spanish, and a web comment form in English, French, Korean, Spanish and Vietnamese. Thousands of people, including pastors, parish and Catholic school leaders and staff, parishioners, and Catholic school families shared their hopes and concerns.

In the early summer of 2010, the Strategic Planning Task Force submitted its recommendations to the Archbishop for his evaluation.

During the summer and early fall of 2010, the Archbishop considered task force recommendations when making strategic planning decisions, in consultation with the Presbyteral Council, financial advisors, and other groups.

In October of 2010, decisions regarding strategic planning were announced. An appeal process follows. (Please see APPENDIX A.)

YOU WERE HEARD

SOME OF THE COMMON THEMES THAT EMERGED FROM THE CONSULTATIVE PROCESS THAT HAVE BEEN INCORPORATED INTO THE STRATEGIC PLAN

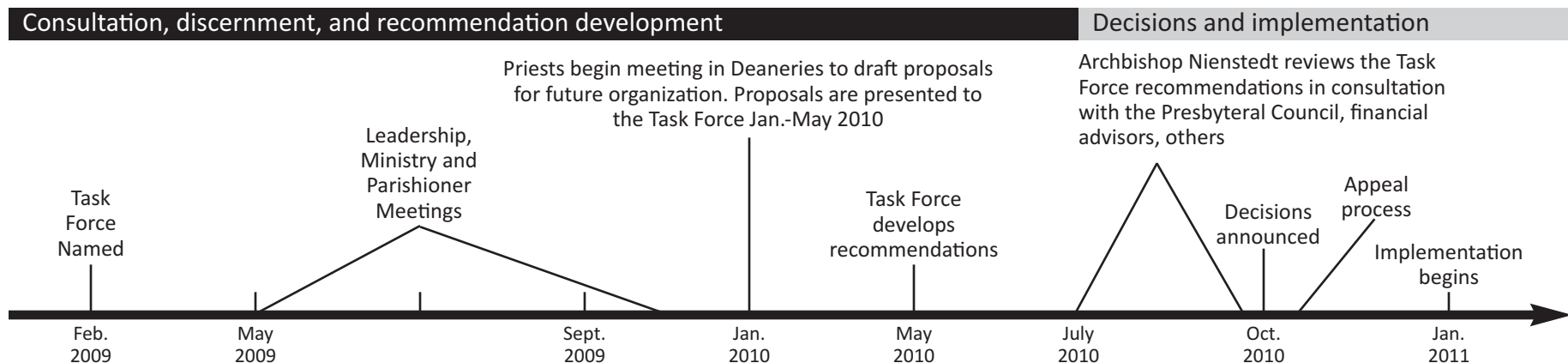
- Outreach: we recognize the need to reach out to young people, disaffected Catholics, new immigrants, and the poor.
- Transparency: we recognize a need for more openness about parish and Archdiocesan finances and improved communication at all levels.
- Responsible stewardship: we recognize the need to make better use of the gifts we are given so all are served well and within our means.
- Collaboration: we recognize that fostering cooperation, communication, and a shared commitment between parishes is important.
- Healthy and unhealthy competition: we recognize that parishes and schools often sense we are competing with one another which is unproductive and contrary to furthering the mission of the Church.



Timeline: Archdiocesan Planning Process

FAITH, HOPE, AND LOVE

Archdiocese of Saint Paul and Minneapolis





“There were a lot of people who came from all kinds of parishes, large parishes and small parishes, and their presence simply expressed a willingness to talk to each other, and that’s tremendous.”

Fr. Kevin Finnegan, strategic planning task force member and pastor of Divine Mercy in Faribault, St. Michael, Kenyon, and St. Patrick, Shieldsville, regarding a planning process parish and school leadership meeting in July 2009



Members of the Archdiocesan Strategic Planning Task Force

Father John Bauer, co-chair Rector of the Basilica of Saint Mary, Minneapolis; formerly pastor of St. Gregory, St. Leo, and St. Therese in Saint Paul, which were merged into Lumen Christi Catholic Community; ordained 1979

Father Peter A. Laird, co-chair Vicar General and Moderator of the Curia; Vice rector of St. Paul Seminary; member of archdiocesan Presbyteral Council and College of Consultors; weekend associate at parishes throughout the Archdiocese; ordained 1997

Sister Mary Madonna Ashton, CSJ Involved in health care administration for private and public sectors, specializing in acute care, long-term care, and public health

Brother Milton Barker, FSC President, Totino Grace High School in Fridley

Deacon Robert Durham Deacon at St. John the Baptist in Savage; business administrator at Our Lady of Grace in Edina

Dr. Marilou Eldred President of Catholic Community Foundation; member of Assumption Parish in Saint Paul; formerly president of St. Mary’s College, Notre Dame, Indiana, 1979-1997

Father Kevin Finnegan Pastor of Divine Mercy in Faribault, St. Michael in Kenyon, and St. Patrick in Shieldsville; ordained 1996

Deacon Ramon Garcia Deacon at St. Stephen in Anoka; formerly deacon at St. Odilia in Shoreview; served Comunidad Sagrado Corazón de Jesús Hispanic Community in Minneapolis for 15 years; ordained in 2008

Dr. Lori Glynn Principal of Our Lady of Peace School in Minneapolis; formerly archdiocesan superintendent of Catholic schools

Father William Kenney Retired; serving at Lumen Christi Catholic Community in Saint Paul; formerly priest personnel director for Archdiocese; ordained 1956

Deacon George Nugent Deacon and facilities administrator at All Saints in Lakeville; retired business executive; ordained in 1992

Mr. Charles Osborne Member and trustee, St. Charles Borromeo in Saint Anthony; vice president and chief financial officer, Fair Isaac Corporation

Deacon Rip Riordan Deacon at Saint Ambrose of Woodbury; formerly director of diaconate for Archdiocese, 2001-2004; director of clergy services for Archdiocese 2004-2007; ordained in 1998

Mrs. Carol Shukle President, Archdiocesan Council of Catholic Women; member of Our Lady of the Lake in Mound; career in education and background in mass communications

Father Peter Wittman Pastor of St. Mary in Shakopee and St. Mary of Purification of Marystown; formerly held many other parish assignments; ordained in 1975

Mr. James Lundholm-Eades Archdiocesan staff

APPENDIX A: APPEAL OF A PARISH MERGER

Canon law provides a means whereby certain decisions, including the decision to merge specific parishes as outlined in the Strategic Plan, may be appealed. Parties who are impacted by the decision to merge two or more parishes must follow the process set forth in the *Code of Canon Law*. The process and the specific deadlines for challenging the decision, are outlined below.

Information included here is summary information. For additional information regarding the process for appealing a decision, please consult the *Code of Canon Law*, canons 1732 to 1739, which may be found online at http://www.vatican.va/archive/ENG1104/___P6Y.HTM.

APPEAL OF A PARISH MERGER

1. Parties seeking to appeal a parish merger must submit a petition for revocation or amendment of the decision to the Archbishop in writing within 10 days of the date of the communication of the decision (October 17). This petition must include an explanation as to why the decision should be revoked or amended.
2. The Archbishop has 30 days from the date of his receipt of the petition to consider the request and the arguments made and issue a new decree. This new decree must either revoke or amend the decision, or reject the petition for recourse. As part of that process, the Archbishop may choose to consult with others, such as the Presbyteral Council.
3. If a party receives a rejection of the petition or if no response to the petition is made within 30 days, further appeal to the Congregation for Clergy may be made. This petition for revocation or amendment of the decision must be submitted in writing within 15 days of the appeal decision issued by the Archbishop or if no response is issued by the Archbishop, within 15 days after the expiration of the 30 day response period noted in #2 above.
4. The Congregation for Clergy has the right to confirm, invalidate, amend, replace, or modify the Archbishop's decision.
5. As part of the request for recourse to the Congregation for Clergy a party may request that the decision may not be implemented while the appeal is in process. This request must be made in writing to the Archbishop, as well as in writing to the Congregation for Clergy.

MAILING ADDRESS FOR THE ARCHBISHOP:

The Most Reverend John C. Nienstedt
Archbishop of Saint Paul and Minneapolis
226 Summit Ave
Saint Paul, MN 55102
Attention: Hierarchical Recourse

APPENDIX B: CRITERIA FOR LONG-TERM VIABILITY OF PARISHES WITHIN THE ARCHDIOCESE

Parishes are a primary means of developing a communion of faith, hope, and love among the faithful in our local Church. Under the Strategic Plan, all parishes are called into greater collaboration. Identification of the criteria of long-term parish viability in the areas of communion, mission, administration, and relationship to the local Church help us in discerning how to utilize best our collective gifts in living out the mission of the Church at both the parish and the archdiocesan level. The Archdiocese has identified the following areas of criteria for long-term viability of parishes:

Communion – A viable parish celebrates engaging liturgy, meets the sacramental needs of the faithful, offers faith formation opportunities for all ages, provides compassionate pastoral care, and utilizes the time, talent, and treasure of its lay members in support of parish life and the local Church.

- Explicit connections with and support of the local Church of the Archdiocese and the universal Church
- Reverent, engaging liturgy and music
- Well attended liturgies (most weekend liturgies are more than two-thirds full)
- Appropriate number of priests and deacons available to administer the sacraments
- Quality, comprehensive, life-long faith formation and education
- Compassionate pastoral care for the sick, the dying, the grieving, and others in need
- Significant lay participation in support of parish life and the local Church
- Intentional means of ensuring ministries meet the needs of the faithful and the local Church

Mission – A viable parish makes the name of Jesus Christ known and loved by all through acts of charity, social justice, outreach, and evangelization.

- Various programs and services complementing the sacramental offerings
- Conscious efforts to spread the Gospel and strengthen our communion through evangelization
- Significant number of parishioners engaged in outreach, charity, and social justice
- Responsiveness to the pastoral needs of the wider community in which the parish exists

Administration – A viable parish is a good steward of the gifts God provides, as well as the contributions of parishioners. This good stewardship entails living within the means of the parish, adherence to sound administrative and finance practices, competent leaders and staff, and a vision for the future.

- Full compliance with archdiocesan policies and procedures
- Active finance council that helps analyze current and future financial trends
- Active advisory councils, especially a pastoral council
- Competent leaders and trained, qualified paid staff and volunteers
- Just compensation for employees
- Regular supervision and annual evaluation of all employees
- Consistent payment of financial obligations, including: regular operating expenses; insurance premiums; contribution to all employee benefit and retirement funds; archdiocesan assessments; maintenance and capital needs; and appropriate accruals for the servicing of existing debt
- Reliable mechanisms for developing, implementing, and monitoring balanced budgets that: maintain sufficient reserve funds; contribute to a capital improvement fund for the long-term upkeep of facilities; and the ability to adjust operations if trends in actual income and/or expenses do not meet the original budget projections
- Accurate record-keeping and timely reporting

Relationship to the Local Church – A viable parish intentionally cooperates with other parishes to create a cohesive fabric of ministry in the Archdiocese in order to more effectively live out the mission of the Church.

- Decisions about the locations for and types of ministries offered reflect: comprehensive ministry availability in an area without unnecessarily duplicating services; sensitivities to cultural needs; and demographic trends, including a community's age structure, ethnicities, total population, Catholicity, poverty index, and disposable incomes

APPENDIX C: CRITERIA FOR LONG-TERM VIABILITY OF SCHOOLS IN THE ARCHDIOCESE

Viable Catholic schools are an essential element for fulfilling the mission of the Church in this Archdiocese. Catholic schools assist parents, as primary educators, in handing on the faith to the next generation. Identification of the criteria of long-term viability in the areas of Catholic identity, academic programming, financial management, and community outreach help us in discerning how to best live out the mission of the Church in Catholic schools within the Archdiocese. In some circumstances at certain schools, where the Archdiocese has a direct financial investment, higher standards of accountability and transparency may apply. Ongoing reporting concerning school viability along with site visits conducted by the Office of Catholic Schools maintain accountability standards set forth in the Strategic Plan. A schedule for submitting documentation, as well as for school viability visits, will be communicated annually to all schools in the Archdiocese. Under the Strategic Plan, all schools are called into greater collaboration.

Catholic Identity – A viable Catholic school has as its foundation a solid Catholic identity. The Catholic school operates in conformance with the laws, teaching, and doctrines of the Roman Catholic Church. It is committed to teaching the fullness of the Catholic faith, values, and practices and to integrating these core values into all academic subject areas. This integration of Catholic faith and values with life distinguishes the Catholic school from other schools.

- Appropriate mission statement reflects the Catholicity of all school programs and activities
- Teachings of the Catholic Church integrated across the curriculum
- Religion program fully developed and aligned with the Archdiocesan Religion Standards is in place with qualified teachers teaching it
- Faculty and students observe the truths of the Catholic faith through regular participation in Mass and the sacraments, daily prayer, service projects, and retreat opportunities
- School files an annual “Catholic Identity Progress Report” with the Office of Catholic Schools
- The Office of Catholic Schools conducts an annual review of documentation and progress of the above requirements, possibly including an onsite visit
- School uses NCEA-ACRE for religion assessment in grades 5 and 8 with results made available to parents and the Office of Catholic Schools
- School uses Information for Growth (IFG), a self-assessment tool for adult (staff) faith formation developed by the National Catholic Educational Association (NCEA)

Academic Programming – A viable Catholic school has a quality, comprehensive program as affirmed by an approved accrediting agency, utilizes technology to develop 21st century skills, and provides for ongoing professional development and formation for staff.

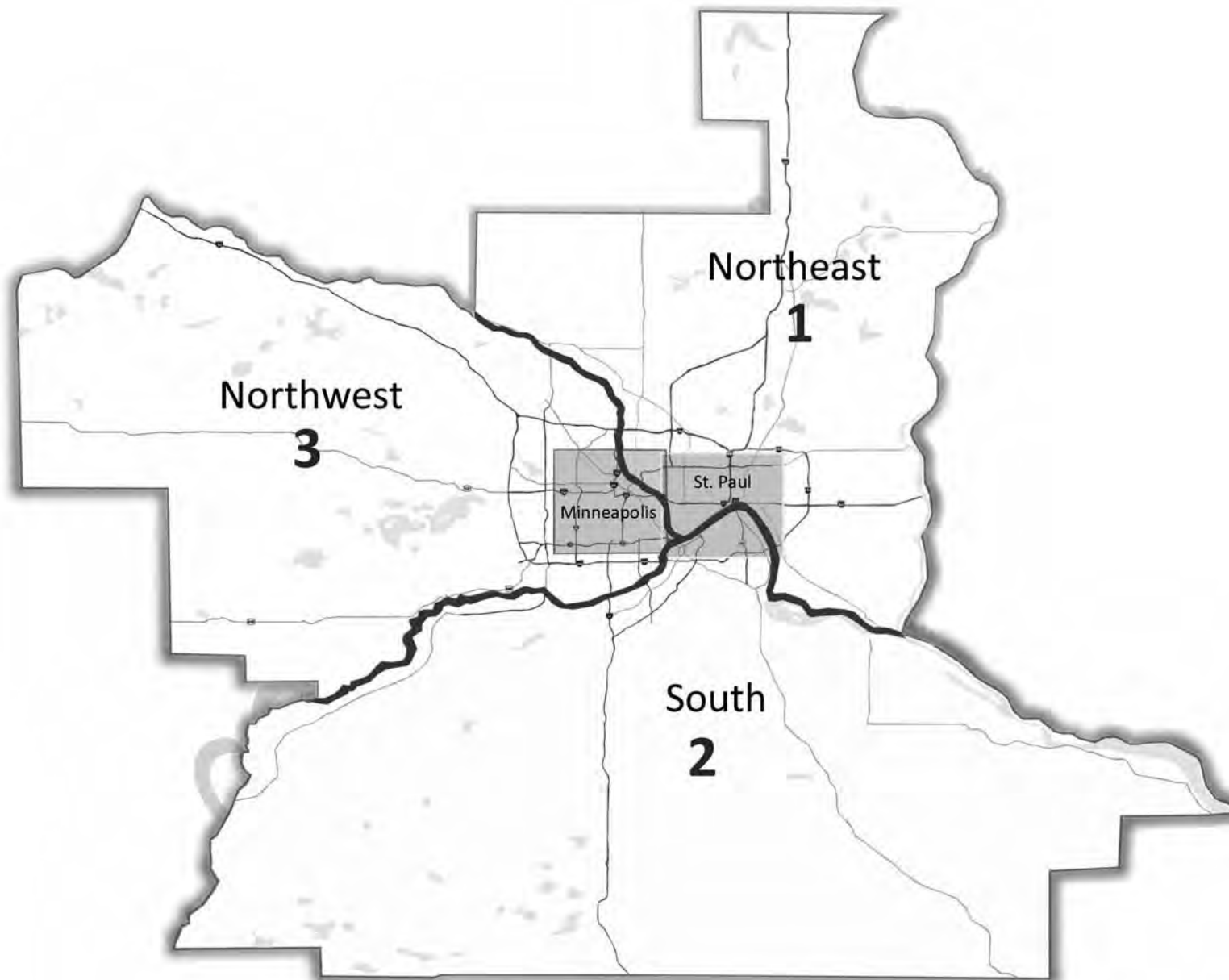
- School is fully accredited by an accrediting agency approved by the State of Minnesota
- Professional and spiritual development programs are in place and full participation of staff is required with appropriate budget
- Academic program is comprehensive in scope to include art, music, technology, languages, and physical education programs
- Technology is current and integrated across content areas and is supported with an annual budget allotment that includes an annual staff development plan
- Curriculum aligns with national and/or state standards
- School participates annually in a standardized testing program authorized by the Archdiocese

Financial Management – A viable Catholic school has a long range financial plan, a balanced annual budget, monitors its finances, and reports annually to stakeholders.

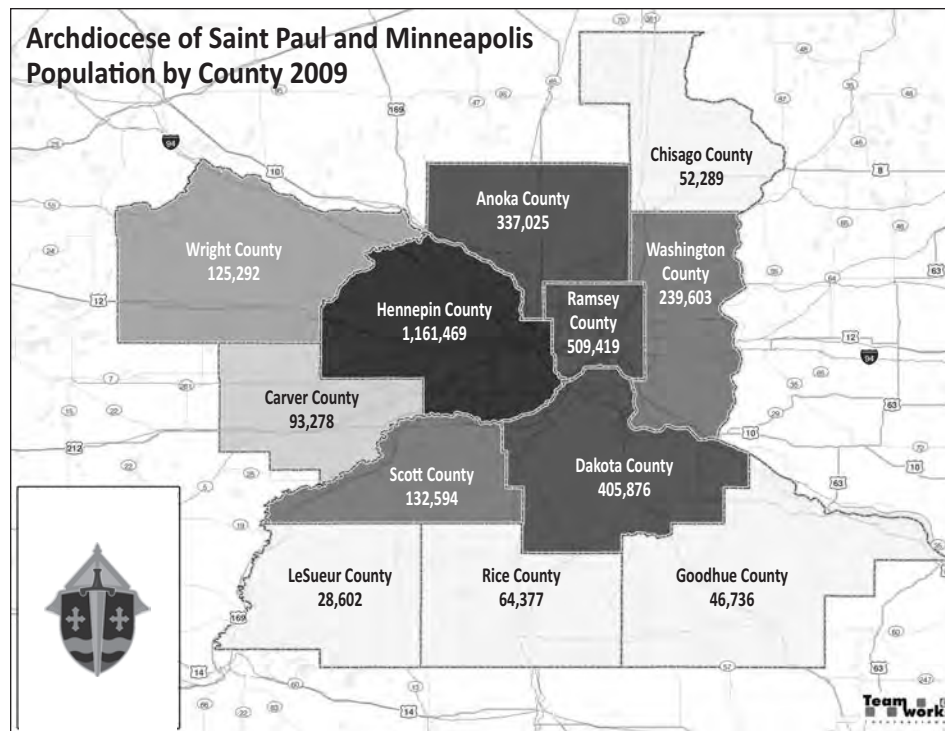
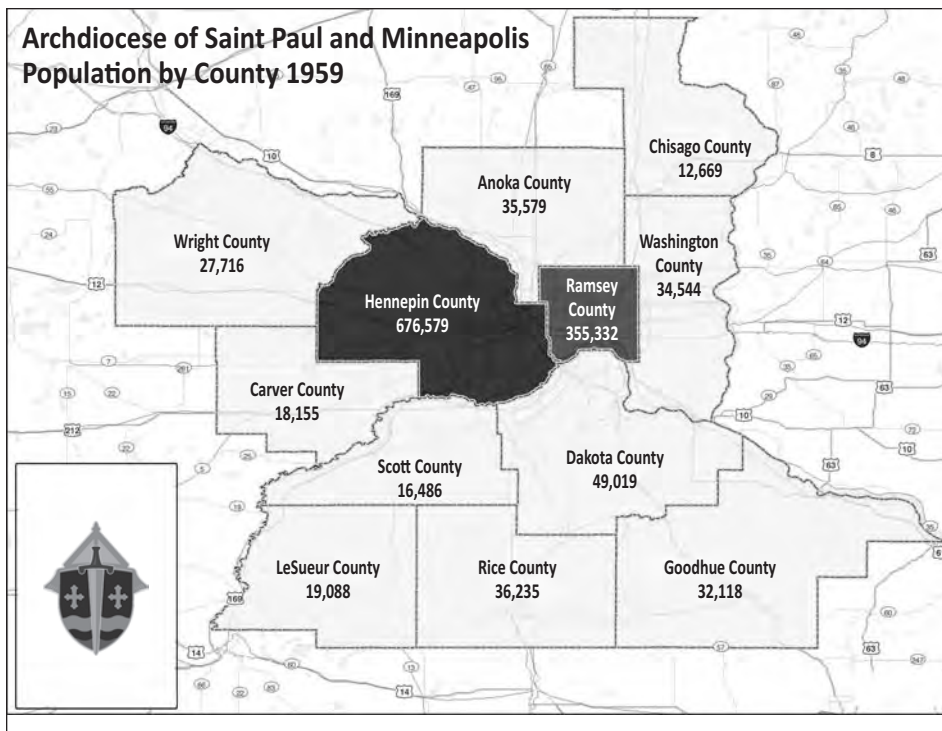
- School monitors and publishes total revenues and costs using properly formatted financial statements to the school and parish community, as well as to the Archdiocese
- Cost per student reported annually to the Archdiocese and parish/school community according to criteria provided by the Archdiocese
- Balanced parish/school annual budget, with the school budget reviewed at the end of September and adjustments made to reflect actual enrollment numbers
- School provides adequate and increasing financial aid to families unable to pay full tuition
- Classroom student/ teacher ratio for Grades 1 to 8 ranges from 1/20 to 1/25 (exclusive of specialists)
- Parish/school archdiocesan assessments and other required payments (medical, pension, insurance) are current and up-to-date

Community Outreach – A viable Catholic school has effective development and marketing efforts to defray the costs of a quality, Catholic Education and to recruit aggressively new students.

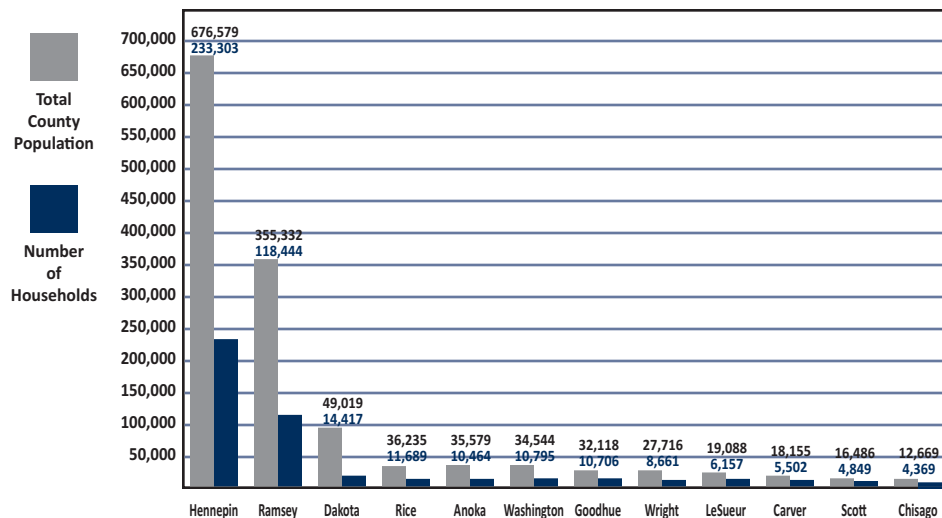
APPENDIX D: MAP OF REGIONAL VICARIATE BORDERS



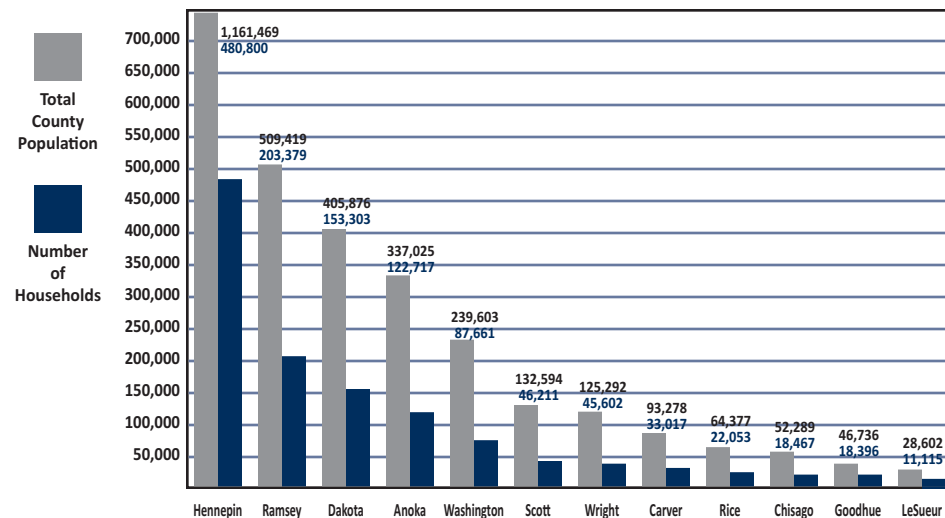
APPENDIX E: DEMOGRAPHIC DATA*



Household Demographics 1950



Household Demographics 2009

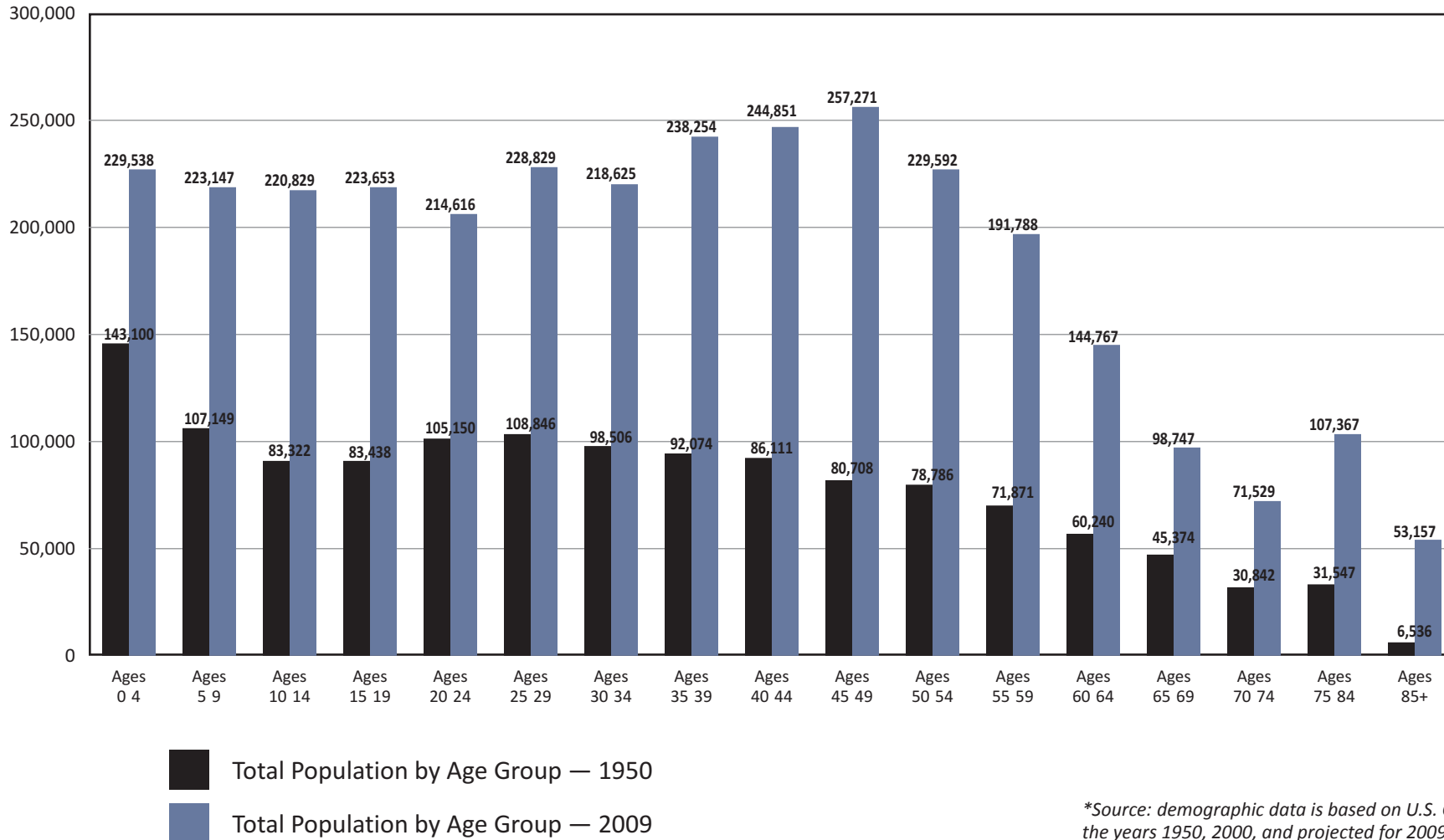


CHANGES IN AGE STRUCTURE:

24 percent of total population in Archdiocese over 50 in 1950
 28 percent of total population in Archdiocese over 50 in 2009

3 percent of total population in Archdiocese over 75 in 1950
 5 percent of total population in Archdiocese over 75 in 2009

TOTAL POPULATION BY AGE GROUP COMPARISON 1950-2009



**Source: demographic data is based on U.S. Census data for the years 1950, 2000, and projected for 2009 by Environmental Systems Research Institute*

APPENDIX F: ALPHABETICAL LIST OF PARISHES WITH RESPECTIVE STATUS UNDER THE PLAN

For most parishes there will be no structural change under the Strategic Plan. No structural changes in schools are announced as a part of the Strategic Plan. Therefore, no schools are listed here. All structural decisions regarding schools will be made by leadership at the individual schools with direction and assistance from the Archdiocese.

DEFINITIONS:

PARISH MERGER

Parish merger definition: two or more parish communities merge into one community with one pastor; in each merging relationship there is one parish designated as a receiving parish; the assets and liabilities of a merging parish will be incorporated into the receiving parish (this means that the receiving parish will acquire the church building of any merging parish); Masses will continue to be celebrated at the church building of the merging parish until a decision which contradicts such use is made by the parish pastoral and finance councils of the receiving parish community, in consultation with the Archbishop and the Presbyteral Council; parish mergers are subject to appeal (please see APPENDIX A); mergers will proceed as the capacity to handle them effectively and pastorally allows.

PARISH CLUSTER

Parish cluster definition: two or more parishes that share a pastor; clustered parishes may also share some staff and programming; cluster arrangements will not go into effect before June 1, 2011; questions or concerns about cluster arrangements will be addressed at open meetings in each affected parish; parishes in a cluster arrangement retain their parish status and basic organizational structure; clustering does not necessarily lead to merger of parishes.

IDENTIFIED FOR STRUCTURED COLLABORATION

Identified for structured collaboration definition: two or more parishes each with their own pastor that are specifically identified to work in collaboration, i.e. sharing resources, cooperating on programming, etc.; while all parishes are called into greater collaboration under the Strategic Plan, the parishes in this category are specifically asked to engage in particular cooperation and communication with neighboring parishes; many of these sites may eventually move toward a cluster.

DESIGNATION AS ORATORY

Designation as oratory definition: an oratory is a worship site established for a particular community or group of the faithful; often, oratories are simply another worship site within a parish; there are some limitations as to what liturgical celebrations can take place in an oratory, for example: all communities are encouraged to participate in Mass on Sundays at the parish church; funerals are only permitted in an oratory with a dispensation from the diocesan bishop; there must be a just cause for a baptism to take place outside of the parish church.

ALPHABETICAL LIST OF PARISHES:

Parish	City	Status Under Plan
All Saints	Lakeville	No structural change
All Saints	Minneapolis	Cluster with St. Boniface, Minneapolis
Annunciation	Minneapolis	Annunciation is receiving parish for Visitation, Minneapolis
Annunciation	Northfield	Cluster with St. Dominic, Northfield
Ascension	Minneapolis	No structural change

Ascension	Norwood/Young America	No structural change (in existing cluster with St. Bernard, Cologne)
Assumption	Richfield	No structural change
Assumption	Saint Paul	No structural change
Basilica of Saint Mary	Minneapolis	No structural change
Blessed Sacrament	Saint Paul	Blessed Sacrament is receiving parish for St. Thomas the Apostle, Saint Paul; identified for structured collaboration with St. Pascal Baylon, Saint Paul; move toward cluster with St. Pascal Baylon
Cathedral of Saint Paul	Saint Paul	Cathedral of Saint Paul (parish) is receiving parish for St. Vincent de Paul
Christ the King	Minneapolis	No structural change
Comunidad Sagrado Corazón de Jesús* *not a parish, this community is a civil corporation	Minneapolis	Status to be determined
Corpus Christi	Roseville	Identified for structured collaboration with St. Rose of Lima, Roseville; move toward cluster with St. Rose of Lima
Divine Mercy	Faribault	No structural change
Epiphany	Coon Rapids	No structural change
Good Shepherd	Golden Valley	No structural change
Guardian Angels	Chaska	Identified for structured collaboration with St. Nicholas, Carver; move toward cluster with St. Nicholas
Guardian Angels	Oakdale	No structural change
Holy Childhood	Saint Paul	Identified for structured collaboration with Maternity of the Blessed Virgin, Saint Paul
Holy Cross	Minneapolis	Merge with St. Anthony of Padua, St. Clement, and St. Hedwig all in Minneapolis; St. Anthony of Padua is receiving parish
Holy Family	Saint Louis Park	No structural change
Holy Name	Minneapolis	Cluster with St. Leonard Port Maurice, Minneapolis
Holy Name of Jesus	Wayzata	No structural change
Holy Rosary	Minneapolis	No structural change
Holy Spirit	Saint Paul	No structural change
Holy Trinity	Goodhue	Holy Trinity is receiving parish for St. Columbkil, Belle Creek and St. Mary, Bellechester
Holy Trinity	South Saint Paul	Holy Trinity is receiving parish for St. Augustine, South St. Paul; identified for structured collaboration with St John Vianney, South Saint Paul, move toward cluster with St John Vianney
Holy Trinity	Waterville	No structural change (in existing cluster with St. Andrew, Elysian)
Immaculate Conception	Columbia Heights	No structural change
Immaculate Conception	Lonsdale	Identified for structured collaboration with Most Holy Trinity, Veseli; move toward cluster with Most Holy Trinity
Immaculate Conception of Marysburg	Madison Lake	No structural change (in existing cluster with Nativity of Mary, Cleveland)

Immaculate Conception	Watertown	Identified for structured collaboration with St. Boniface, St. Bonifacius; move toward cluster with St. Boniface
Immaculate Heart of Mary	Minnetonka	No structural change
Incarnation	Minneapolis	No structural change
Lumen Christi Catholic Community	Saint Paul	No structural change
Mary Mother of the Church	Burnsville	No structural change
Mary Queen of Peace	Rogers	No structural change
Maternity of the Blessed Virgin	Saint Paul	Maternity of the Blessed Virgin is receiving parish for St. Andrew, Saint Paul; identified for structured collaboration with Holy Childhood, Saint Paul
Most Holy Redeemer	Montgomery	Most Holy Redeemer is receiving parish for St. Canice, Kilkenny; cluster with St. Patrick, Shieldsville
Most Holy Trinity	Saint Louis Park	Merge with Our Lady of Grace, Edina; Our Lady of Grace is receiving parish
Most Holy Trinity	Veseli	Identified for structured collaboration with Immaculate Conception, Lonsdale; move toward cluster with Immaculate Conception
Nativity of Mary	Cleveland	No structural change (in existing cluster with Immaculate Conception of Marysburg, Madison Lake)
Nativity of Our Lord	Saint Paul	No structural change
Nativity of the Blessed Virgin Mary	Bloomington	No structural change
Our Lady of Grace	Edina	Our Lady of Grace is receiving parish for Most Holy Trinity, Saint Louis Park
Our Lady of Guadalupe	Saint Paul	Identified for structured collaboration with St. Matthew, Saint Paul and St. Michael, West Saint Paul; move toward cluster with St. Matthew and St. Michael
Our Lady of Lourdes	Minneapolis	No structural change
Our Lady of Mount Carmel	Minneapolis	No structural change
Our Lady of Peace	Minneapolis	No structural change
Our Lady of the Lake	Mound	No structural change
Our Lady of the Prairie	Belle Plaine	No structural change
Our Lady of Victory	Minneapolis	No structural change
Pax Christi	Eden Prairie	No structural change
Presentation of the Blessed Virgin Mary	Maplewood	No structural change
Risen Savior	Burnsville	No structural change
Sacred Heart	Robbinsdale	No structural change
Sacred Heart	Rush City	Cluster with St. Gregory, North Branch
Sacred Heart	Saint Paul	No structural change
Ss. Peter and Paul	Loretto	Cluster with St. Anne, Hamel and St. Thomas the Apostle, Corcoran

St. Adalbert	Saint Paul	Identified for structured collaboration with St. Columba, Saint Paul; move toward cluster with St. Columba
St. Agatha	Rosemount	Cluster with St. Elizabeth Ann Seton, Hastings
St. Agnes	Saint Paul	No structural change
St. Albert	Albertville	Identified for structured collaboration with St. Michael, Saint Michael; move toward cluster with St. Michael
St. Albert the Great	Minneapolis	No structural change
St. Alphonsus	Brooklyn Center	No structural change
St. Ambrose of Woodbury	Woodbury	No structural change
St. Andrew	Elysian	No structural change (in existing cluster with Holy Trinity, Waterville)
St. Andrew	Saint Paul	Merge with Maternity of the Blessed Virgin, Saint Paul; Maternity of the Blessed Virgin is receiving parish
St. Andrew Kim	Saint Paul	No structural change
St. Anne	Hamel	Cluster with Ss. Peter and Paul, Loretto and St. Thomas the Apostle, Corcoran
St. Anne	LeSueur	No structural change
St. Anne/St. Joseph Hien	Minneapolis	No structural change
St. Anthony of Padua	Minneapolis	St. Anthony of Padua is receiving parish for Holy Cross, St. Clement, and St. Hedwig, all in Minneapolis
St. Augustine	South Saint Paul	Merge with Holy Trinity, South Saint Paul; Holy Trinity is receiving parish
St. Austin	Minneapolis	Merge with St. Bridget, Minneapolis; St. Bridget is receiving parish
St. Bartholomew	Wayzata	Designate St. George, Long Lake, as oratory of St. Bartholomew
St. Benedict	New Prague	Merge with St. John the Evangelist, Union Hill, St. Joseph, Lexington, St. Scholastica, Heidelberg, St. Thomas, St. Thomas and St. Wenceslaus, New Prague; St. Wenceslaus is receiving parish; St. John the Evangelist, St. Scholastica, and St. Wenceslaus buildings remain open
St. Bernard	Saint Paul	No structural change
St. Bernard	Cologne	No structural change (in existing cluster with Ascension, Norwood/Young America)
St. Bonaventure	Bloomington	No structural change
St. Boniface	Minneapolis	Cluster with All Saints, Minneapolis
St. Boniface	Saint Bonifacius	Identified for structured collaboration with Immaculate Conception, Watertown; move toward cluster with Immaculate Conception
St. Bridget	Minneapolis	St. Bridget is receiving parish for St. Austin, Minneapolis
St. Bridget of Sweden	Lindstrom	No structural change
St. Canice	Kilkenny	Merge with Most Holy Redeemer, Montgomery; Most Holy Redeemer is receiving parish
St. Casimir	Saint Paul	Cluster with St. Patrick, Saint Paul

St. Catherine* *an oratory of St. Patrick, Jordan	Jordan	Designate as oratory of St. Patrick, Jordan
St. Cecilia	Saint Paul	No structural change
St. Charles	Bayport	Cluster with St. Mary, Stillwater and St. Michael, Stillwater
St. Charles Borromeo	Saint Anthony	No structural change
St. Clement	Minneapolis	Merge with Holy Cross, St. Anthony of Padua, and St. Hedwig, all in Minneapolis; St. Anthony of Padua is receiving parish
St. Columba	Saint Paul	Identified for structured collaboration with St. Adalbert, Saint Paul; move toward cluster with St. Adalbert
St. Columbkil	Belle Creek	Merge with Holy Trinity, Goodhue and St. Mary, Bellechester; Holy Trinity is receiving parish
Ss. Cyril and Methodius	Minneapolis	No structural change
St. Dominic	Northfield	Cluster with Annunciation, Northfield
St. Edward	Bloomington	No structural change
St. Elizabeth Ann Seton	Hastings	Cluster with St. Agatha, Rosemount
St. Frances Cabrini	Minneapolis	No structural change
St. Francis de Sales	Saint Paul	Merge with St. James, Saint Paul; St. James is receiving parish
St. Francis of Assisi	Lakeland	No structural change
St. Francis Xavier	Buffalo	No structural change
St. Francis Xavier -- Franconia	Taylor Falls	No structural change (in existing cluster with St. Joseph, Taylor Falls)
St. Genevieve	Centerville	St. Genevieve is receiving parish for St. John the Baptist, Hugo
St. George* *an oratory of St. Bartholomew, Wayzata	Long Lake	Designate as oratory of St. Bartholomew, Wayzata
St. Gerard Majella	Brooklyn Park	No structural change
St. Gregory the Great	North Branch	Cluster with Sacred Heart, Rush City
St. Hedwig	Minneapolis	Merge with Holy Cross, St. Anthony of Padua, and St. Clement, all in Minneapolis; St. Anthony of Padua is receiving parish
St. Helena	Minneapolis	No structural change
St. Henry	LeSueur	Cluster to potential merger with St. Mary, Le Center (in existing cluster with St. Mary)
St. Henry	Monticello	No structural change
St. Hubert	Chanhassen	No structural change
St. Ignatius	Annandale	Cluster with St. Luke, Clearwater
St. James	Saint Paul	St. James is receiving parish for St. Francis de Sales, Saint Paul; identified for structured collaboration with St. Stanislaus, Saint Paul

St. Jerome	Maplewood	Identified for structured collaboration with St. John the Evangelist, Little Canada; move toward cluster with St. John the Evangelist
St. Joan of Arc	Minneapolis	No structural change
St. John	Saint Paul	Merge with St. Pascal Baylon, Saint Paul; St. Pascal Baylon is receiving parish
St. John Neumann	Eagan	No structural change
St. John the Baptist	Dayton	No structural change
St. John the Baptist	Excelsior	No structural change
St. John the Baptist	Hugo	Merge with St. Genevieve, Centerville; St. Genevieve is receiving parish
St. John the Baptist	Jordan	No structural change
St. John the Baptist	New Brighton	No structural change
St. John the Baptist	Savage	No structural change
St. John the Baptist	Vermillion	No structural change (in existing cluster with St. Mathias, Hampton and St. Mary, New Trier)
St. John the Evangelist	Hopkins	Cluster to potential merger with St. Joseph, Hopkins
St. John the Evangelist	Little Canada	Identified for structured collaboration with St. Jerome, Maplewood; move toward cluster with St. Jerome
St. John the Evangelist	Union Hill	Merge with St. Benedict, New Prague, St. Joseph, Lexington, St. Scholastica, Heidelberg, St. Thomas, St. Thomas and St. Wenceslaus, New Prague; St. Wenceslaus is receiving parish; St. John the Evangelist, St. Scholastica, and St. Wenceslaus buildings remain open
St. John Vianney	South Saint Paul	Identified for structured collaboration with Holy Trinity, South Saint Paul; move toward cluster with Holy Trinity
St. Joseph	Delano	Cluster with St. Mary of Czestochowa, Delano (in existing cluster with St. Peter, Delano)
St. Joseph	Hopkins	Cluster to potential merger with St. John the Evangelist, Hopkins
St. Joseph	Lexington	Merge with St. Benedict, New Prague, St. John the Evangelist, Union Hill, St. Scholastica, Heidelberg, St. Thomas, St. Thomas and St. Wenceslaus, New Prague; St. Wenceslaus is receiving parish; St. John the Evangelist, St. Scholastica, and St. Wenceslaus buildings remain open
St. Joseph	Lino Lakes	No structural change
St. Joseph	Miesville	No structural change (in existing cluster with St. Pius V, Cannon Falls)
St. Joseph	New Hope	No structural change
St. Joseph	Red Wing	No structural change
St. Joseph	Rosemount	No structural change
St. Joseph	Taylors Falls	No structural change (in existing cluster with St. Francis Xavier-Franconia, Taylors Falls)
St. Joseph	Waconia	No structural change
St. Joseph	West Saint Paul	No structural change
St. Joseph the Worker	Maple Grove	No structural change

St. Jude of the Lake	Mahtomedi	No structural change
St. Katharine Drexel Catholic Community* *status to be determined	Ramsey	Status to be determined
St. Lawrence	Minneapolis	No structural change
St. Leonard of Port Maurice	Minneapolis	Cluster with Holy Name, Minneapolis
St. Louis King of France	Saint Paul	No structural change
St. Luke	Clearwater	Cluster with St. Ignatius, Annandale
St. Margaret Mary	Golden Valley	No structural change
St. Mark	Saint Paul	No structural change
St. Mark	Shakopee	Cluster to potential merger with St. Mary, Shakopee and St. Mary of the Purification, Shakopee
St. Mary	Bellechester	Merge with St. Columbkil, Belle Creek and Holy Trinity, Goodhue; Holy Trinity is receiving parish
St. Mary	LeCenter	Cluster to potential merger with St. Henry, LeSueur (in existing cluster with St. Henry)
St. Mary	New Trier	No structural change (in existing cluster with St. John the Baptist, Vermillion and St. Mathias, Hampton)
St. Mary	Saint Paul	No structural change
St. Mary	Shakopee	Cluster to potential merger with St. Mark, Shakopee and St. Mary of the Purification, Shakopee
St. Mary	Stillwater	Cluster with St. Charles, Bayport (in existing cluster with St. Michael, Stillwater)
St. Mary	Waverly	No structural change
St. Mary of Czestochowa	Delano	Cluster with St. Joseph, Delano and St. Peter, Delano
St. Mary of the Lake	Plymouth	No structural change
St. Mary of the Lake	White Bear Lake	No structural change
St. Mary of the Purification	Shakopee	Cluster to potential merger with St. Mark, Shakopee and St. Mary, Shakopee
St. Mathias	Hampton	No structural change (in existing cluster with St. John the Baptist, Vermillion and St. Mary, New Trier)
St. Matthew	Saint Paul	Cluster with St. Michael, West Saint Paul; identified for structured collaboration with Our Lady of Guadalupe, Saint Paul; move toward cluster with Our Lady of Guadalupe
St. Michael	Farmington	No structural change
St. Michael	Kenyon	No structural change (in existing cluster with Divine Mercy, Faribault)
St. Michael	Pine Island	No structural change (in existing cluster with St. Paul, Zumbrota)
St. Michael	Prior Lake	No structural change
St. Michael	Saint Michael	Identified for structured collaboration with St. Albert, Albertville; move toward cluster with St. Albert
St. Michael	Stillwater	Cluster with St. Charles, Bayport (in existing cluster with St. Mary, Stillwater)

St. Michael	West Saint Paul	Cluster with St. Matthew, Saint Paul; identified for structured collaboration with Our Lady of Guadalupe, Saint Paul; move toward cluster with Our Lady of Guadalupe
St. Nicholas	Carver	Identified for structured collaboration with Guardian Angels, Chaska; move toward cluster with Guardian Angels
St. Nicholas	Elko New Market	No structural change
St. Odilia	Shoreview	No structural change
St. Olaf	Minneapolis	No structural change
St. Pascal Baylon	Saint Paul	St. Pascal Baylon is receiving parish for St. John, Saint Paul; identified for structured collaboration with Blessed Sacrament, Saint Paul; move toward cluster with Blessed Sacrament
St. Patrick	Edina	No structural change
St. Patrick	Inver Grove Heights	No structural change
St. Patrick	Jordan	No structural change; designate St. Catherine as oratory of St. Patrick
St. Patrick	Oak Grove	No structural change
St. Patrick	Saint Paul	Cluster with St. Casimir, Saint Paul
St. Patrick	Shieldsville	Cluster with Most Holy Redeemer, Montgomery
St. Paul	Ham Lake	No structural change
St. Paul	Zumbrota	No structural change (in existing cluster with St. Michael, Pine Island)
St. Peter	Delano	Cluster with St. Mary of Czestochowa, Delano (in existing cluster with St. Joseph, Delano)
St. Peter	Forest Lake	No structural change
St. Peter	Mendota	No structural change
St. Peter	North Saint Paul	No structural change
St. Peter	Richfield	Cluster with St. Richard, Richfield
St. Peter Claver	Saint Paul	No structural change
St. Philip	Minneapolis	No structural change
St. Pius V	Cannon Falls	No structural change (in existing cluster with St. Joseph, Miesville)
St. Pius X	White Bear Lake	No structural change
St. Raphael	Crystal	No structural change
St. Richard	Richfield	Cluster with St. Peter, Richfield
St. Rita	Cottage Grove	No structural change
St. Rose of Lima	Roseville	Identified for structured collaboration with Corpus Christi, Roseville; move toward cluster with Corpus Christi
St. Scholastica	Heidelberg	Merge with St. Benedict, New Prague, St. John the Evangelist, Union Hill, St. Joseph, Lexington, St. Thomas, St. Thomas and St. Wenceslaus, New Prague; St. Wenceslaus is receiving parish; St. John the Evangelist, St. Scholastica, and St. Wenceslaus buildings remain open

St. Stanislaus	Saint Paul	Identified for structured collaboration with St. James, Saint Paul
St. Stephen	Anoka	No structural change
St. Stephen	Minneapolis	No structural change
St. Therese	Deephaven	No structural change
St. Thomas	Saint Thomas	Merge with St. Benedict, New Prague, St. John the Evangelist, Union Hill, St. Joseph, Lexington, St. Scholastica, Heidelberg, and St. Wenceslaus, New Prague; St. Wenceslaus is receiving parish; St. John the Evangelist, St. Scholastica, and St. Wenceslaus buildings remain open
St. Thomas Aquinas	Saint Paul Park	No structural change
St. Thomas Becket	Eagan	No structural change
St. Thomas More	Saint Paul	No structural change
St. Thomas the Apostle	Corcoran	Cluster with Ss. Peter and Paul, Loretto and St. Anne, Hamel
St. Thomas the Apostle	Minneapolis	No structural change
St. Thomas the Apostle	Saint Paul	Merge with Blessed Sacrament, Saint Paul; Blessed Sacrament is receiving parish
St. Timothy	Blaine	No structural change
St. Timothy	Maple Lake	No structural change
St. Victoria	Victoria	No structural change
St. Vincent de Paul	Brooklyn Park	No structural change
St. Vincent de Paul	Saint Paul	Merge with Cathedral of Saint Paul; Cathedral of Saint Paul is receiving parish
St. Wenceslaus	New Prague	St. Wenceslaus is receiving parish for St. Benedict, New Prague, St. John the Evangelist, Union Hill, St. Joseph, Lexington, St. Scholastica, Heidelberg, and St. Thomas, St. Thomas; St. John the Evangelist, St. Scholastica, and St. Wenceslaus buildings remain open
St. William	Fridley	No structural change
The Church of Gichitwaa Kateri* *status to be determined	Minneapolis	Status to be determined
Transfiguration	Oakdale	No structural change
Visitation	Minneapolis	Merge with Annunciation, Minneapolis; Annunciation is receiving parish

Exhibit 2

From: Archdiocesan Update <archdiocesanupdate@archspm.org>

Subject: Archdiocesan Update Newsletter for April 9, 2015

Date: April 9, 2015 at 5:05:34 PM CDT

Reply-To: Archdiocesan Update <archdiocesanupdate@archspm.org>

The April 9, 2015 issue of the Archdiocesan Update.

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ARCHDIOCESE
OF
SAINT PAUL &
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United in Faith, Hope and Love

ARCHDIOCESAN UPDATE

April 9, 2015

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Office of the Chancellor for Civil Affairs: [2015 Trustee Meetings – Registration](#)

[Reminder, Q & A; Employment Law Seminar Materials Available Online](#)

Office of Clergy Formation: [Reminder: New Clergy Study Day Date – May 6](#)

Office for the Protection of Children and Youth: [Reminder: Opt-Out Summary Form;](#)
[VIRTUS 3.0 Training for Experienced Facilitators; April is Child Abuse Prevention Month -](#)
[Parish Prayers/Petitions Suggestions](#)

Office of Parish Operations: [Save the Date: Standards in Church Ministry](#)

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Office of Marriage, Family and Life: [This Weekend: LiveFamily! 2015 EXPO Family](#)
[Conference; Pope Francis Visits the U.S. this September – Registration is Encouraged](#)
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[Day 2016](#)

Office of Latino Ministry: [Retiro Pre Matrimonial; Noche de Hombres Católicos; Clase](#)
[de Planificación Natural de la Familia; Día Juvenil Arquidiocesano; Noche de Mujeres](#)

[Católicas](#)

Office of Communications: [The Catholic Spirit: Catholic Hmong Celebrate 20 Years with Easter Celebration; Divine Mercy Sunday](#)

Center for Mission: [Catholic Home Missions Appeal: Strengthening the Church at Home](#)

Office of Vocations: [Seminary Applications Now Accepted for Fall 2015; The Saint Paul Seminary Theatre Production](#)

Announcements: [Clergy Assignments and Other Official Announcements; Upcoming Events and Programs](#)

FROM THE ARCHBISHOP

Physician-assisted suicide part of ‘throwaway culture’

It was a terrible shock to learn that the reason behind the crash of Germanwings Airbus A320 airliner on March 30, 2015, in the southeastern French Alps may have been the intentional decision of the co-pilot to kill himself and all 149 passengers as well.

Much speculation has taken place about Andreas Lubitz’s psychological state that motivated him to do what he did. Unfortunately, there are always ripple effects when a person takes his or her own life. Many are not as dramatic as the point in question, yet those repercussions are just as real.

That is why I call your attention to Senate File 1880 introduced in the Minnesota Senate last month that would legalize assisted suicide. Hearings have yet to be scheduled, but surely the forces behind this bill will push to have it succeed. It is important, then, that those of us who cherish the gift of life push back on this initiative.

Read the full column in [English](#) and [Spanish](#), in the April 9, 2015 issue of [The Catholic Spirit](#).

See also the [Archbishop's schedule](#) in The Catholic Spirit.

OFFICE OF THE CHANCELLOR FOR CIVIL AFFAIRS

2015 Trustee Meetings – Registration Reminder, Q & A

Registration is now open for the pastor and trustee meetings in May for all pastors, trustees, parochial vicars and parochial administrators. Meetings will be held from 7 - 8:30 p.m., with check-in beginning at 6:30 p.m., on the following dates:

- **Monday, May 4:** St. John Neumann (Social Hall), 4030 Pilot Knob Rd, Eagan
- **Thursday, May 7:** Our Lady of Grace (Cassidy Hall), 5071 Eden Ave, Edina
- **Tuesday, May 12:** Monsignor Hayden Center (Smith Hall), 328 Kellogg Blvd W, St. Paul

Pastors, trustees, parochial vicars and parochial administrators should attend any one of the above scheduled meetings. The meetings will be led by Father Lachowitz with presentations by the Chancellors for Canonical and Civil Affairs, the Office of Administration and Finance, and the Office of Ministerial Standards and Safe Environment.

Additionally, there will be time set aside for **Q & A**, based on the evening's topics or to build on topics addressed in previous FAQs—such as those regarding [reorganization](#), [2014-2015 strategic planning](#), or items related to the [Office of Ministerial Standards and Safe Environment](#).

Invitation letters have been mailed. Please register [online](#) or contact Connie Howard either by email at howardc@archspm.org or by phone at (651) 291-4427 by April 24.

Employment Law Seminar Materials Available Online

Thank you to all who attended the Employment Law Seminar on March 19. Materials from the day are now posted on the [archdiocesan website](#), under the Office of the Chancellor for Civil Affairs -> [Resources](#), as well as on [archCONNECT](#). These documents include:

- [2015 Employment Law Update Manual](#)
- [Assessing the Implications of Minnesota's New Women's Economic Security Act](#)
- [Case Study: Performance and Behavior Management](#)
- [Navigating Conciliation and Arbitration Process](#)
- [Panel Discussion on Hot Topics](#)
- [Pay Issues Affecting Exempt Employees](#)

For more information on materials related to the Employment Law Seminar, please contact Theresa Kleinfehn at (651) 291-4486 or kleinfehnt@archspm.org.

OFFICE OF CLERGY FORMATION

Reminder: New Clergy Study Day Date – May 6

Attention priests and deacons! The next Clergy Study Day will be on Wednesday, May 6, 2015 at St. Peter in Mendota. Please reserve this date on your calendar. Study day start time and speakers to be announced soon!

OFFICE FOR THE PROTECTION OF CHILDREN AND YOUTH (OPCY)

Reminder: Opt-Out Summary Form

Directors of religious education and Catholic school principals are required to fill out the online “**Opt-Out Summary Form**” on [archCONNECT](#) (under Protection of Children and Youth -> Important Links) if you have opt-outs and need to order the materials. OPCY will provide one set of materials per family.

VIRTUS 3.0 Training for Experienced Facilitators

Experienced VIRTUS facilitators who wish to continue in this role must participate in a 2.5 hour retraining program.

During the retraining program, you will receive new inserts for the Facilitator’s Manual, a new English/Spanish VIRTUS 3.0 DVD, and a short overview of the new 3.0 Participant Packet. Training sessions for April and May have been set with additional retraining sessions being offered, as needed this summer.

You may sign-up for a session at SurveyMonkey by [clicking here](#). All of the scheduled sessions are listed below:

Sessions Conducted in English:

- **Wednesday, April 15**, Holy Name of Jesus Catholic Church, Wayzata, 1 - 3:30

p.m.

- **Thursday, April 23**, Monsignor Hayden Center (Smith Hall), St. Paul, 4 - 6:30 p.m.
- **Tuesday, April 28**, Monsignor Hayden Center (Smith Hall), St. Paul, 6 - 8:30 p.m.
- **Wednesday, May 13**, Mary, Mother of the Church, Burnsville, 9 - 11:30 a.m.
- **Tuesday, May 19**, St. Odilia Catholic Church, Shoreview, 4 - 6:30 p.m.
- **Thursday, May 21**, Monsignor Hayden Center (Smith Hall), St. Paul, 6 - 8:30 p.m.

Sessions Conducted in Spanish:

- Tuesday, June 16, Monsignor Hayden Center (Smith Hall), St. Paul, 6 - 9 p.m.
- Thursday, June 18, Monsignor Hayden Center (St. Paul Conference Room), St. Paul, 10 a.m. - 1 p.m.

For any questions or if you require assistance, please email OPCY at OPCY@archspm.org or call Sharon Tomlin at (651) 290-1622.

April is Child Abuse Prevention Month - Parish Prayers/Petitions Suggestions

Did you know that April is National Child Abuse Prevention Month? There is no better time than Easter to celebrate the protection of our most valuable gift from God – our children. As we start April, the Archdiocese of St. Paul & Minneapolis wants to reiterate that it remains committed to helping survivors and their families heal and find peace. The Archdiocese also is taking steps to strengthen our policies and procedures that safeguard our children and vulnerable adults. For more information on how you can become more informed and involved in keeping our children safe, please visit www.SafeCatholicSPM.org.

Please also consider these [parish prayers/petitions](#) during the month of April.

OFFICE OF PARISH OPERATIONS

Save the Date: Standards in Church Ministry

The 2015 Standards in Church Ministry Conference will be held at St. John the Baptist, New Brighton on Tuesday, August 4, 2015. The Office of Parish Operations is excited to bring you standardization updates, valuable trainings, product rollouts and governance

presentations.

Attendance satisfies a PACE/PRISM requirement. Watch for more details to come!

YEAR OF CONSECRATED LIFE

Parish Resources for the 2015 Year of Consecrated Life

Pastors: During the Year of Consecrated Life (YCL), please consider inviting a woman or a man in consecrated life to speak at your parish! Contact information for the religious communities and secular institutes in our archdiocese can be found in the *2014-15 Minnesota Catholic Directory* ([click here](#) for the online directory). Also, please see these ideas for Intercessions/Prayers of the Faithful to be used throughout the 2015YCL: [From USCCB](#); [From NCSW](#). Watch our [2015YCL webpage](#) often for updated events and resources!

Bulletin Editors: If you are looking for weekly YCL content, check out [resources for bulletin editors](#) in the [Parish Resource Packet](#). These documents include over 60 short paragraphs that can be used throughout the year (especially during weeks when no specific YCL events are being promoted). Please also consider including the 2015YCL logo found on our [2015YCL webpage](#). The logo is available in [English](#) and [Spanish](#).

OFFICE OF MARRIAGE, FAMILY AND LIFE

This Weekend: *LiveFamily!* 2015 EXPO Family Conference

Friday, April 10 - Saturday, April 11

Church of St. Raphael, Crystal

Canam Family Institute, partnering with the Archdiocese of Saint Paul and Minneapolis and the Diocese of Saint Cloud, invites you to the *LiveFamily!* 2015 Expo family conference April 10 - 12 at the Church of St. Raphael in Crystal. You have the convictions – come listen to refreshingly bold speakers and workshops that give you cutting edge tools and words to successfully strengthen your marriage, and the marriages and families of others. Tickets are available at the door for either or both days. Find more information on

our [event page](#). Questions? Call Madalyn at (763) 391-0205 or Sonya at (651) 291-4488.

Pope Francis Visits the U.S. this September – Registration is Encouraged before May 1

September 22-28, 2015

Philadelphia, PA

Be a part of the Archdiocese of Saint Paul and Minneapolis pilgrimage for this once in a lifetime event. The theme is “Love Is Our Mission: The Family Fully Alive.” Pope Francis will join with families from around the world for prayer and celebration. The Congress will include engaging speakers for adults, lively activities for youth, and daycare for ages 6 months to 6 years. Individuals and single people are encouraged to attend as well.

Per person cost: \$1875 (double occupancy)

Not included in the cost: WMF Conference Registration Fee (Basic package is recommended, which is \$125 before May 1, 2015)

For pilgrimage-specific information, visit our [event page](#) or contact Canterbury Pilgrimages & Tours, Inc. at 800-653-0017. For more resources on the World Meeting of Families, including parish bulletin announcements and columns, monthly themes for parishes, and homily talking-points, please visit our [WMF page](#). Questions? Contact Jean Stolpestad at stolpestadj@archspm.org or 651-291-4438.

For more details regarding the World Meeting of Families – Philadelphia 2015 and Pope Francis’ accompanying visit to Philadelphia, visit www.worldmeeting2015.org.

Read more about the World Meeting of Families in the April 9 issue of [The Catholic Spirit](#).

Young Adults and College Students are Encouraged to Attend World Youth Day 2016!

Be a part of this pilgrimage to the land of saints, kings and Divine Mercy!

World Youth Day 2016 (WYD16) is a pilgrimage to Krakow, Poland, to see and share Mass with our Holy Father, Pope Francis, in an experience with youth from around the world. The pilgrimage is open to young adults, college students and high school students who will have completed their sophomore year by July 2016.

Join with Bishop Cozzens and other WYD16 participants from throughout the Archdiocese of Saint Paul and Minneapolis in a pilgrimage from July 19 - August 2, 2016. Cost is \$3700 per participant. Group leaders and individuals can [register](#) and find more details at our [WYD16 page](#), including a [brochure](#), [itinerary](#) and [FAQs](#). Still have questions? Call (651) 291-4553.

OFFICE OF LATINO MINISTRY

Próximos Eventos/Upcoming Events

Estos eventos se llevan a cabo en español / *These events are held in Spanish*

Retiro Pre Matrimonial

Retiro Pre Matrimonial – Iglesia Santo Domingo

Preparación para Contraer el Sacramento del Matrimonio.

Fecha y Hora: Sábado, 11 de abril de 8 a.m. a 8:30 p.m.; Domingo, 12 de abril de 8 a.m. a 2 p.m.

Lugar: 104 Linden St. N, Northfield, MN 55057

Cost: \$50 por pareja

Por favor, comparte esta [invitación](#).

Marriage Preparation Program – St. Dominic, Northfield

Marriage Preparation Program offers engaged couples the opportunity to prepare for the Sacrament of Marriage.

Date and Time: Saturday, April 11, 8 a.m. - 8:30 p.m.; Sunday, April 12, 8 a.m. - 2 p.m.

Location: 104 Linden St. N, Northfield, MN 55057

Cost: \$50 per couple

Please share the [flyer](#).

Noche de Hombres Católicos

Noche de Hombres Católicos

Fecha: Viernes 17 de abril del 2015

Hora: 6:30 a 9 p.m.

Lugar: Iglesia Risen Savior

1501 E. County Road 42
Burnsville, MN 55306

Por favor, comparte esta [invitación](#).

Catholic Men's Night

Date: Friday, April 17, 2015

Time: 6:30 to 9 p.m.

Location: Risen Savior Catholic Church

1501 E. County Road 42

Burnsville, MN 55306

Please share the [flyer](#).

Clase de Planificación Natural de la Familia

Clase de Planificación Natural de la Familia

Fecha: Abril 25 – Mayo 30 – Junio 13

Hora: de 12 a 2 p.m.

Lugar: Parroquia San Gabriel Arcángel

6 Interlachen Rd.

Hopkins, MN 55343

Costo: \$55 por pareja

Para mayor información comunicarse con la Sra. Teresa Méndez al (651) 774-2480, o a la Oficina del Ministerio Latino – Pastoral Familiar, Verónica Arias, Tel. (651) 251-7723.

Por favor, comparte esta [invitación](#).

Natural Family Planning Class

Date: April 25 – May 30 – June 13

Time: 12 - 2 p.m.

Location: St. Gabriel the Archangel Catholic Church

6 Interlachen Rd.

Hopkins, MN 55343

Cost: \$55 per couple

For more information contact Ms. Teresa Méndez at (651) 774-2480, or the Office of Latino Ministry – Family Ministry, Veronica Arias, at (651) 251-7723.

Please share the [flyer](#).

Día Juvenil Arquidiocesano

Día Juvenil Arquidiocesano

Todos los jóvenes de 13-17 años están invitados a participar. Tendrán la oportunidad de socializarse y aprender con otros jóvenes. Para participar deben registrarse directamente con su parroquia. Para más informes contactar a Leila (651) 387-2931.

Fecha: Sábado, 9 de Mayo

Hora: 9 a.m. a 4 p.m.

Lugar: Iglesia Sta. Odilia

3495 N. Victoria St.

Shoreview, MN 55126

Costo: \$5 por persona

Por favor, comparta esta [invitación](#).

Archdiocesan Youth Day

All youth ages 13-17 are invited to participate. They will have the opportunity to socialize and learn with peers. To participate they must register directly with their parish. For more information contact Leila at (651) 387-2931.

Date: Saturday, May 9

Time: 9 a.m. - 4 p.m.

Location: St. Odilia Catholic Church

3495 N. Victoria St.

Shoreview, MN 55126

Cost: \$5 per person

Please share the [flyer](#).

Noche de Mujeres Católicas

Noche de Mujeres Católicas

Ven con nosotras a celebrar:

“Nuestro Primer Aniversario”

Fecha: Viernes, 15 de mayo del 2015

Hora: 6:30 a 9 p.m.

Lugar: Parroquia la Asunción

305 E. 77th St.

Richfield, MN 55423

Por favor, comparta esta [invitación](#).

Catholic Women's Night

Come and celebrate:

"Our First Anniversary"

Date: Friday, May 15, 2015

Time: 6:30 to 9 p.m.

Location: Assumption Catholic Church

305 E. 77th St.

Richfield, MN 55423

Please share the [flyer](#).

OFFICE OF COMMUNICATIONS

The Catholic Spirit: Catholic Hmong Celebrate 20 Years with Easter Celebration; Divine Mercy Sunday

In the April 9 issue, [The Catholic Spirit](#) shares the stories of [Catholic Hmong](#) at a beautiful [Easter celebration](#) marking 20 years at St. Vincent de Paul, St. Paul.

Read how [Divine Mercy cenacles help members 'grow in holiness' spiritually and tangibly](#), and see a list of [Divine Mercy chaplets and celebrations](#) coming up this Sunday, April 12.

The April 9 issue also, in honor of the Year of Consecrated Life, gives a glimpse into the lives of members of [secular institutes](#), a form of consecrated life in which members live and work in society but share commitments to prayer and their institute's community.

CENTER FOR MISSION

Catholic Home Missions Appeal: Strengthening the Church at Home

Please help us strengthen the Church here in the U.S., which includes dioceses in Minnesota, by giving generously to the Catholic Home Missions Appeal on the weekend of **April 25 - 26**.

Through annual grants, the Catholic Home Missions Appeal helps to fund catechesis, seminarian education, lay ministry training and other pastoral programs in U.S. dioceses

that are unable to provide by themselves. Currently, 45% of all U.S. dioceses receive some home mission support. Home mission dioceses often struggle with priest shortages, parishioner poverty, unemployment, isolated and difficult terrain, religious hostility and other circumstances that make it hard to practice the faith.

Your support will help to strengthen the Church here at home. May you be blessed for your generosity to the Catholic Home Missions Appeal.

One check for all funds collected at each parish should be made payable to: **The Center for Mission**. On the memo line designate: **Home Missions Appeal**. Mail to: Center for Mission, 328 Kellogg Blvd W, St. Paul, MN 55102.

OFFICE OF VOCATIONS

Seminary Applications Now Accepted for Fall 2015

Priests and deacons! If someone in your parish is discerning the priesthood and would like help with their next steps, please have them contact Father Troy Przybilla. Father Przybilla is currently meeting with men applying to be considered for acceptance as archdiocesan seminarians for fall 2015. Father Przybilla can be reached at przy1187@stthomas.edu or (651) 962-6890.

The Saint Paul Seminary Theatre Production

Join us for the third annual theatrical production of The Saint Paul Seminary School of Divinity:

"Death of a Liturgist" - Some people are just dying for change

Showtimes

Friday, April 24 at 7:30 p.m.

Saturday, April 25 at 7:30 p.m.

Sunday, April 26 at 2 p.m.

Location

Brady Educational Center, University of St. Thomas (Park in Lot O, near the Binz refectory)

["Death of a Liturgist"](#) is based on the book by Lorraine V. Murray and adapted to the stage and directed by Sioux Falls Seminarian Andrew Thuringer. This comical murder mystery will be fun for all ages! Admission is free, but please reserve tickets online.

Reserve tickets or to make a free will offering [here](#).

ANNOUNCEMENTS

Official Announcements

This is the place to find out about [clergy assignments](#) and other official announcements in the archdiocese. There are no clergy assignments this week.

Ecumenical Prayer to Commemorate the 100th Anniversary of the Armenian Genocide

Saturday, April 18

3 p.m.

Cathedral of Saint Paul

This year marks the 100th anniversary of the Armenian Genocide which claimed the lives of 1.5 million Armenians living in the Ottoman Empire. The Armenian Orthodox community of the Twin Cities, along with the Archdiocese of Saint Paul and Minneapolis, and the Minnesota Council of Churches invite you to attend an ecumenical prayer service to commemorate this tragedy. Archbishop Nienstedt is planning to participate. Given the ongoing persecution of Christians in various places around the world today, joining in prayer will be an opportunity to express our ecumenical hope in Christ. All are invited and encouraged to attend.

New Date: Siena Symposium for Women, Family, and Culture

Thursday, April 16

7:30 p.m.

University of St. Thomas, St. Paul

O'Shaughnessy Educational Center (OEC) Auditorium, North Campus ([View Campus Map](#))

Topic: The Real Meaning of Responsible Parenthood

Speaker: Dr. Janet Smith

Dr. Smith will receive the 2015 Siena Symposium Humanitarian Leadership Award.

For more information, please contact the Symposium's Co-Directors, [Dr. Deborah Savage](#) or [Dr. R. Mary Lemmons](#), or visit the [Symposium website](#). Please share the [flyer](#).

ABOUT THE ARCHDIOCESAN UPDATE

Archdiocesan Update Article Submission Information

Please submit items for inclusion in the Archdiocesan Update to archdiocesanupdate@archspm.org and include in the subject line the words "Archdiocesan Update" and the date of the issue you wish to have your item included. A submission deadline and publication schedule for the Archdiocesan Update is posted online for [2015](#).

Archdiocesan Update Archive Page

We've posted the last several months of our Archdiocesan Updates on [archCONNECT](#). You'll find a link to the archive on the archCONNECT home page, under Archdiocesan Update, and also in the Parish Administration section, under Important Links. So if you are looking for something in a past e-newsletter, this is where to find it!

Questions? Comments?

Please send them to the Office of Communications at archdiocesanupdate@archspm.org

LINKS

- archspm.org
- TheCatholicSpirit.com

CONTACT

Chancery: (651) 291-4400
archdiocesanupdate@archspm.org

- Rediscover-faith.org
- AimHigher.org

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Exhibit 3



ARCHDIOCESE
— OF —
SAINT PAUL &
MINNEAPOLIS

*United in Faith,
Hope and Love*

Regional Parish Trustee Meetings

May 2015

Regional Parish Trustee Meetings

2015

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Opening Prayer

Prayer of the Council Fathers

It is believed that this prayer was composed by St. Isidore of Seville, to be used during the Second Provincial Council of Seville, Spain, in 619 A.D. It was also used during the Fourth Provincial Council of Toledo, Spain, in 633. With this prayer the sessions of the First Vatican Council began, in 1869, and it was used before every meeting (in Latin) of preparatory commissions and conciliar commissions of Vatican II.

We are here before You, O Holy Spirit, conscious of our innumerable sins, but united in a special way in Your Holy Name. Come and abide with us. Deign to penetrate our hearts.

Be the guide of our actions, indicate the path we should take, and show us what we must do so that, with Your help, our work may be in all things pleasing to You.

May You be our only inspiration and the overseer of our intentions, for You alone possess a glorious name together with the Father and the Son.

May You, who are infinite justice, never permit that we be disturbers of justice. Let not our ignorance induce us to evil, nor flattery sway us, nor moral and material interest corrupt us.

But unite our hearts to You alone, and do it strongly, so that, with the gift of Your grace, we may be one in You and may in nothing depart from the truth.

Thus, united in Your name, may we in our every action follow the dictates of Your mercy and justice, so that today and always our judgments may not be alien to You and in eternity we may obtain the unending reward of our actions. Amen.

The Archdiocese of Saint Paul and Minneapolis

An Introduction

The Archdiocese of Saint Paul and Minneapolis is home to 825,000 Catholics in the 12-county greater Twin Cities metropolitan area. The archdiocese is currently led by **Archbishop Bernard Hebda**, who serves as apostolic administrator of the archdiocese.



MISSION STATEMENT

Making the name of Jesus Christ known and loved by promoting and proclaiming the Gospel in word and deed through vibrant parish communities, quality Catholic education, and ready outreach to the poor and marginalized.



ABOUT THE ARCHDIOCESE

Established as a diocese in 1850 (originally Minnesota and the Dakotas), the Holy See elevated it to an archdiocese in 1888. Now, the archdiocese's boundaries are the 12-county greater Twin Cities metropolitan area.

The archdiocese is home to approximately 825,000 Catholics (roughly 25% of the population) in 187 parishes. During the past ten years, 100,000 new members have joined the archdiocesan Catholic family, mostly through moving to this area. Approximately 9,000 infants and 300 adults are baptized annually in parishes throughout the archdiocese.

ABOUT OUR CATHOLIC COMMUNITY

Each Sunday, Mass is celebrated in eight different languages in the archdiocese. 23 Latino ministry parishes attend to the spiritual needs of tens of thousands of Spanish-speaking Catholics. Some Latino ministry parishes also provide health and exercise classes, pregnancy and parenting education, immigration consultation and other social services. Currently, nearly 400 priests, nearly 200 deacons, as well as hundreds of religious sisters and brothers, and tens of thousands of lay personnel and volunteers serve in parishes, Catholic schools and in many other ministries.



Within the archdiocese, there are 22 Catholic health care centers for the elderly or disabled, three Catholic hospitals and two Catholic hospices. There are two Catholic universities, a major seminary as well as a college seminary, and numerous vibrant ministry groups which are sharing the light of Christ locally – and nationally.

The Catholic Church is the largest non-governmental provider of social services in the United States. The archdiocese and the many Catholic organizations in our area help the poor, individuals with illnesses and disabilities, people in prison, refugees and immigrants through a variety of ministries. Catholic social justice organizations advocate for the poor, the immigrant and marginalized to local and state policy makers. In recent years, local Catholic advocates have worked tirelessly in solidarity with immigrants, with those combating the scourge of human trafficking and for the protection of the most vulnerable among us during tough economic times.



There are numerous shelters, assistance centers and food shelves operated by parishes and by Catholic Charities. In 2013, the local branch of **Catholic Charities** alone served more than 35,000 people, providing 467,007 nights of housing and emergency shelter and 1,030,832 meals to our brothers and sisters in need. Catholic Charities also provides a safe place to stay for children whose families are in crisis, assisted thousands of people looking for pathways out of

poverty, and offers support services to help disabled people and others who may otherwise slip into homelessness. In addition, **Sharing and Caring Hands** serves 20,000 visitors a month with emergency shelter, food, clothing and other assistance.

CommonBond Communities, launched as a ministry of the archdiocese more than 40 years ago, currently provides housing and supportive services for 8,000 people. CommonBond, now a separate non-profit organization, provides housing to families, seniors and individuals with disabilities and is the largest nonprofit provider of affordable homes in the Upper Midwest.



Within the archdiocese, there are nearly 90 **Catholic schools**, including 13 high schools, which serve a total enrollment of nearly 30,000 students, 15% percent of whom are not Catholic. Catholic schools develop the minds, hearts and souls of children in a faith-centered environment. Like no other schooling, Catholic education prepares students for the day when they will bring their gifts of faith and reason to the opportunities and challenges of our world. Catholic schools in the archdiocese provide an excellent education while saving Minnesota taxpayers at least \$300 million annually in public education costs. Local Catholic high schools have a 97% graduation rate and 97% of those who

graduate go on to continue their education. The average ACT score, with 1,686 high school students in the Archdiocese taking the test, is 25.8—nearly 3 points above the Minnesota average. Catholic schools have also shown success at closing the “achievement gap” for economically disadvantaged students and students whose first language is not English.

Nearly 50,000 children and youth are enrolled in parish religious education programs, where they learn about their faith and are encouraged to deepen their personal relationship with Jesus Christ. Parishes across the archdiocese also offer faith formation and service opportunities to their adult members and the larger community. The archdiocese’s **Office of Marriage, Family and Life** hosts dozens of events and leadership initiatives which help to promote the dignity of the person, strengthen families, support single parents, prepare couples for marriage, enliven both youth and adult relationships with Christ, affirm the dignity of life at all ages especially with the unborn, elderly and disabled, and much more. Tens of thousands of people take part in these faith- and community- building offerings throughout this area every year.

Protecting children, youth and vulnerable adults is of highest importance at parishes and Catholic schools throughout the archdiocese. Since 2002, more than 119,000 background checks have been run on clergy, employees and volunteers. Over 76,000 adults have received VIRTUS Safe Environment training since 2005, with an average of 355 VIRTUS training sessions held in the Archdiocese each year. Additionally, Catholic schools and parish faith formation and youth ministry programs have been teaching children and youth age-appropriate lessons about personal safety and sexual abuse prevention since 2006.

The Office of Evangelization and Catechesis was established in 2014 to help create opportunities for people to encounter Jesus Christ and to make the truth of Christ and his Church clearly understood and accessible. The office oversees the multifaceted and ongoing **Rediscover: initiative** which was launched in late 2012. Rediscover: invites Catholics to rediscover the depth and beauty of our Catholic faith – and find meaning and purpose in life, a sense of belonging, inner strength, true freedom and peace. Ultimately, the Rediscover: initiative, as well as the other evangelization efforts, exist to offer the possibility for an encounter with the person of Jesus Christ. (Learn more at Rediscover-faith.org.)

The good work of this Catholic community goes far beyond the borders of the archdiocese in many ways. Through the generosity of Catholics in the archdiocese, 65,000 people in Ciudad Guayana, Venezuela are offered access to the sacraments, food and essential services at the **Jesucristo Resucitado** mission parish. Unemployment in this Venezuelan community stands at more than 70%, and the many people living in poverty there rely on the mission as a beacon of hope. (Learn more at venezuela.archspm.org.)



Every year, thousands of people give to the Catholic Services Appeal, which raises nearly \$10,000,000 annually for more than a dozen important ministries in our area, from Catholic Charities to Latino Ministry; from the seminaries to Catholic schools. All appeal gifts are collected and distributed by the independent **Catholic Services Appeal Foundation**. (Learn more at csafspm.org.)

People at parishes throughout the archdiocese also contribute generously to second and missionary collections for the greater good. These include collections to help those in need locally and around the world, support retired religious sisters and brothers, provide for the spiritual needs of men and women serving in the military, and other causes that make an important difference in others' lives.

In all things, we seek to give glory and honor to God. We strive to make the most of the gifts God has given us. We seek to serve humbly as Jesus Christ served, treating all with the dignity each person has by virtue of being created in the image and likeness of God. We recognize that Church leaders have at times made mistakes and have sometimes failed in their responsibilities. We are committed to increased transparency, intentional collaboration, ongoing evaluation and greater accountability to foster healing and offer an invitation to all to come to know Jesus Christ through Catholic ministry. We believe that with God, all things are possible.

Role of the Parish Trustee and Resources

Engaged parish trustees are vital to the life of a parish. We thank you for your service. To assist you in this important role, the Archdiocese of Saint Paul and Minneapolis would like to offer the following resources to assist you in your governance responsibilities.

Please note: Some Clergy Bulletins are included within this booklet. All other Clergy Bulletins may be found on the archdiocesan website at archspm.org/policies, or by clicking on "Policies" under "Resources" on the blue (highlighted yellow) menu bar.



Glossary of Terms

Canon Law

Spiritual and Temporal Affairs

Can. 519 The pastor is the proper pastor of the parish entrusted to him, exercising the pastoral care of the community committed to him under the authority of the diocesan bishop in whose ministry of Christ he has been called to share, so that for that same community he carries out the functions of teaching, sanctifying, and governing, also with the cooperation of other presbyters or deacons and with the assistance of lay members of the Christian faithful, according to the norm of law.

Civil Law

Minnesota Statutes §315.15

Parish corporations, organization

The bishop of a religious denomination may join with the vicar general of the diocese and the pastor of the parish where the corporation is to be located, within the bishop's diocese for the purpose of incorporating. **The bishop, vicar general, and pastor, or a majority of them, shall designate and join with two lay members of the denomination.**

Fiduciary Duty

“**Fiduciary**” is recognizable by its common meaning: “of or relating to a holding of something in trust for another.” An officer (trustee) of a corporation owes a fiduciary duty to that corporation to act in good faith, with honesty in fact, with loyalty, in the best interests of the corporation, and with the care of an ordinary, prudent person under similar circumstances. A fiduciary must act solely for the benefit of his or her principal.

Clergy Bulletins

Clergy Bulletins are particular law for this Archdiocese, issued by the Archbishop of Saint Paul and Minneapolis, and are posted at archspm.org/policies.

Clergy Bulletin: Parish Administration

Appointment of Lay Members (Trustees)

In practice, **the Pastor submits the names of two lay members (sometimes referred to as “trustees”) belonging to the parish to the Archbishop and Vicar General requesting their votes for selection.** (Lay Members/Trustees may not be employees of the parish. They should be parishioners of the parish who reside within the territory of the Archdiocese of Saint Paul and Minneapolis.)

The pastor should conduct a background search on any proposed trustee before he submits their name to the Archbishop or Vicar General. The result of the background search and a resume and additional background information should be submitted to the Archbishop and Vicar General when a request is made to appoint a new trustee.

A pastor should not appoint new trustees or re-appoint existing trustees if the pastor knows he will be leaving the parish within six months. The new pastor should be allowed to handle the trustee appointments after he is installed.

Proxies

A proxy is a written document executed by the Archbishop and Vicar General, as members of the corporation, to be used at a meeting which they are unable to attend, giving the authority to the Pastor, a member of the corporation, to cast their votes in favor of a specific corporate resolution stated in the proxy. (See the Clergy Bulletin on **Parish Administration** for a list of actions which require a proxy. See also the Clergy Bulletin on **Minimum and Maximum Limits for Financial Administration Including Corporate Action.**)

Parish Corporate Board Meetings

The pastor should meet with the two trustees every month for a corporate board meeting if at all possible. The trustee who has been appointed as the corporate secretary should record the minutes of all meetings. The minutes should be kept on file at the parish office in the corporate file.

The Archdiocese does not have guidelines for corporate board meetings. An agenda should be sent out ahead of the meeting by the pastor. The agenda should provide for the approval of the minutes from the prior meeting and include "new business" and "old business" as well as any specific topics that need to be considered by the corporate board. There should also be a discussion of the status of the parish finances at every board meeting.

Certificate of Incorporation

Board of Directors

The members of said Corporation, viz: The Archbishop and the Vicar General (or, in the event of the death or incapacity of said Archbishop, the Administrator of the Archdiocese and the Chancellor of the Archdiocese), the Pastor **and the two lay members** selected and designated as aforesaid, and their respective successors, shall be and constitute the Board of Directors of the Corporation and said Board of Directors shall have power to transact all the business of said Corporation.

Officers

The officers of said Corporation shall be President, Vice President, Secretary, and Treasurer. The Archbishop, or person appointed in his place or stead, shall be ex officio the President. The Pastor of the Parish shall be ex officio the Vice President. **The Secretary and the Treasurer shall be chosen from the members of said Corporation.** Each trustee normally holds one of these positions.

Bylaws

Lay Members, Term of Office

The term of office of the **lay members** above mentioned shall be for **two years** from the date of their election, **or until successors to them have been duly chosen and have entered upon the duties of their respective offices.**

Execution of Documents

Deeds, mortgages, contracts, evidences of indebtedness, documents of whatever form affecting the property of the Corporation, or entailing upon it a monetary obligation, shall **when duly authorized by the Board**, be signed and executed by the President or Vice President and the Secretary, **and by none other or others in their stead**, unless such other or others be duly empowered to that effect by the **unanimous** vote of all of the Directors.

Limits of Authority

No Director, unless authorized by the Board, shall have the power or authority to sign notes or other evidences of debt or to contract liabilities binding on the Corporation. No Director, without a special authorization from the Board, shall be presumed to have the power or permission to act as agent of the Board; and no contract made and no liability assumed by a Director in the absence of such special authorization shall be other than that Director's own personal contract or liability, and no mere custom or practice of any member or any Director of the Board, separately or collectively, shall be construed as establishing a legal agency binding on the Board.

Role of Trustees in Relation to Parish Councils

Discussions about parish councils frequently generate questions regarding **the role of parish trustees**. The trustees are the members and officers of the civil corporation registered with the state. Their role fulfills civil statute requirements. Trustees are not required to serve on pastoral or finance councils. However, **parish councils are obliged to provide the trustees with access to the information required to fulfill their responsibilities**. This may require the parish councils to respond to questions and provide documentation as the trustees follow their mandates to exercise independent judgment as they perform their duties.

The Board of Directors should communicate with the parish councils on all important matters pertaining to the pastoral care and temporalities of the parish, but the parish councils shall have no legal vote in the transaction of the business of the Corporation. (See also Clergy Bulletins on **Guidelines for Parish Pastoral Councils and Parish Finance Councils**.)

Chancery Corporation Offices

The archdiocesan chancery corporation exists to support the people, parishes, Catholic schools, religious education programs and other Catholic organizations of our community in fulfilling the mission of the Church. Descriptions of several of these offices are listed below.

Further resources and contact information for staff in each office is available at archspm.org/offices.

Administration and Finance

This office oversees all financial and related functions including budgeting, accounting, investments, risk management, real estate and facilities, and contracted benefits.

In addition to administrative and financial matters, this office includes the following areas:

- Accounting Services
- Human Resources and Benefits
- IT / Computer Services
- Parish Operations / Parish Accounting Service Center (PASC)

Archives and Records Management

The Office of Archives and Records Management helps employees find and store records, maintains the retention schedule, and working with Archives to help preserve and provide access to historical documents.

Communications

The Office of Communications is responsible for ensuring effective ongoing two-way communications between the Archdiocese of Saint Paul and Minneapolis and the many publics it serves. The Office is also charged with communicating the spiritual messages and theological teachings of the Church as articulated through the Archbishop and his auxiliary bishop. This office also publishes The Catholic Spirit (thecatholicspirit.com), the official Catholic publication of the Archdiocese of Saint Paul and Minneapolis.

Along with communications support, this office includes the following areas:

- Marketing Support
- Media and Public Relations
- Printing Services
- Publications
- Web, Social/New Media and Digital Media

Development and Stewardship

The Office of Development and Stewardship works with parishes and Catholic schools within the archdiocese to help grow a culture of stewardship in local communities and support parish and Catholic school development efforts. This office also reaches out to benefactors who wish to support specific ministries or programs of various archdiocesan offices.

Marriage, Family and Life

The mission of the Archdiocesan Office of Marriage, Family and Life is to assist and encourage all Christians to fulfill their call to holiness.

This office includes the following areas:

- Biomedical Ethics
- Family and Laity Outreach
- Marriage / Marriage Preparation and Natural Family Planning
- Persons with Disabilities
- Respect Life
- Youth and Young Adults

Ministerial Standards and Safe Environment

The Office of Ministerial Standards and Safe Environment oversees the Office for the Protection of Children and Youth and the Promotion of Ministerial Standards program, investigates allegations of abuse and misconduct, and supports the work of the Clergy Review Board. In addition, the office works in partnership with Canvas Health to provide victim/survivor assistance services. You may find out more about the work of this office at SafeCatholicSPM.org.


Additional Chancery Corporation Offices

- Office of the Archbishop – Most Reverend Bernard Hebda
- Auxiliary Bishop's Office – Most Reverend Andrew Cozzens
- Office of the Moderator of the Curia – Very Reverend Charles Lachowitz
- Chancellors for Canonical Affairs and Civil Affairs
- Evangelization and Catechesis
- Metropolitan Tribunal
- Ministerio Latino (Latino Ministry)
- Office for the Mission of Catholic Education
- Parish and Clergy Services
- Worship

*We Are Here to Serve!
Thank You for Your Service!*

Archdiocese of Saint Paul and Minneapolis
226 Summit Avenue, Saint Paul, MN 55102

www.archspm.org
(651) 291-4400



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Canon Law for the Parish Trustee

Susan Mulheron, JCL
Chancellor for Canonical Affairs


What is Canon Law?



- Legal system governing the Catholic Church
- Includes:
 - Universal law issued by the Pope or Holy See
 - Particular law or policy issued by the Conference of Bishops or a Diocesan Bishop



Where Do You Find Canon Law?



- Code of canon law (universal law)
- USCCB website (particular law for the US)
- Archdiocesan website: Clergy Bulletins and Policies (particular law for the Archdiocese)
 - All Clergy Bulletins are binding and authoritative on all parishes and faithful of the Archdiocese
 - Just as authoritative as universal law
 - Once issued, a particular law remains in effect unless it is repealed, replaced, or has expired due to passage of time, even after the issuing bishop has changed

How Does Canon Law Affect Parishes? 

A parish is a juridic person under canon law and a civil corporation under MN law 

 Parish is subject to canon law and civil law that does not contradict:


- Canon law (governing norms)
- Divine law (law established by God, e.g., only men can be ordained priests)
- Natural law (e.g., marriage can only be between one man and one woman)


Canon and Civil Law Work Together 

As citizens of both the earthly and heavenly city, we live in a dynamic balance between requirements of canon and civil law 

- Civil laws are to be observed in canon law with the same effects
- Especially relevant in matters of finance and management of temporal affairs


 The parish is first and foremost an ecclesiastical entity that must act in communion with the Archbishop and canon law.


Pastor is the Parish Canonical Authority 

 Canon law determines the role and authority of the pastor for a parish, which is entrusted to him by the Archbishop in order to share in his ministry.

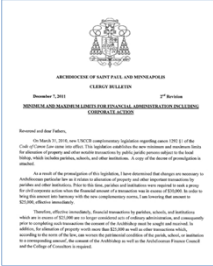
Pastor has primary responsibility for the pastoral care and administration of the parish

- Spiritual obligations (canons 528-530, 534)
- Administrative obligations (canon 532)



Trustees and Clergy Bulletins 

- Trustees have a duty to ensure the parish is always acting in accord with both canon and civil law
- Need to be familiar with various Clergy Bulletins
 - Parish Administration
 - Minimum and Maximum Limits for Alienation
 - Finance Councils, Guidelines for Pastoral Councils
 - Justice in Employment
 - Parish Assessment Formula
 - Clergy Sabbatical and Vacation
 - Safe Environment Requirements
 - Visiting Clergy and Lay Speakers
 - Priest Compensation




Parish Councils 

- The pastor is responsible for ensuring the parish has functioning councils
 - Councils of lay parishioners who assist the pastor in fostering pastoral activity (pastoral council) and in the administration of parish finances (finance council)
 - Clergy Bulletins describe requirements and provide guidelines for both councils
- The pastor does not operate or manage the parish alone





Relationship of Trustees to Councils 

- Council members fulfill canonical requirements; trustees fulfill civil statute requirements
 - Both are important for the proper governance of a parish, and need to work together
- Trustees are not required and are not encouraged to serve on a council
 - Keep communication open and regular between trustees and councils
- Trustees must have access to information required to fulfill their responsibilities and exercise independent judgment

How Can We Help? 

- When should you contact the Office of the Chancellor for Canonical Affairs?
 - Assistance in accessing or understanding Clergy Bulletins, policy, or other questions about canon law
 - Parish merger or clustering questions
 - Sale of church buildings or disposal of sacred items
 - Canonical approval for major acts of administration (alienation, construction, demolition, etc.)
 - Any time you have visiting clergy from outside the Archdiocese
 - Questions about sacraments, weddings, funerals, and sacramental records





Thank You! 

Susan Mulheron, JCL

Chancellor for Canonical Affairs

mulherons@archspm.org
(651) 291-4437





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Civil Law for the Parish Trustee

Joseph Kueppers
Chancellor for Civil Affairs

Parish Corporations, Organization



Minnesota Statutes §315.15
Parish corporations,
organization



The bishop of a religious denomination may join with the vicar general of the diocese and the pastor of the parish where the corporation is to be located, within the bishop's diocese for the purpose of incorporating.

The bishop, vicar general, and pastor, or a majority of them, shall designate and join with two lay members of the denomination.


Church Corporation



A parish is not a
"non-profit corporation"
under §317A




Each parish is a "church corporation" §315.15

Board of Directors 

Certificate of Incorporation
Board of Directors

The members of said Corporation, viz:
The said Archbishop and the said Vicar General (or, in the event of the death or incapacity of said Archbishop, the Administrator of the Archdiocese and the Chancellor of the Archdiocese), the Pastor and the two lay members selected and designated as aforesaid, and their respective successors, shall be and constitute the Board of Directors of the Corporation and said Board of Directors shall have power to transact all the business of said Corporation.




Appointment of Lay Members 

Clergy Bulletin, Parish Administration
Appointment of Lay Members (Trustees)



In practice, the pastor submits the names of two lay members (sometimes referred to as "trustees") belonging to the parish to the Archbishop and Vicar General requesting their votes for selection.




Appointment of Lay Members 




Lay Members/Trustees may not be employees of the parish. They should be parishioners of the parish who reside within the territory of the Archdiocese of Saint Paul and Minneapolis.


The parish should conduct a background check on each trustee. Each trustee must read and sign the *Code of Conduct for Church Personnel*.



Officers 

- The officers of said Corporation shall be President, Vice President, Secretary, and Treasurer.
- The Archbishop, or person appointed in his place or stead, shall be ex officio the President.
- The Pastor of the Parish shall be ex officio the Vice President.
- The Secretary and the Treasurer shall be chosen from the members of said Corporation. Each trustee normally holds one of these positions.




Lay Members, Term of Office 

Bylaws:

The term of office of the lay members shall be for two years from the date of their election, or until successors to them have been duly chosen and have entered upon the duties of their respective offices.


If a trustee wishes to resign before the end of their two-year term, they must submit a letter of resignation to the Archbishop.



Consultation with Parish Councils 

The Board of Directors should communicate with the parish councils on all important matters pertaining to the pastoral care and temporalities of the Parish, but the parish councils shall have no legal vote in the transaction of the business of the Corporation.




Duties 


Civil Law
Fiduciary Duty

"Fiduciary" is recognizable by its common meaning: "of or relating to a holding of something in trust for another."

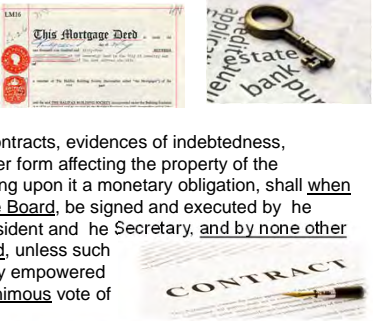
A member and/or officer (trustee) of a corporation owes a fiduciary duty to that corporation to act in good faith, with honesty in fact, with loyalty, in the best interests of the corporation, and with the care of an ordinary, prudent person under similar circumstances.

A fiduciary must act solely for the benefit of his or her principal.





Execution of Documents 

Bylaws
Execution of Documents




Deeds, mortgages, contracts, evidences of indebtedness, documents of whatever form affecting the property of the Corporation, or entailing upon it a monetary obligation, shall when duly authorized by the Board, be signed and executed by he President or Vice President and he Secretary, and by none other or others in their stead, unless such other or others be duly empowered that effect by the unanimous vote of all the Directors.




Expenditures (Proxy) 


Bylaws
Expenditures (Proxy)



There shall be no expenditures for equipment, repair, remodeling or new construction costing in excess of \$25,000, or such other amount as shall be promulgated by the Archbishop from time to time in the Clergy Bulletin, without the unanimous consent of the Board.




Proxies



Clergy Bulletin, Parish Administration

Proxies

A proxy is a written document executed by the Archbishop and Vicar General, as members of the Board of Directors of the corporation, to be used at a meeting which they are unable to attend, giving the authority to the Pastor, to cast their votes in favor of a specific corporate resolution stated in the proxy.



Thank You!



Joseph Kueppers

Chancellor for Civil Affairs

kueppersj@archspm.org
(651) 291-4405



Parish Financial Obligations to the Archdiocese

There are two primary ways parishes are involved in a flow of funds to the Archdiocese: through parish assessment and through insurance and benefits payments. Parish assessments are based on a canonical authority to afford monetary support to the Archbishop and his staff for essential works such as supervision of units of the local Church under his authority as well as acts of charity and good works. Common platform insurance and benefits are supervised by archdiocesan staff and governed by function-unique committees and boards of trustees.

Expectations of Trustees Related to Parish Financial Obligations

Trustees are expected to review and sign the Annual Parish Financial Report, which is due to the Archdiocese by Nov. 2, 2015 for FY 2015 financial results. In the past, an early filing discount of 0.25% was provided for those parishes which filed by the due date, with exceptions granted for limited reasons. Beginning with FY 2015 financial results, an early filing discount of 0.25% will be granted only if the Annual Parish Financial Report is filed by the Nov. 2, 2015 due date.

Trustees should request from the parish councils the necessary information to ensure that the parish is properly planning to meet its financial obligations, including its obligations to the Archdiocese.

Information Management and Reporting

Adoption of uniform information management and reporting systems encourages parishes and Catholic schools to implement best practices, provides portability for parish and school leadership, increases collaboration and delivers clear value to pastors and other local leaders by improving efficiency and increasing data accuracy. In August 2013, a selection committee including parish, school and archdiocesan representatives was formed to select standardized accounting software.

ConnectNow by ParishSoft was selected, and to date 90 parishes have converted, with another 40 scheduled to convert by July 1. All remaining parishes are encouraged to schedule conversions soon so that they can be completed by Dec. 31 to take advantage of complimentary conversion support.

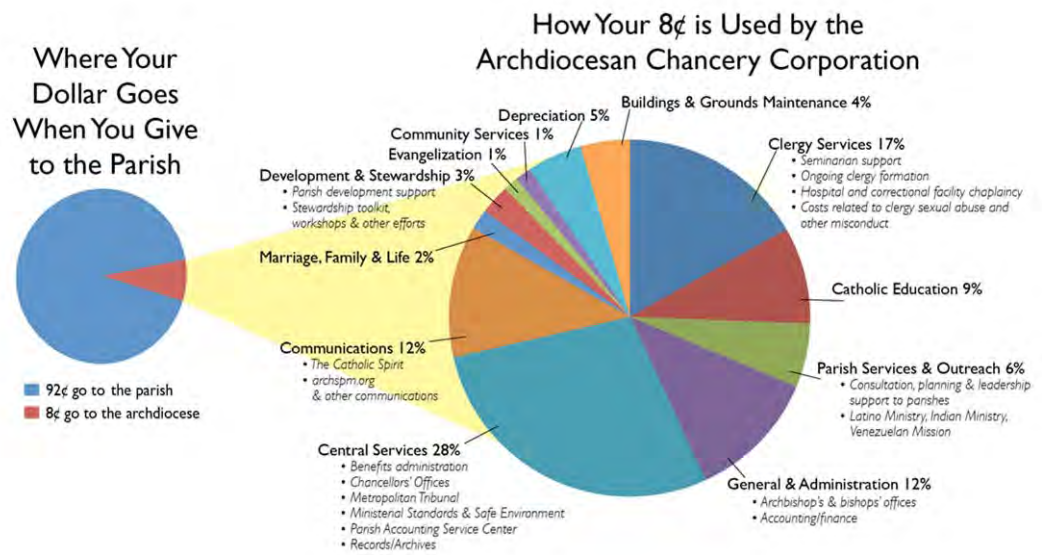
Parish Accounting Service Center

The Parish Accounting Service Center (PASC) of the Archdiocese of Saint Paul and Minneapolis supports parish back-office functions to encourage a culture of ongoing evaluation and greater accountability in this local Church. Consistent with the spirit of the Archdiocese's Strategic Plan, the PASC provide comprehensive accounting services at a reasonable cost, allowing parish leaders and staff to focus on their pastoral mission.

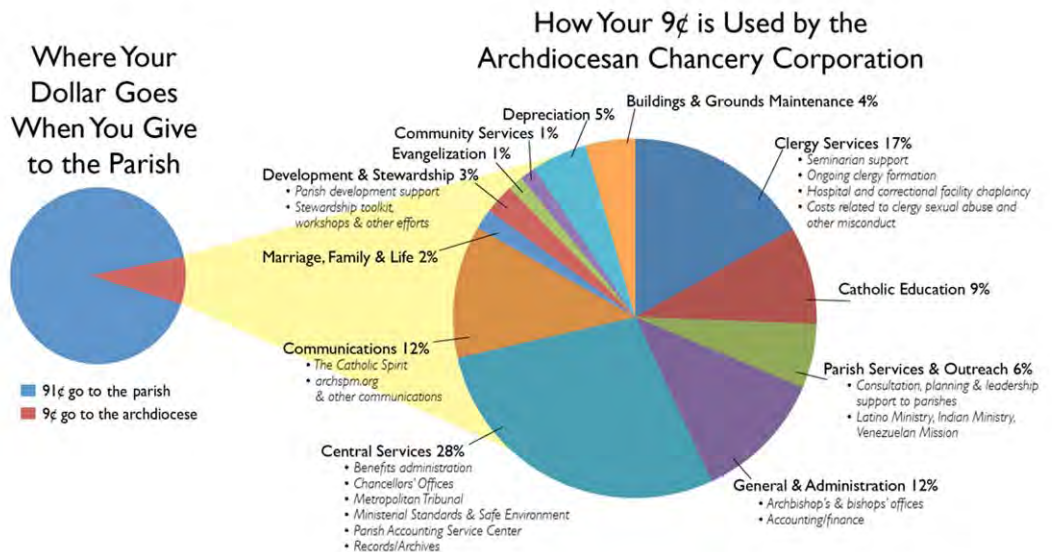
How Parish Assessments Are Used by the Chancery Corporation

Parish assessments are essential to deliver the services, programs and ministries the archdiocese provides. Assessments are prescribed in canon law as a means for diocesan bishops to collect funds from parishes to help pay for diocesan ministries. In the Archdiocese of Saint Paul and Minneapolis, assessment revenue supports the archdiocese’s chancery corporation, including the work of offices such as Marriage, Family and Life, the Metropolitan Tribunal, and the recently-combined Clergy and Parish Services, as well as the wages and benefits of chancery corporation employees.

Parishes with schools — which include those that support a consolidated or regional school by contributing at least 15 percent of plate and envelope collections — are assessed 8 percent on their offertory collections as well as other income. The chart to the right shows how that assessment is used.



Parishes without schools — including those that don't support a consolidated or regional school — will be assessed 9 percent on their offertory collections as well as other income. The chart to the right shows how that assessment is used.



Resources for the Protection of Children, Youth and Vulnerable Adults

Charter for the Protection of Children and Young People and Essential Norms for Diocesan/Eparchial Policies Dealing with Allegations of Sexual Abuse of Minors by Priests or Deacons
safe-environment.archspm.org/charter

The *Charter for the Protection of Children and Young People* is a comprehensive set of procedures established by the USCCB in June 2002 for addressing allegations of sexual abuse of minors by Catholic clergy. The Charter also includes guidelines for reconciliation, healing, accountability, and prevention of future acts of abuse. The document also contains the USCCB's *Essential Norms for Diocesan/Eparchial Policies Dealing with Allegations of Sexual Abuse of Minors by Priests and Deacons*.

Report and Recommendations of the Safe Environment and Ministerial Standards Task Force
safe-environment.archspm.org/task-force/

The Archdiocese of Saint Paul and Minneapolis is committed to these four overriding goals: the protection of children; the healing of victim/survivors; the restoration of trust of the faithful; and the restoration of trust of our clergy who serve with honor. The independent Safe Environment and Ministerial Standards Task Force established a roadmap for reaching these goals. Beginning in October 2013, the Task Force conducted a thorough review of the policies, procedures and processes aimed at establishing and maintaining safe environments in ministry. Read the report online and see status updates on the implementation of the task force's recommendations.

"How to Report Suspected Child Abuse"

safe-environment.archspm.org/how-to-report

This brochure provides a clear outline of the process for reporting suspected child abuse — including the critical first step of contacting local law enforcement with any case of suspected abuse of a minor — as well as helpful resources.


"Victim/Survivor Assistance"

safe-environment.archspm.org/victim-survivor-assistance

This brochure promotes healing for victims/survivors of sexual misconduct in Church ministry and their loved ones.

If you or someone you know has been sexually abused, your first call should be to law enforcement. The Archdiocese's Victim Assistance Program is also available to offer help and assist with healing. For confidential, compassionate assistance from an independent and professional local care provider, please call (651) 291-4497.

Visit SafeCatholicSPM.org often for new resources, including useful links and an FAQ on what the Church is doing to ensure the safety of children, youth and vulnerable adults.




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Creating Safe Environments

Protecting All

Timothy O'Malley
Director of Ministerial Standards
and Safe Environment



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The abuse of anyone, especially a minor, by a member of the clergy is egregious and among the most deprived of moral aberrations.

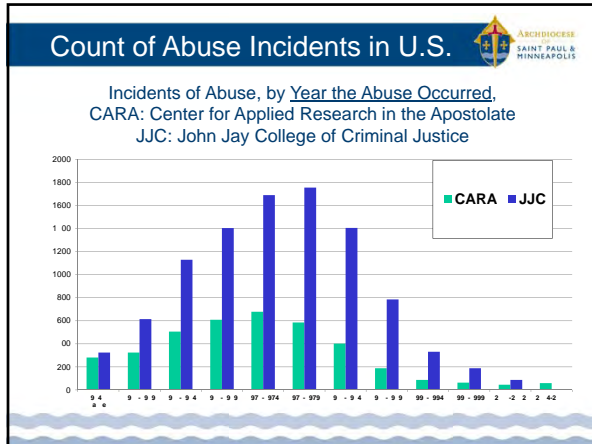
- Most Reverend John C. Nienstedt, September 18, 2013

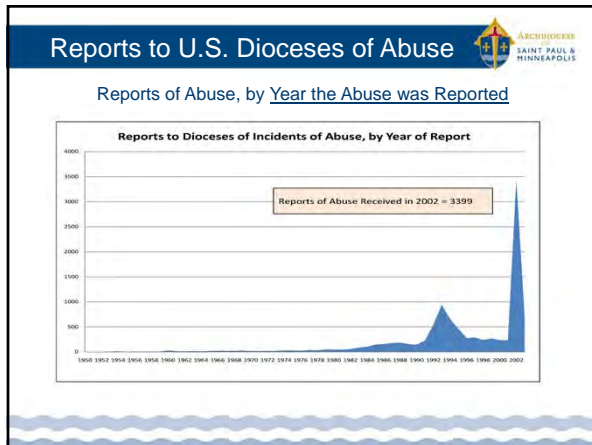


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Historical View: What Happened?

1. United States Conference of Catholic Bishops (USCCB) – 2002
 - Addressing sexual abuse of minors
 - *Charter for the Protection of Children and Young People* ("Dallas Charter")
2. Safe Environment and Ministerial Standards Task Force – 2014
 - Consolidate under one director
 - Victim services
 - Review boards
 - Record keeping/auditing
 - Seminary formation and education
 - Enhanced Essential Three





Praise the Lord and pass the ammunition

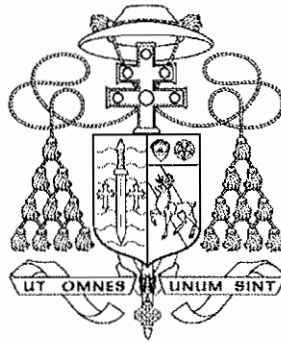
- Chaplain Howell Forgy, Dec. 7, 1941,
 Aboard the USS New Orleans,
 Pearl Harbor

Thank you!

Timothy O'Malley

Director of Ministerial Standards
 and Safe Environment

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 (651) 290-1618



ARCHDIOCESE OF SAINT PAUL AND MINNEAPOLIS

CLERGY BULLETIN

December 7, 2011

2nd Revision

**MINIMUM AND MAXIMUM LIMITS FOR FINANCIAL ADMINISTRATION INCLUDING
CORPORATE ACTION**

Reverend and dear Fathers,

On March 31, 2010, new USCCB complementary legislation regarding canon 1292 §1 of the *Code of Canon Law* came into effect. This legislation establishes the new minimum and maximum limits for alienation of property and other notable transactions by public juridic persons subject to the local bishop, which includes parishes, schools, and other institutions. A copy of the decree of promulgation is attached.

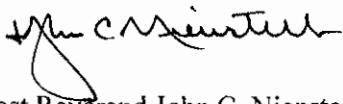
As a result of the promulgation of this legislation, I have determined that changes are necessary to Archdiocesan particular law as it relates to alienation of property and other important transactions by parishes and other institutions. Prior to this time, parishes and institutions were required to seek a proxy for civil corporate action when the financial amount of a transaction was in excess of \$30,000. In order to bring this amount into harmony with the new complementary norms, I am lowering that amount to \$25,000, effective immediately.

Therefore, effective immediately, financial transactions by parishes, schools, and institutions which are in excess of \$25,000 are no longer considered acts of ordinary administration, and consequently prior to completing such transactions the consent of the Archbishop must be sought and received. In addition, for alienation of property worth more than \$25,000 as well as other transactions which, according to the norm of the law, can worsen the patrimonial condition of the parish, school, or institution to a corresponding amount¹, the consent of the Archbishop as well as the Archdiocesan Finance Council and the College of Consultors is required.


Transactions which could worsen the patrimonial condition of the juridic person may include initiating a program of financing by the issuance of instruments such as bonds, mortgages or incurring other debt. It may also include the transfer of rights such as easements, liens and options. In this Archdiocese it also includes resolving an individual or aggregate claim(s) by financial settlement in excess of \$25,000.

Transactions which require the consent of the Archbishop will normally require a proxy for civil corporate action. In cases involving the alienation of property or other transactions which can worsen the patrimonial condition of the public juridic person, additional information will be required and parishes, schools, and other institutions should contact the Chancery prior to presenting the request for approval to determine what documentation will be sufficient for those purposes. Every effort will be made to return a timely response to the request. However, parishes, schools, and other institutions should be aware that the required consultations may take several weeks to complete.

Given at Saint Paul, Minnesota, this 7th day of December, in the year of Our Lord 2011. All things to the contrary notwithstanding.

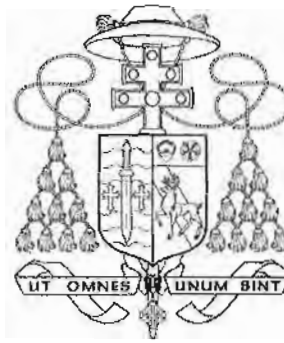


The Most Reverend John C. Nienstedt
Archbishop of Saint Paul and Minneapolis



Jennifer Haselberger
Chancellor for Canonical Affairs

ⁱ The complementary legislation establishes as the minimum limit \$25,000 or 10% of the prior year's ordinary annual income. However, for the purpose of clarity, the particular law in this Archdiocese caps acts of ordinary administration at \$25,000, and also requires a proxy for any transaction in excess of \$25,000. Therefore, the 10% criteria is not applicable.



ARCHDIOCESE OF SAINT PAUL AND MINNEAPOLIS
CLERGY BULLETIN

May 4, 2011

Volume VII, No. 16, Revised

PARISH ADMINISTRATION

Reverend and dear Fathers and Deacons,

The following Clergy Bulletin with background information and guidelines was prepared by my predecessor, the Most Reverend John R. Roach, to assist parish corporations with their operations. The major portion of the Bulletin responds to questions which are frequently raised by pastors, parish councils, finance committees, parish secretaries and others concerned with parish administration. I know that in the past you have found it helpful, and I believe you will find that this revised version remains an important aid in the ongoing administration of parishes and parish clusters in this Archdiocese.

In addition to this Clergy Bulletin, I remind pastors and other parish administrators to review and remain attentive to the provisions of the laws of the State of Minnesota, canon law, and the Clergy Bulletin on the Minimum and Maximum Amounts for Financial Administration, issued on April 6, 2010.

Given at Saint Paul, Minnesota, this 4th day of May, in the year of Our Lord 2011. All things to the contrary notwithstanding.

A handwritten signature in black ink, appearing to read "John C. Nienstedt".

The Most Reverend John C. Nienstedt
Archbishop of Saint Paul and Minneapolis

A handwritten signature in black ink, appearing to read "Jennifer Haselberger".

Jennifer Haselberger
Chancellor for Canonical Affairs

PART 1 CORPORATE STRUCTURE OF PARISH UNDER MINNESOTA LAW

Minnesota Statutes, Section 315.15, governs the formation of a parish corporation. The Bishop (or Archbishop) associates himself with his Vicar General, the Pastor of the parish and two lay members designated by the Bishop, the Vicar General, and the pastor, or a majority of them, to form the corporation by signing and filing a Certificate of Incorporation (Articles of Incorporation) with the Secretary of State of the State of Minnesota, and recording a copy thereof with the County Recorder of the county of its location.

These five persons constitute the corporation and, according to the Certificate of Incorporation, have power to transact all business of the corporation. The two lay members of the corporation serve for two year terms and their successors are selected by the Bishop, the Vicar General and the Pastor, or a majority of them. The Bishop, by reason of his office, is President, and the Pastor of the parish, by reason of his office, is Vice President of the corporation. The Secretary and Treasurer of the corporation are chosen from the members of the corporation and are usually the two lay members of the corporation.

The Certificate of Incorporation and the Bylaws adopted by the parish corporation provide for the five members of the corporation to constitute the Board of Directors.

All of the parish corporations have basically the same form of official governing documents, namely; Certificate of Incorporation (Articles of Incorporation) and Bylaws

The conduct of the parish corporation business must always be in accordance with the Certificate of Incorporation (Articles of Incorporation) and the Bylaws.

1. CERTIFICATE OF INCORPORATION

The Certificate of Incorporation is the primary governing document and is filed with the Secretary of State of the State of Minnesota and is recorded in the office of the County Recorder (Register of Deeds) of the county in which the parish is located. In some instances, this document is entitled "Articles of Incorporation," depending upon the year in which the parish corporation was formed; but the document serves the same purpose, whether it is entitled "Articles" or "Certificate." Among other important provisions, the Certificate of Incorporation (Articles of Incorporation) provides that:

- A. No real estate belonging to the corporation can be sold, mortgaged, encumbered, or disposed of in any way without the consent of all the members of the corporation.
- B. There are debt limitations established beyond which the consent of the President is required, and additional limitations beyond which the consent of all the members of the corporation is required.
- C. The adoption or amendment of the Certificate of Incorporation (Articles of

Incorporation) and the Bylaws requires the unanimous vote of all members of the corporation.

2. BYLAWS

The Bylaws are a formal set of rules adopted by all the members of the corporation for the purpose of administering the business affairs of the corporation. The Bylaws are not filed or recorded in any official civil office, but are kept in the official Minute Book of the parish corporation. The Bylaws are subject to the provisions in the Certificate of Incorporation (Articles of Incorporation) and cannot be contrary thereto.

3. BOARD OF DIRECTORS OF THE PARISH CORPORATION

The members of the corporation constitute the Board of Directors:

- a. Archbishop
- b. Vicar General
- c. Pastor
- d. Two Lay Members from the parish (Trustees)

4. OFFICERS OF THE CORPORATION

- a. President – Archbishop
- b. Vice President – Pastor
- c. Secretary – Lay Member
- d. Treasurer – Lay Member

5. APPOINTMENT OF LAY MEMBERS OF THE CORPORATION

While the Archbishop, Vicar General and the Pastor hold their membership ex officio, the lay members of the corporation are elected to membership by the Archbishop, Vicar General and the Pastor.

In practice, the Pastor submits the names of two lay members (sometimes referred to as “trustees”) belonging to the parish to the Archbishop and Vicar General requesting their votes for selection. The term of each lay member is for two years, or until a successor is elected. Before making a recommendation to the Archbishop and Vicar General, the Pastor may choose to consult with the Parish Council or the parish membership. Upon approval of the names, a formal proxy will be executed by the Archbishop and Vicar General authorizing him to cast the votes of the Archbishop and Vicar General at the meeting of the members of the corporation at which the election takes place. When the proxy is received from the Chancery, it shall be placed in the Minute Book of the parish corporation.

Lay Members/Trustees should not be employees of the parish. They should be parishioners of the parish who reside within the territory of the Archdiocese of Saint Paul and Minneapolis.

6. MEETING OF BOARD OF DIRECTORS

The Board of Directors must meet at least annually according to the Bylaws.

7. USE OF PROXIES FOR CORPORATE ACTION

A proxy is a written document executed by the Archbishop and Vicar General, as members of the corporation, to be used at a meeting which they are unable to attend, giving authority to the Pastor, a member of the corporation, to cast their votes in favor of a specific corporate resolution stated in the proxy. The Pastor will conduct the corporate meeting with the two lay members in attendance. **The action taken must be recorded in the Minutes of the Record Book of the corporation.** Care should be taken that all proper resolutions and proxies are duly recorded so that all actions of the parish corporation are readily at hand for reference. All requests for proxies are to be sent over the signature of the Pastor. Since parish corporations are incorporated under the laws of the State of Minnesota, care must be taken that the above requirements for legal corporate actions are observed.

Proxies are required for the following:

- Purchase of personal property of \$25,000 or more
- Purchase of real property for any amount
- Sale of real property for any amount
- Leases and agreements for the use of any parish property for a term beyond one year
- Contracts for Deed
- Demolition, annexation, transfer, and/or rezoning of property
- Temporary or permanent easements of parish property
- New building, renovation, or restoration projects
- Any significant change to worship spaces that are connected to the celebration of the sacraments, including, but not limited to, the altar, the tabernacle, the baptistery, the crucifix, or the orientation of the sanctuary.
- Establishing cemeteries, columbaria, or engaging in feasibility studies therein
- Larger maintenance projects of \$25,000 or more
- Construction change orders which increase costs by \$5,000 or more
- Loans or mortgages from lending institutions
- Lines of credit from lending institutions
- Consolidation of loans or refinancing
- Revision of mortgages, loans, lines of credit
- Contracting planners for building expansion
- Contracting with architects for renovation or building projects
- Contracted fundraising consultants for anticipated building projects
- Engaging in feasibility studies for new building projects, building expansion, or renovation
- Initiating a capital fund campaign where the total projected annual expenses exceed \$25,000
- Establishing endowments
- Changes in the corporation articles or by-laws

PART II REQUIREMENTS CONCERNING PROPERTIES AND OTHER MATTERS

Since the middle of the fourth century, the Church has claimed the right to acquire temporal goods and property in order to accomplish the goals set forth by Christ's teaching and the Church's own directives. In order that divine worship may be celebrated, works of charity may take place and there may be some provision for the support of the clergy, these goods and properties must be administered in a sound and orderly way. Therefore, the following norms are implemented in the Archdiocese of Saint Paul and Minneapolis to accomplish that end.

1. DEFINITIONS OF DEEDS, ABSTRACTS, AND CERTIFICATES OF TITLE

- A. Deed** is the signed and usually sealed legal instrument attesting to the rightful ownership of real property, i.e., land and buildings. It cites the name of the owner along with a legal description of the property and any encumbrances that may impinge on the property. Deeds should be recorded and always be in safekeeping.
- B. Abstract of Title**, prepared by an official county abstractor, is a summary statement of the successive conveyances and other facts upon which title to a parcel of land rests. Abstracts should always be in safekeeping.
- C. Certificate of Title**. If the property is registered there will not be an Abstract but an "Owner's Duplicate Certificate of Title" issued by the Register of Titles in the county where the property is located. This Certificate should always be in safekeeping.
- D. Assessments**. A sum levied by a government body on property to defray proportional share of costs for improvements to property, e.g., curbing, sewer and water, etc.

2. SALE OR PURCHASE OF REAL ESTATE

When applying for the required proxy, the request should contain the following:

- A.** The legal description of the property.
- B.** The name of the buyer, or the name of party from whom the purchase is made. If husband and wife, so state; if it is a corporation, give correct corporate title.
- C.** The purchase price, or sale price.
- D.** A full copy of at least one appraisal of the property, along with another document attesting to the stated value.
- E.** In the event of a sale, a statement that the parish sees no use for the property in the foreseeable future; or, in the event of purchase, a statement of the contemplated usage of the property.

- F. Evidence of review of purchase documents by competent counsel including consideration of environmental matters and title defects.
- G. Evidence of review of acquired property by local service office of the General Insurance Program of the Archdiocese, including coverage under the program.
- H. Transfer documents should restrict future use of the property in compliance with the doctrine of the Roman Catholic Church. It is advised that purchase and listing agreements include the terminology found in the document 'Considerations When Drafting Listing Agreements'.

3. SALE OR PURCHASE OF PERSONAL PROPERTY

"Personal Property" as opposed to "real property" (land and buildings), includes furniture, equipment, machinery, vehicles, clothing, personal effects, stock certificates, bonds, other evidences of investment, and other tangible objects.

A sale or purchase of personal property normally involves the execution, delivery and receipt of a written instrument of transfer, such as a bill of sale, and may also involve delivery and receipt of a written evidence of ownership, such as a title card, stock certificate, bond or other formal document. If the sale or purchase also involves a "time payment" arrangement, the execution and filing of a security instrument may be involved, for the protection of the party to whom the payments are due.

A major purchase or sale of personal property should be approved by a resolution of the Board of Directors of the parish corporation. When the value of the property is over \$25,000, the College of Consultors and the Archdiocesan Finance Council must also give their consent. The required request for proxy and canonical approval should state the terms of the purchase or sale, including any financing terms, as well as a description of the property and parties involved.

4. EASEMENTS

An **easement** reflects an interest in land owned by another that entitles its holder to a specific use or enjoyment, e.g., sewer line through property, roadway purposes, utilities, etc, and may be of temporary or permanent nature

When applying for the required proxy to grant an easement, the request should include the requirements for sale or purchase of real estate listed in Part II, Section 2.

5. LEASE OR RENTAL AGREEMENT

A **lease or rental agreement** is a contract which grants the right to use real estate for a term of time, i.e., months or years, for a specific purpose and a specific financial consideration or rent.

Care must be exercised in the rental of property so as to avoid an obligation to pay what is described as an Unrelated Business Income Tax to the federal government. Typically, , rental income for parishes is exempt from income taxes. However, under certain circumstances, (so-called “debt financed income” as defined by IRS regulations) a parish can be liable for the Unrelated Business Income Tax in the rental of its property. Also, the rental of property can expose the parish to property taxes for that property.

Because of complexities involved in these items, it is recommended an attorney approve all rental agreements before they are executed.

The valid leasing of property owned by a parish requires the canonical consent of the Archbishop when the market value of the goods to be leased exceeds \$100,000 or the lease is to be for 1 year or longer. The consent of the Holy See is required when the value of the property exceeds \$5,000,000.

When applying for the required proxy and canonical approval to execute a lease or rental agreement, the request should include:

- a. The legal description of the property affected by the lease or agreement, including a recent appraisal
- b. The name of the lessee.
- c. The terms, i.e., length of time and financial consideration.
- d. Proposed usage of the property by lessee, recognition of the restrictions on use or purpose in compliance with the doctrine of the Roman Catholic Church.
- e. Statement of how lease might affect the usage of the remaining parish property.

6. MORTGAGE OF REAL PROPERTY

A mortgage of real property is security for a debt which becomes void upon payment or performance according to stipulated terms. Generally, mortgages are treated as equivalent to alienations under canon law, as a mortgage of real property could jeopardize the patrimony of the parish. The required request for a proxy and canonical approval for executing such a mortgage should include:

- a. Exact legal description of the real estate to be mortgaged and the description of the improvements on the property, e.g., the school, church, etc, including a recent appraisal
- b. The terms of the mortgage.
- c. The name of the mortgagee, i.e., bank, lending institution, etc.
- d. Evidence that the parish has the means to satisfy the mortgage terms including debt service.

7. INSURANCE

All parish properties are insured under the General Insurance Program of the Archdiocese. Reports of damage or loss should be made immediately to the local service office.

8. REAL ESTATE TAX EXEMPTION

Under the Minnesota Constitution and supporting statutes, churches, church property, schools and institutions of purely public charity are exempt from property taxes. (There is no exemption from assessments for local improvements.) The tax exemption is available so long as the property is used solely for religious, educational or charitable purpose and, provided, for certain of this property, a specified form describing the property claimed to be exempt, is filed every three years, on or before February 1, with the County Assessor of the county in which the property is located. (This form is entitled Application for Property Tax Exemption and is available through the County Assessor's Office). Do NOT file as an institution of purely public charity.

No filing of the form is required to preserve the exemption for the church and school. However, for rectories, convents, cemeteries or other property not a church or school, such filing is mandatory in the year such use is first made of this property and every three years thereafter.

Since frequently all or most of these parish facilities are intermingled on a single tract, it is suggested all parish properties be reported so as to simplify the reporting and avoid omissions.

Property not used for religious, educational or charitable purposes by the parish or a tenant is not exempt from taxes and should not be included in the filing.

It is essential this form be timely filed with the Assessor to preserve the tax exemption.

If assistance is needed to complete this form, call the Chancery.

9. SERVICE CONTRACTS

A Service Contract is an agreement or contract between the parish corporation and another corporation, individual or other entity (contractor) wherein the contractor agrees to perform certain prescribed services, within a prescribed time period, in return for a specific price. Examples of the kinds of services which might be the subject of such a contract or agreement are the maintenance or repair of buildings, grounds, equipment or machinery; fund raising and investment services; and legal, accounting, engineering or appraisal services

Any service contract should be reviewed by the local service office for insurance compliance and limitation of liability. Significant service contracts should be reviewed by competent legal counsel. If a proxy is required, the proxy request should include the same information as found in Part II, Number 5 on listing and rental agreements.

10. CEMETERIES AND COLUMBARIA

Parish owned cemeteries should always be properly maintained to reflect respect for our honored dead. Monuments should be in good repair and the grass mowed.

- a. Each cemetery should be dedicated. Minnesota Statutes, Chapter 307.01, requires all cemeteries owned by religious corporations shall be surveyed and a plat thereof made by the surveyor; further, the law specifies this plat is to be filed with the County Recorder of the county in which the cemetery is located. (This procedure is sometimes described as the "civil dedication" of a cemetery.) The language of the statute makes the preparation and filing of this plat mandatory. In addition, the filing

is necessary to preserve the exemption enjoyed by religious cemeteries from assessments for local improvements such as abutting public road, water and sewer installations.

- b. If not already completed, it is recommended an attorney be engaged to arrange for this platting and filing to be certain the details of this law are satisfied.
- c. It is recommended that each parish have its own set of rules and regulations for its cemetery.
- d. The record of burials in the cemetery must be accurate and up to date and a plat for the entire cemetery should be available for inspection.
- e. Cemetery funds should not be commingled with other parish funds; these should be described and reported on the Annual Parish Financial Report to the Chancery. If cemetery funds are borrowed by the parish, the transaction should be evidenced by a promissory note with a stipulated rate of interest.
- f. While the cemetery may have its own board or committee for its operation, all properties and funds belong to the parish corporation. The Pastor must always be a member of the cemetery board or committee.
- g. Before interments are made, burial permits must be obtained from the State; these are usually delivered by the funeral director.

PART III ADMINISTRATION AND FINANCES

1. UNIFORM ACCOUNTING SYSTEM

To facilitate uniform accounting practices in the parishes of the Archdiocese, a Chart of Accounts was established in 2008. These charts look not only to an accounting system for the parish but also to the Annual Parish Financial Report which is required by the Chancery. While the chart will allow for certain adaptations to fit the local parish situations, we ask that it be followed in keeping the financial accounts and preparing reports.

2. FINANCIAL REPORTS TO CHANCERY AND PARISHIONERS

By Church law, Pastors are required to make periodic reports of the parish finances to the Archbishop. In this Archdiocese we ask that they be submitted to the Chancery within one hundred and twenty days after the close of the fiscal year. Reports must be completed in the format prescribed by the Chancery.

All financial assets, liabilities, revenues and expenses are to be listed in the report.

Likewise, each Pastor is required to give a complete financial report annually to the members of the parish in which a clear accounting of income and expenditures are listed.

3. Audits and Balance Sheet Reviews

Many parishes have complex financial situations, sometimes compounded when changes in personnel occur. To assist pastors, finance councils, other parish consultative groups, and the parish as a whole, a review of financial records and public reports by an independent accountant is required in all parishes every five years, or upon transfer of a pastor.

Waivers for this requirement will be granted when necessary, e.g., appointment of a new pastor shortly after completion of the five year audit. In parishes with annual operating budgets under \$1,000,000, an uncertified review with accompanying management letter is required. This review will include inquiry into and review of analytical procedures to provide auditors with reasonable basis for assessing financial statements. Auditors look for conformity with generally accepted account principles.

Certified audits are required in parishes with operating budgets of more than \$1,000,000. This type of audit also examines financial statements in accordance with generally accepted accounting standards. It includes the same steps as the review, but in addition evaluates internal accounting controls, test accounting records, and corroborates evidence through inspection, observation and other procedures. The objective is to provide auditors a reasonable basis upon which to express an opinion regarding the financial statements.

4. INVESTMENT POLICY

The Pastor, after consulting the Trustees and the Parish Council or its appropriate committee, may invest parish funds in safe and proper investments.

Investment transactions are those which convert money into income-producing forms of securities and property.

Bank deposit of funds at interest does not of itself constitute investment in its proper sense, but such bank deposits at interest will fall under the rules regarding investments:

- a. Invested capital elements which are placed in investment temporarily pending some other disposition, are not by the fact of being invested therefore made subject to the restrictions upon alienation.
- b. Investment is an act of extraordinary administration and is not to be performed by the administrator alone, but in conjunction with the required action of other persons as designated by law.
- c. The canonical prohibition against speculative practices in ecclesiastical affairs does not rule out the consideration of possible legitimate and conservative investments.
- d. Parish funds may be invested in:
 1. Accounts at banks, savings and loan associations (which have either a state or federal charter), and in the interparish loan fund at the Chancery. Consideration should be given to maximizing FDIC (or similar insurance).
 2. Any true obligation of the United States Government or any of its agencies.
 3. Common or preferred stock, debentures, bonds or notes of any corporation providing security is listed on a recognized national or regional exchange, or has a ready market made available by a national or regional broker/dealer. Exceptions to the aforementioned would be: debentures, bonds and notes must have a rating of not less than "A" by the national rating services..

4. **Agency accounts at the Catholic Community Foundation of the Archdiocese, invested in any of the available fund families.**
- e. **All investments must be made in the name of the parish corporation. Third party investments are never permitted.**
- f. **Pastors, Trustees and Parish Councils are cautioned to avoid any speculation with parish funds and to make certain that the funds are invested only in financial institutions with a sound history of safety and performance.**
- g. **All other investments, including money market funds, euro-dollars, etc., must have the permission of the Archbishop of the Archdiocese of Saint Paul and Minneapolis.**

5. CHECKING ACCOUNTS

Authorization to sign checks drawn on all parish and affiliate accounts will require the action of the majority of the Board members.

For good management, the number of those so authorized should be strictly limited. The Book of Minutes for the parish corporation should record the resolution with the names of those authorized to sign checks along with the name of the bank where the parish funds are deposited. For the sake of safety and good order, as little cash as possible should be kept on the parish premises.

Signatory authorization must recognize sound segregation of duties and other common internal measures including prohibiting signature by those processing the payment. Signatures by stamp should be controlled by the signer.

Pastors must be a signatory on all bank accounts including those for any organization that is a part of or affiliated with the parish corporation. Such organizations are determined by reliance on the parish for their tax-exempt status. Funds received by such organizations must be reported to the finance council and be included in the annual finance report to the Archdiocese.

6. SAVINGS INSTRUMENTS

Efficient management of parish cash dictates that no more than is needed to pay bills on time should be retained in the checking account. Until cash is needed, it should be invested in whatever savings instrument best suits the needs for cash. All such instruments should be insured.

7. VAULT OR SAFE

Each parish should have a fireproof file, vault or safe for the safekeeping of its official, financial, corporate and sacramental records, along with other parish valuables.

8. FUNDS RAISED BY PARISH SOCIETIES

Funds collected by parish societies are to be considered property of the parish corporation.

9. INTER-PARISH LOAN FUND

This fund, established at the Chancery, is funded by parishes which presently have cash in excess of their needs and are willing to deposit them for the use of other parishes at an advantageous interest rate. The interest rate varies to reflect market conditions.

10. DIOCESAN COLLECTIONS

All proceeds should be forwarded to the Chancery immediately after the collection is taken. Make checks payable to "Archdiocese of Saint Paul and Minneapolis" and indicate for which collection the amount has been forwarded.

11. SALES TAX AND USE TAX

The Minnesota Sales and Use Tax is charged to purchasers of most tangible objects and some services. The seller must collect the tax and remit it to the State Department of Revenue. The parish is exempt from paying this tax on all articles or taxable services which it purchases provided the use of such items is for the religious, educational, or charitable functions of the parish. However, to qualify for such exemption the parish must obtain from the state a Certificate of Exemption for display to sellers so as to validly relieve the seller of the obligation to collect the tax. Certificates of Exemption are secured by contacting the Minnesota Department of Revenue, Sales and Use Tax Division. Notable exceptions to the exemption are purchases of motor vehicles, trash hauling, prepared foods and lodging.

In turn, while the goods and services which the parish occasionally sells to others at bazaars, festivals, picnics, rummage sales and similar events are not taxable, should the parish endeavor to engage in the selling of goods and services beyond these isolated and occasional instances (e.g., a weekly or monthly bingo game), it may incur the obligation to collect and remit sales taxes to the state. If such endeavors are contemplated, they should first be reviewed with the Chancery for study and approval.

12. EMPLOYERS IDENTIFICATION NUMBERS

As employers, parishes are required to obtain Employer Identification Numbers from both the federal and state governments. These numbers are necessary for proper identification of the parish on the variety of forms required to be sent to the Internal Revenue Service, Social Security Administration and the Minnesota Department of Revenue as they relate to the withholding of income taxes, social security taxes and, where applicable, unemployment compensation payments and sales tax payments.

Direct all inquiries regarding Federal Identification Numbers to the Internal Revenue Office, (phone: 800-829-4933); and for the State Identification Number contact the State of Minnesota (phone: 651-282-5225 or 800-657-3605).

13. GAMBLING, BINGO, AND REQUIRED LICENSES

While betting and gambling on games of chance and skill might be permitted at parish social events, the necessary permits and permissions must be received, in advance, from the proper civil authority. The requirements of local and state law must be carefully followed.

PART IV PARISH CONSTRUCTION PROJECTS

Whether the project be one of a capital improvement, major repair or new construction, a proxy for all proposed projects should be received prior to any contractual commitments. Some projects will only require a proxy; other projects will need the review and approval of the Archdiocesan Building Commission.

1. MAJOR REPAIRS AND IMPROVEMENTS

Example: Installation of new windows, roof replacement, redecoration of worship space, purchase of organ, etc.

As referenced in Part I, Number 7, a proxy will be required. Points of absolute concern will be the objective of the project, the suitability of recognition of or modification to liturgical features and impact on the financial health of the parish. When the proxy is requested, the following should accompany the request:

- a. A description of the project.
- b. Cost of project.
- c. Name of architect, when applicable, and contractor.
- d. Program for financing the project.

To demonstrate the capacity of the parish to finance the project, 50% of the project cost must be available in cash and the remainder covered by pledges of support. The pledges of support and operating surpluses of the parish must be adequate to comfortably service debt financing. This requirement must be met prior to the start of the project.

When the project includes redecoration or renovation of a worship space, approval will need to be received from the Archdiocesan Building Commission before a proxy is issued.

2. EXPANSION PROJECTS

Planning for the construction of new buildings or additions to existing structures will require prior consultation with the Vicar General.

After reviewing the proposal along with the initial plans for financing the project, he will consult with the Archbishop before permission is given to proceed with formal planning. At that time, the Vicar General will outline for the Pastor the required information for presentation to the Archdiocesan Building Commission. A guide for expansion construction projects is available from the Chancery but generally includes the following provisions. The funding requirements are at least as stringent as those for major repairs and improvements.

- a. A satisfactory proposal will be required for financing the project.
- b. Evidence of support from the parish community, either through its Parish Council or other representation, will be required.
- c. The parish will be asked to demonstrate the need of construction and how it relates to the overall physical and program needs of the parish.

Architectural planning

- a. **The Pastor, along with his trustees, will be authorized to engage the services of a registered architect to prepare preliminary plans along with cost estimates. The Parish Council should be involved in the planning.**
- b. **After these preliminary plans are approved by the Archdiocesan Building Commission, the Pastor will be authorized to proceed with the working drawings and firm cost estimates for final presentation and approval by the Commission.**

Contractors

- a. **After final approval has been given by the Archdiocesan Building Commission, bids may be solicited from reputable contractors and the award should normally go to the lowest responsible bidder. It is recognized that other issues may be involved.**
- b. **If the bids are in excess of 10% of the final estimates, the Pastor will be required to refer the project back to the Archdiocesan Building Commission for further study.**
- c. **All contractors will be required to post bond and be responsible to secure lien waivers from all subcontractors.**
- d. **Payments to contractors should be made only after billings are approved by the architect.**

ARCHDIOCESE OF SAINT PAUL AND MINNEAPOLIS**CLERGY BULLETIN**

February 18, 2015

Reverend and Dear Fathers,

Enclosed is the Salary Schedule for Diocesan Priests for the fiscal year beginning **July 1, 2015**. The base pay contemplates a self-employment tax allowance (SECA), a base auto expense allowance and compensation for services, all combined as a single amount called Regular Salary.

The Regular Salary for a priest in 2015-2016 will be **\$31,379** (up from \$30,854 in 2014-2015) plus an increment of **\$258** for each year of ordination.

Additionally, the annual increment will be increased by the full Consumer Price Index (CPI) as measured for the last calendar year. For 2014 that was 1.70%.

The following is a recap of the salary schedule with examples:

	2014 - 2015	2015 - 2016
Regular Salary (newly ordained)	\$30,854	\$31,379
Increment	254	258

Examples:

10 year priest	\$ 31,379 Regular Salary + \$ 2,580 increment = \$ 33,959
20 year priest	\$ 31,379 Regular Salary + \$ 5,160 increment = \$ 36,539
30 year priest	\$ 31,379 Regular Salary + \$ 7,740 increment = \$ 39,119

Any deviation from this schedule must be approved by all directors of the parish corporation in writing before any such deviation is implemented.

The Regular Salary and ordination increment are taxable income subject to income tax. Salary is to be paid through payroll and reported as income on IRS Form W-2 by the parish or institution paying the priest. By law, the parish or institution employing the priest cannot withhold FICA as they do for lay employees. Inclusion of the SECA allowance as part of the Regular Salary recognizes the fact that priests must pay self-employment taxes and this allowance is to assist them in paying this liability. This is due to your unique employment status by the Internal Revenue Service and Social Security Administration.

Priests who are retired and continue to work must pay self-employment tax on their work-generated earnings. An additional 15% should be added to any earnings that are paid to the retired priests for their services (although the Archdiocese does suggest \$158 as a base for weekend help [see enclosed detail], often this amount is negotiated with the parishes). The additional 15% is to be applied only to retired priests who are compensated for their services. It does not apply to priests who remain active. Retired priests should also be paid mileage for their roundtrip travel to the parish that they are serving.

Sincerely Yours in Christ,



The Most Reverend John C. Nienstedt
Archbishop of Saint Paul and Minneapolis

SALARY SCHEDULE FOR DIOCESAN PRIESTS

EFFECTIVE JULY 1, 2015

I. ORDINARY INCOME

PARISH PRIESTS

Regular Salary

The Regular Salary is \$31,379 annually, plus a \$258 increment per year of ordination. This entire amount is taxable income and reported on IRS Form W-2.

For those who drive more than 10,000 miles per year, the employer will reimburse the priest at 57.5 cents per business mile over a base of 10,000 miles.

TOTAL OF ORDINARY INCOME

Regular Salary	\$31,379
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Priests with multiple assignments by the Archbishop have their salary prorated among the assignments.

PRIESTS SERVING IN BUREAUS OR INSTITUTIONS

Regular Salary

The Regular Salary is \$23,163 annually, plus a \$258 increment per year of ordination. This entire amount is taxable income and reported on IRS Form W-2.

For those who drive more than 10,000 miles per year, the employer for whom the excess mileage was incurred will reimburse the priest at 57.5 cents per business mile over a base of 10,000 miles.

Weekend Pay / Expense Allowance

Priests on weekend assignments will be paid \$158 per weekend (presumes assistance on Saturday evenings and Sunday), thus giving a potential of \$8,216 per year. Reimbursement should be prorated if more than three Masses a weekend are celebrated.

TOTAL OF ORDINARY INCOME

Regular Salary	\$23,163
Weekends	8,216
TOTAL	\$31,379

Priests who do not assist in parishes on weekends due to their assigned duties in an institution or bureau (e.g., instructors, spiritual directors, chaplains, etc.) are to be compensated by their bureau or institution at a rate no less than that paid for weekend assignment. Likewise, the bureau or institution will reimburse the priest while he is on vacation, which allows for one month away from ministry.

Priests with multiple assignments by the Archbishop have their salary prorated among the assignments.

II. DISPOSITION OF MASS STIPENDS AND STOLE FEES

PARISH PRIESTS

- A. Stole Fees:**
Become the property of the parish.
- B. Mass Stipends:**
There is a uniform Mass stipend of \$7.00. Mass stipends become the property of the parish treasury.

PRIESTS SERVING IN BUREAUS OR INSTITUTIONS

- A. Stole Fees:**
Become the property of the parish.
- B. Mass Stipends:**
Mass stipends become the property of the institution.

III. OTHER BENEFITS

PARISH PRIESTS

- A. Professional Expenses**
Institutes, seminars, workshops, etc., will be paid by parish. These professional expenses shall be \$990 per priest per year of which \$260 per priest at the parish is to be contributed to the Sabbatical Fund and sent to the Archdiocese each year.
- Annual Retreat Fees** are to be paid by the parish, over and above Professional Expenses.
- B. Medical/Dental and Retirement Benefits**
Medical, dental, and retirement are paid by the parish, institution, or bureau to which the priest is officially assigned. The benefits will be provided by the Archdiocesan group plan for priests.
- C. Living Maintenance**
Food, laundry, household help, etc., shall be provided by the parish.
- D. Housing Allowance**
If the pastor or other priest serving the parish resides in the parish rectory, no housing allowance should be provided to them. If the priests serving the parish do not reside in the parish rectory, they should be provided with a monthly housing allowance in the amount of \$1,000. In no event should housing costs be substituted for additional salary for a priest.

PRIESTS SERVING IN BUREAUS OR INSTITUTIONS

- A. Professional Expenses**
Institutions and bureaus will continue their own policy regarding expenses for institutes, seminars, and workshops. However, \$260 per priest is to be contributed by the organization to the Sabbatical Fund and sent to the Archdiocese each year.
- B. Medical / Dental and Retirement Benefits**
Medical, dental, and retirement are paid by the parish, institution, or bureau to which the priest is officially assigned. The benefits will be provided by the Archdiocesan group plan for priests.
- C. Living Maintenance**
Special arrangements will be made in the case of a priest assigned to work in a bureau or institution, but who lives in a parish rectory.

IV. COMPENSATION FOR RETIRED PRIESTS

The Archdiocese suggests that these matters be negotiated between the priest and the parish. However, we have included a schedule of suggested compensation for retired priests for your use. For those priests who are retired and receive compensation for weekend and other services, an additional 15% should be added to any earnings that are paid to the retired priest to offset their self-employment tax, which they are obligated to pay. These retired priests should also be paid mileage for their roundtrip travel to the parish that they are serving. The stipend, mileage and additional pay for self-employment offset also apply to Reconciliation services.

Suggested Stipend

\$158 per weekend – this presumes assistance on Saturday and Sunday.
\$ 33 per week day

Mileage Costs

57.5 cents per mile

Parish Mass Intentions

\$7.00 per parish Mass intention. Note: Many retired priests prefer to use their own Mass intentions.

EXAMPLE OF COMPENSATION FOR RETIRED PRIESTS

	<i>Weekend</i>	<i>Weekday</i>
Stipend	\$ 158.00	\$ 33.00
Mileage (using 30 miles)	17.25	17.25
Self-Employment tax	23.70	4.95
Mass intention	7.00	7.00
TOTAL	\$ 205.95	\$62.20

NOTE: Review continues under the direction of the Presbyteral Council as to living maintenance, including housing, compensation for priests serving in non-parish situations, and stipends for weekend services.

Exhibit

4



SALARY SCHEDULE FOR PRIESTS 2016-2017

January 29, 2016

Reverend and Dear Fathers,

Enclosed is the Salary Schedule for Priests serving in the Archdiocese for the fiscal year beginning July 1, 2016. The base pay contemplates a self-employment tax allowance (SECA), a base auto expense allowance and compensation for services, all combined as a single amount called Regular Salary.

The Regular Salary for a priest in 2016-2017 will be \$32,320 (up from \$31,379 in 2015-2016) plus an increment of \$266 for each year of ordination.

The Regular Salary and annual increment will increase at a minimum of 3% annually for the foreseeable future or until the Consumer Price Index (CPI) exceeds 3%. This will allow you to better plan beyond the next fiscal year.

The following is a recap of the salary schedule with examples:

	2015 - 2016	2016 - 2017
Regular Salary (newly ordained)	\$31,379	\$32,320
Increment	258	266

Examples:

- 10 year priest \$ 32,320 Regular Salary + \$ 2,660 increment = \$ 34,980
- 20 year priest \$ 32,320 Regular Salary + \$ 5,320 increment = \$ 37,640
- 30 year priest \$ 32,320 Regular Salary + \$ 7,980 increment = \$ 40,300

Any deviation from this policy must be approved by all trustees/directors of the parish corporation, including the Archbishop and Vicar General, in writing before any such deviation is implemented.

The Regular Salary and ordination increment are taxable income subject to income tax. Salary is to be paid through payroll and reported as income on IRS Form W-2 by the parish or institution paying the priest. By law, the parish or institution employing the priest cannot withhold FICA as they do for lay employees. Inclusion of the SECA allowance as part of the Regular Salary recognizes the fact that priests must pay self-employment taxes and this allowance is to assist them in paying this liability. This is due to your unique employment status by the Internal Revenue Service and Social Security Administration.

Priests who are retired and continue to work must pay self-employment tax on their work-generated earnings. An additional 15.3% should be added to any earnings that are paid to the retired priests for their services (although the Archdiocese does suggest \$163 as a base for weekend help, often this amount is negotiated with the parishes). The additional 15.3% is to be applied only to retired priests who are compensated for their services. It does not apply to priests who remain active. Retired priests should also be paid mileage for their roundtrip travel to the parish that they are serving.

Sincerely in Christ,

Most Reverend Bernard A. Hebda
Apostolic Administrator
Archdiocese of Saint Paul and Minneapolis

**SALARY SCHEDULE FOR PRIESTS SERVING IN THE ARCHDIOCESE OF SAINT PAUL
AND MINNEAPOLIS
EFFECTIVE JULY 1, 2016**

I. ORDINARY INCOME

PARISH PRIESTS

Regular Salary

The Regular Salary is \$32,320 annually, plus a \$266 increment per year of ordination. This entire amount is taxable income and reported on IRS Form W-2.

For priests who drive more than 10,000 miles per year, the parish will reimburse the priest at 54 cents per business mile over a base of 10,000 miles.

TOTAL OF ORDINARY INCOME

Regular Salary \$32,320

Priests with multiple assignments by the Archbishop have their salary prorated among the assignments.

PRIESTS SERVING IN BUREAUS OR INSTITUTIONS

Regular Salary

The Regular Salary is \$32,320 annually, plus a \$266 increment per year of ordination. This entire amount is taxable income and reported on IRS Form W-2.

For priests who drive more than 10,000 miles per year, the employer for whom the excess mileage was incurred will reimburse the priest at 54 cents per business mile over a base of 10,000 miles.

Weekend Pay / Expense Allowance

Priests on weekend assignments will be paid \$163 per weekend (presumes assistance on Saturday evenings and Sunday). Reimbursement should be prorated if more than three Masses a weekend are celebrated.

II. DISPOSITION OF MASS STIPENDS AND STOLE FEES

PARISH PRIESTS

**PRIESTS SERVING IN BUREAUS OR
INSTITUTIONS**

A. Stole Fees:

Become the property of the parish.

A. Stole Fees:

Become the property of the parish.

B. Mass Stipends:

There is a uniform Mass stipend of \$7.00. Mass stipends become the property of the parish treasury.

B. Mass Stipends:

There is a uniform Mass stipend of \$7.00. Mass stipends become the property of the institution.

III. OTHER BENEFITS

PARISH PRIESTS AND PRIESTS SERVING IN BUREAUS OR INSTITUTIONS

A. PROFESSIONAL EXPENSES

Parish Priests

Institutes, seminars, workshops, etc., will be paid by parish. These professional expenses shall not exceed **\$1,260 per priest per year** of which **\$500 per priest** at the parish is to be contributed to the Sabbatical Fund and sent to the Archdiocese each year. **Annual Retreat Fees** are to be paid by the parish, over and above Professional Expenses.

Priests Serving in Bureaus or Institutions

Institutions and bureaus will continue their own policies regarding expenses for institutes, seminars, and workshops. However, **\$500 per priest** is to be contributed by the organization to the Sabbatical Fund and sent to the Archdiocese each year.

B. MEDICAL/DENTAL AND RETIREMENT BENEFITS

Medical, dental, and retirement are paid by the parish, institution, or bureau to which the priest is officially assigned. The benefits will be provided by the Archdiocesan group plan for priests.

C. LIVING MAINTENANCE

Parish Priests

Food, laundry, household help, etc., shall be provided by the parish.

Priests Serving in Bureaus or Institutions

Special arrangements will be made in the case of a priest assigned to work in a bureau or institution, but who lives in a parish rectory.

D. HOUSING ALLOWANCE

If the pastor or other priest serving the parish resides in the parish rectory, no housing allowance shall be provided to them. If priests serving the parish or serving in a bureau or institution do not reside in the parish rectory, they should be provided with a monthly housing allowance of **\$1,000**. **In no event should housing costs be substituted for additional salary or expenses for a priest.**

IV. COMPENSATION FOR RETIRED PRIESTS

The Archdiocese suggests that these matters be negotiated between the priest and the parish. However, we have included a schedule of suggested compensation for retired priests for your use. For those priests who are retired and receive compensation for weekend and other services, an additional 15.3%

should be added to any earnings that are paid to the retired priest to offset their self-employment tax, which they are obligated to pay. These retired priests should also be paid mileage for their roundtrip travel to the parish that they are serving. The stipend, mileage and additional pay for self-employment offset also apply to Reconciliation services.

Suggested Stipend

\$163 per weekend – this presumes assistance on Saturday and Sunday.

\$ 34 per week day

Mileage Costs

54 cents per mile

Parish Mass Intentions

\$7.00 per parish Mass intention. Note: Many retired priests prefer to use their own Mass intentions.

EXAMPLE OF COMPENSATION FOR RETIRED PRIESTS

	<i>Weekend</i>	<i>Weekday</i>
Stipend	\$ 163.00	\$ 34.00
Mileage (using 30 miles)	16.20	16.20
Self-Employment tax	24.94	5.20
Mass intention	7.00	7.00
TOTAL	\$ 211.14	\$62.40

V. RESTRICTIONS ON DEVIATIONS FROM PAYMENT PROVISIONS

Any deviation from the above schedules must be approved by all trustees/directors of the parish corporation, including the Archbishop and Vicar General, in writing, before any such deviation is implemented.

Exhibit 5

ARCHDIOCESE SAINT PAUL AND MINNEAPOLIS

CLERGY BULLETIN

August 7, 1989

Volume XV, Number 2

VACATIONS

Reverend and dear Fathers,

The priests of this Archdiocese are dedicated, and serious about ministry and service to people. Effective ministry takes real effort and planning, and it also requires time for relaxation and physical refreshment.

The Revised Code of Canon Law allows priests to have a month of vacation. (cc.533.2; 533.3) I want to make that the official policy of this Archdiocese. Therefore, you are entitled to a month's paid vacation taken at your discretion during the calendar year.

Certain safeguards need to be considered in arranging vacations. The spiritual needs of the faithful must be taken care of during your absence. The Chancery should be informed as to who is caring for the parish in your absence.

When there are two or more priests in a parish, they should coordinate their vacation plans. In a single priest parish every effort should be made to find a substitute priest. When outside help cannot be found I ask priests of neighboring parishes to assist one another in caring for their parishes so that each priest can arrange vacation time.

Before vacationing you may want to obtain an official I.D. card and a celebret. These are available from the Chancery. A small photo for identification is needed to obtain these. While away, I urge you to let somebody at the parish know where you can be reached in case of an emergency. Priests who have made a contractual agreement with a school or some other institution must, of course, abide by the vacation terms of their contract.

Sincerely yours in Christ,

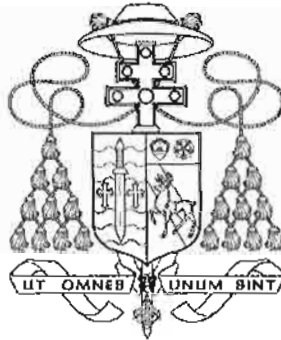
/S/

**Most Reverend John R. Roach, D.D.
Archbishop of Saint Paul and Minneapolis**

/S/

**Vincent Champine OP
Notary**

Exhibit 6



ARCHDIOCESE OF SAINT PAUL AND MINNEAPOLIS
CLERGY BULLETIN

February 9, 2012

Volume XI, Number 11, Revised

PRIEST SABBATICAL POLICY

Reverend and dear Fathers,

In 1986, my predecessor, the Most Reverend John R. Roach, issued a revised policy on sabbaticals for priests. While many priests continue to take advantage of the opportunity for sabbatical, changes in the organization of the Curia and the types of sabbatical programs available have meant that a revision of the policy is needed.

It is my hope that this policy will continue to assist priests in their ongoing growth spiritually, personally, academically, and pastorally, as investing in the development of effective ministers is one means by which the Catholic community invests in its own growth and development.

**Given at Saint Paul, Minnesota, this 9th day of February, in the year of Our Lord 2012.
All things to the contrary notwithstanding.**

**The Most Reverend John C. Nienstedt
Archbishop of Saint Paul and Minneapolis**

**Jennifer Haselberger
Chancellor for Canonical Affairs**

General Provisions:

A sabbatical is a period of time away from a priest's regular assignment, typically lasting from six to twelve months, for the purpose of enriching his ministry. The sabbatical gives a priest the opportunity to acquire additional theological understanding, pastoral skills and to focus on personal growth. Additionally, it offers a priest the chance to be renewed through rest and a change of pace. It is not meant to be an extended vacation, sick leave, or leave of absence.

Any priest desiring a sabbatical is requested to contact the Director of Clergy Services. The director will consider the request in light of the candidate's needs and aptitude for the program desired. The specific details of the sabbatical will be worked out with the priest, the director and the Archbishop, taking into consideration the personnel needs of the Archdiocese and the availability of sabbatical funds, with the Director of Clergy Services having the responsibility for reviewing and making recommendations to the Archbishop on all sabbatical applications. Final approval of the arrangements for a sabbatical will rest with the Archbishop. The terms mutually agreed to by the Archbishop and the priest become the terms of the sabbatical for that particular priest.

Generally, a priest is eligible for a sabbatical after each seven years of service in the Archdiocese. Sabbatical time is not cumulative. Following approval of a sabbatical program, a priest is formally assigned to the sabbatical by the Archbishop. Priests assigned as pastors at the time of their sabbatical may retain their pastorate, although a parochial administrator will usually be appointed for the duration of the priest's time outside of the Archdiocese.

To assist priests in taking advantage of the opportunity for sabbatical, the Director of Clergy Services will keep the presbyterate aware of existing programs as well as new sabbatical opportunities both in the United States and abroad.

Financial Arrangements:

The parish or institution to which the priest is assigned is to pay his salary and benefits during the time of the sabbatical, unless other arrangements are made.

The Archdiocese will provide each priest with an additional grant, dependent on funding, for sabbatical expenses (room and board, travel, workshops, etc.). The number of sabbaticals each year will depend on the funds available. The Archdiocese will also cover the cost of engaging substitute priests to cover Masses and other sacraments while the parish priest is away on sabbatical.

The annual parish or institution subsidy for continuing education may be applied to the costs of any priests assigned to the parish or institution on sabbatical during that fiscal year.

The priest is to pay all additional expenses.

Applying for a Sabbatical:

Usually, applications must be made to the director of Clergy Services one year in advance of the expected sabbatical.

The application should include:

1. a statement of goals;
2. steps to achieve these goals;
3. how this will aid the priest's future ministry;
4. implications for the Archdiocese;
5. commitment to an evaluation of the sabbatical at the conclusion of the program

If you have any questions, or would like to request an application for a sabbatical, you should contact the Office of Clergy Services.

Exhibit

7

**Frequently Asked Questions Relating to the
Pension Plan for Lay Employees of the Archdiocese of Saint Paul and Minneapolis (the “Lay plan”)
and the
Pension Plan for Priests of the Archdiocese of Saint Paul and Minneapolis (the “Priest plan”)**

1. Q: The Archdiocese of Saint Paul and Minneapolis corporation has filed for Reorganization under Chapter 11 of the U.S. Bankruptcy Code (Reorganization). Does this mean that the assets of the plans will be available to the Archdiocese’s creditors?

A: No, they should not be. The plans are separate legal entities, and the assets of the plans are held in separate trust accounts at State Street Bank and Trust (“State Street”) for the benefit of plan participants prior to being moved to Transamerica for investment. The assets of the trusts are not the property of the archdiocesan corporation and do not belong to the archdiocesan corporation. Our understanding is that the plan assets should not be available to the creditors of the archdiocesan corporation.

2. Q: Given the Reorganization, are the contributions that other separate legal entities (parishes, Catholic schools and other participating organizations) make to the plans available to the archdiocesan corporation’s creditors?

A: No, they should not be. The contributions to each plan go into a separate bank account that has been established at Wells Fargo in the name of the plan. Those contributions are then wired directly to the trusts that have been established at State Street for each plan prior to being moved to Transamerica for investment. The bank accounts are not in the name of the archdiocesan corporation and the contributions are not the property of the archdiocesan corporation. Our understanding is that they should not be available to the creditors of the archdiocesan corporation.

3. Q: What was the outcome of the 1st Day Motions filed by the Archdiocese at the Bankruptcy court hearing held on January 20th in relation to the pension plans?

A: The Bankruptcy court authorized the Archdiocese to continue to make payments to the pension plans in the normal course of business. The pension plans will continue to operate under the normal course of business, which means that all retirement benefits will continue to be paid as provided for under the plans and all contributions by participating entities should continue to be made.

4. Q: Who is in charge of the plans?

A: The plans are sponsored by the Archdiocese of Saint Paul and Minneapolis, and many of the administrative functions are handled by a Board of Trustees. The Board of Trustees includes volunteers from participating employers, priests, and lay people and representatives from the archdiocesan corporation. The Board of Trustees also works with outside professional experts.

5. Q: What is the funding status of the plans?

A: As is typical with most defined benefit pension plans, both of the plans are “underfunded,” which means that the assets currently held in the plan are not sufficient to pay all of the expected benefit payments that will have to be made over the life of the plan. However, funding levels for both plans have improved since the recession in 2007/2008, and both plans continue to receive regular

contributions from contributing entities on an ongoing basis (including the Lay plan, whose benefits were frozen in 2011).

The plans' actuaries are currently preparing actuarial reports on the funding status of the plans as of December 31, 2014. Once those are available, we will supplement these FAQs.

6. Q: Is it legal for a pension plan to be underfunded?

A: Yes. The law does not require that pension plans be fully funded, and it is not uncommon for pension plans to be underfunded, although the extent of underfunding varies.

7. Q: Who is responsible for investment decisions?

A: The investment policy for the plans is determined by the Board of Trustees.

8. Q: How are plan assets invested?

A: The assets held in each plan's trust have been and continue to be prudently invested in a mix of equities and fixed income, for long-term growth. Benefit payments to current and future retirees will be made over a long period of time, and the Board of Trustees believes it is appropriate to use a long time horizon for the investments.

As always, investing in equities for long-term growth means that the assets will fluctuate in value, sometimes significantly. 2013 was an extremely good year, and therefore the assets and funding status improved substantially. The reverse occurred in 2008, when the market was down sharply.

9. Q: Is there any federally-backed guarantee for plan benefits?

A: No. As described in the plans' documents, the plans are "church plans." That means that plan participants are not covered by the provisions of the Employee Retirement Income Security Act (ERISA), and the plans' benefits are not guaranteed by the Pension Benefit Guaranty Corporation.

10.Q: Can retired employees take a lump-sum payment now in return for giving up ongoing pension payments for the rest of their lives?

A: No, the plans do not provide a lump-sum payment option.

11.Q: How can a participant obtain a copy of the most recent plan document and plan summary?

A. We are in the process of establishing a website that will provide links to plan information. We will be in touch again as soon as the website is available. Prior to the website being available, plan information can be obtained by written request to Archdiocese of St. Paul and Minneapolis, Attn: Human Resources Department, 328 Kellogg Blvd W., St. Paul, MN 55102.

12.Q: Where can a participant find more information about Reorganization of the archdiocesan corporation?

A: Find out more at www.archspm.org.

Exhibit

8

ARCHDIOCESE OF SAINT PAUL AND MINNEAPOLIS

CLERGY BULLETIN

March 15, 2007

VOLUME XXXII, Number 3

JUSTICE IN EMPLOYMENT (Second Revision)

PREAMBLE

Reverend and dear Fathers and Deacons, and our dedicated employees,

The Archdiocese of Saint Paul and Minneapolis seeks to create an environment of openness, mutuality and respect among and between all those who come to work for this local Church

This effort is well reflected in the following words: "Work is more than a way to make a living. It is an expression of our dignity and a form of ongoing participation in God's creation. It is a means by which people contribute to the common good. Because work is so important, people have the right to decent and productive work and to fair wages. Workers have a proportionate responsibility to work conscientiously and justly for the compensation and benefits they receive. They have the right to economic initiative and to basic freedoms within the marketplace. As a general principle of economic justice, Catholic teaching asserts that the economy exists to serve people, not the other way around." (Reviving the Common Good, A Pastoral Letter on Social Justice -- Archbishop John R. Roach, January, 1991).

These policies are a response not only to the need for good management and employment practices, but are also a response to God's call through scripture, tradition, doctrine and experience to employ justly.

These policies are also based on the following four key principles established in the teaching of the Church on labor enunciated in papal encyclicals:

1. **The Value and Dignity of the Human Person.** Pope John Paul II stated "work is a good thing, because through work people not only transform nature, adapting it to their needs, but they also achieve fulfillment as human beings and indeed, in a sense, become more fully human." (*Laborem Exercens*).

2. **The Common Good.** The common good embraces the sum total of those conditions of social living whereby people are enabled more fully and readily to achieve their own fulfillment (*Mater et Magistra*).

3. **Justice.** Anyone who ventures to speak to people about justice, must first be just in their eyes. This in the work place occurs when workers contribute competently and conscientiously to the mission and when employers establish policies and systems to provide wages and benefits sufficient to support a family in dignity (*Economic Justice For All*).

4. **Participation.** Participation in a system in which one has membership is a legitimate expectation of individuals which has been demonstrated to lead to greater efficiency and better service to members. Participation of everyone in the running of the enterprise should be promoted (*Gaudium et Spes*).

These policies call for establishing clear expectations throughout the entire period of employment; and further, they acknowledge respectfully the rights and responsibilities of all concerned when and if separation becomes necessary.

INTRODUCTION

The original *Justice in Employment* policy became effective on January 1, 1999. The experience of the intervening eight years has strongly reinforced our conviction that the above principles are the appropriate framework for accomplishing our goal of openness, mutuality and respect among and between all those who work for this local Church. At the same time, the experience gained during those eight years has prompted us to make certain adjustments, to clarify language, and to sharpen the focus of some provisions. In the hope that they will continue to strengthen the development of working relationships based on trust and mutual respect within the Church, we hereby adopt these revised policies and procedures, which shall become effective July 1, 2007.

These policies apply to all employees of the Archdiocesan Corporation, parishes within this archdiocese, and their related schools, as well as those institutions specifically designated by me. Those who make up the staff of the Archdiocesan Corporation and parishes and schools consist of lay people, as well as priests and religious women and men. This mixture adds a richness to the quality of ministry in the Church. It also creates complex relationships where application of personnel policies is concerned.

Although all Archdiocesan employees, as well as parish and school staffs, are called to minister to the People of God, there are some distinct differences that must be recognized in terms of the more legally oriented employment relationships. The Code of Canon Law establishes superseding or sometimes overriding relationships between a bishop and priests and also regulates the relationships of religious to the Church. It is in the context of these relationships that the "employment" status of priests and religious is qualified from a legal point of view. Because the Archdiocese values consistency and fairness in administration, all staff members are asked to observe these policies except when and if the Code of Canon Law sets forth different regulations or policies.

The policies contained in this document issued under my authority as the Archbishop, as well as other policies issued by a pastor or supervisor, as long as they are consistent with the basic intent of this document, form the basis of the employment relationship. These policies supersede and cancel any policies, procedures or other employment contracts when inconsistent with this document. These policies are considered the basic terms and conditions of employment. Each individual's application file should include the employer's offer of employment, a position description, a completed employment application and a signed and dated receipt of these policies.

I mandate these policies as the spiritual and religious leader of all Catholics in this diocese. This mandate shall not change or amend the status of employees as employees of the civil corporation by whom they are employed. In short, employees of our parishes, related schools and other institutions designated by me to whom these policies apply shall not be considered employees of the Archdiocese.

The policies do not cover two groups, who typically would not be deemed employees. They are individuals hired for specific projects, such as a study of the particular department or operation, which would have a specific termination date; and individuals hired for a specific task on a part-time basis, such as athletic coaches, tutors, and the like. To make their status clear, an employer has the right to exempt those persons falling in the above two categories from the application of this *Justice in Employment* policy. If appropriate, such individuals may be offered term contracts for the duration of the project for which they are retained. This term contract will be governed solely by its provisions, including provisions relating to termination. In the absence of a written contract, whatever oral agreement is reached with such an employee, will similarly control the terms of the engagement, including termination.

By accepting a position or continuing in a position on or after the effective date of these policies, an employee shall be deemed to have accepted these policies and their application, including mandatory arbitration.

Sincerely yours in Christ,

/S/

The Most Reverend Harry J. Flynn, DD
Archbishop of Saint Paul and Minneapolis

EQUAL EMPLOYMENT OPPORTUNITY

Policy

It is the policy of the Archdiocese of Saint Paul and Minneapolis to provide equal employment opportunity to all qualified persons without regard to race, color, religion, creed, sex, marital status, disability, age, national origin, veteran status and status with regard to public assistance. Employment practices are intended to assure that all individuals are recruited, hired, assigned, advanced, compensated, and retained on the basis of their qualifications, and treated equally in these and all other respects without regard to race, color, religion, creed, sex, marital status, disability, age, national origin, veteran status and status with regard to public assistance. Exceptions to this non-discrimination policy may be necessary when based upon a bona fide occupational qualification.

Procedures

I. RECRUITMENT

The effective recruiting of qualified candidates requires that the employer use a current position description. Current information about compensation and benefits should be provided to the candidates. The use of a Search Committee is suggested, where appropriate, to assist in the selection process.

II. SELECTION PROCESS

- A) Prior to making the final selection for employment, the candidate's eligibility must be verified according to the Immigration Reform and Control Act of 1986.
- B) According to Clergy Bulletin Volume XVIII, Number 5, the employer must conduct a background check through the appropriate sources for all candidates for employment within the Archdiocese.
- C) When appropriate, an offer of employment may be extended subject to the successful completion of a physical examination, but only when the examination tests for essential job related abilities and only when all persons conditionally offered employment for the same position are required to undergo the same examination.

III. OFFER OF EMPLOYMENT

Once a hiring decision is made and an offer is extended to the applicant, the employer should avoid delays. To minimize the potential for confusion or misunderstanding, an offer made by phone must be confirmed in writing. The written offer normally should contain at least the following information:

Position title
Reporting relationship (name of supervisor)
Starting date and effective date of employment, if different
Length of probationary period
Beginning compensation
Benefit information
Any special arrangements
Date for orientation
Acknowledgment that the employee relationship is subject to the provisions of
Justice in Employment

IV. EMPLOYEE DEFINITION

The word “employee” as used in these policies means a regular employee, and not a probationary employee, unless the policy refers specifically to probationary employees, as in Section V.

The employer must designate all employees as non-exempt under the Fair Labor Standards Act (FLSA) unless the employer can document that the position as performed is exempt and the employer wants to treat the position as exempt.

- **EXEMPT EMPLOYEE:** An employee in a position that can be documented as meeting the tests for one of the exempt classifications as defined by the Fair Labor Standards Act. This would normally be individuals in jobs that meet both the duties and salary tests for executive, professional, or administrative positions.
- **NON-EXEMPT EMPLOYEE:** All other employees who are not able to be classified as exempt under the FLSA must have their hours of work recorded, be paid for all time worked and be paid overtime (time and a half) when their hours worked in a work week are over 40/48 hours.

Those parish church employees who work for, and are on the staff of, the parish are paid overtime at the rate of time and one-half after 48 hours in a 7 day week (which is the Minnesota standard); those parish employees who are employees of the parish school or of other non-parish institutions (e.g., credit union, etc.) must be paid overtime at the rate of time and one-half after 40 hours in a 7 day week. Employers may choose to pay overtime after 40 hours in all cases, if preferred.

V. PROBATION OR IN-TRAINING PERIOD

Unless otherwise specified in writing, all new employees are subject to an initial training period of up to three (3) calendar months. If a longer initial training period is required, it will be specified in writing. When circumstances warrant, certain new employees may have an extended probationary period.

The training period permits the employer to evaluate the employee's performance and provides an opportunity for the employee to assess whether the position is appropriate for his/her interests and skills. During this time, the employee is considered an at-will employee and may be terminated for any non-discriminatory reason. The employee's immediate supervisor must conduct written evaluations at the end of the second and third month of employment and prior to a change of status to regular employment.

The approval of the employer and his/her designate (i.e., supervisor) is required before an employee may be upgraded from an in-training employee to a regular employee status. The upgrade must be in writing and must state the effective date of the change from in-training status to regular employee status. The written upgrade approval also must be made a part of the employee's personnel file. Benefit eligibility will be the same for the in-training period as it is for all regular employees unless the benefit program itself (e.g. retirement program, etc.) states otherwise.

Similarly, in fulfillment of the spirit and intent of these policies, probationary employees should, to the extent practical, be accorded the necessary assistance to become regular employees. However, this does not affect their status as "at will" employees, that is, employees who may be terminated without cause at any time.

ORIENTATION

Policy

An effective orientation makes a positive and lasting impression and can have a significant impact on a person's success or failure during the first few weeks of employment. It is most important to have someone welcome a new person to the work environment, introduce that person, provide important information, and answer questions. Hospitality eases the stress of initiation and enhances a new person's adaptation process.

Procedures

An orientation package should be provided to new personnel. Helpful information may include:

- Mission statement
 - Expectations regarding attitudes, behavior, and practices which promote the mission of the parish or institution
 - Organization chart
 - Diagram of the facilities
 - Policy handbook
 - Information on benefits
 - Other information to help the new employee feel welcome
- A signed and dated receipt should be received for the policy handbook.

WORK MINISTRY/PLANNING AND REVIEW

Policy

Performance analysis and evaluation is built on a foundation of careful planning, employee involvement, use of objective job-related criteria, commitment to employee development and candid communication about performance between the employee and the supervisor.

Through observation and dialogue with the employee about expectations and job related issues, the supervisor and the employee work to establish an environment in which mutual respect may develop and work related issues may be resolved.

Procedures

The supervisor and the employee establish criteria for performance analysis based on information contained in the position description. They also establish the priorities to be accomplished and the relative importance of duties and responsibilities.

A performance analysis should be conducted at least once a year. There may be a need for more frequent meetings during the first year of employment or in a new assignment. Supervisors should be attentive to the need for additional interaction during transition periods. Performance-related meetings should be conducted privately and allow enough time for all important matters to be discussed. The employee has the right to comment, in writing, on his or her performance analysis. Any conclusions reached by the employee and the supervisor should be in writing to assure understanding and clarity.

A copy of both the performance analysis and employee comments will be retained by both parties and will become a part of the individual's personnel file.

RESOLUTION OF WORK RELATED ISSUES

Policy

Experience teaches us that even among people of good will, differences may arise concerning the employment relationship. Most of these issues should and can be resolved through the procedures provided below.

Employees have a right to seek a timely resolution of work-related issues. For purposes of this policy, a work-related issue may be defined as an unresolved complaint or dispute, disagreement, misunderstanding or expressed dissatisfaction on the part of the employee, relating to the conditions of employment or to the meaning and application of these written policies.

While the provisions which follow are intended to provide a process to resolve work-related issues, they are not intended to prevent employees from having access to their pastor, or their supervisor. The persons involved can make necessary modifications in keeping with the overall policy of timely resolution.

Employees who believe that an employment condition or the application of any of the policies outlined in this manual is unjust or inequitable may employ the following provisions. In pursuing this procedure, employees are assured freedom from restraint, interference, coercion, discrimination or reprisal. Keeping in mind the purpose of the *Justice in Employment* policy, the procedures employed in resolving work-related issues should be characterized by honesty and respect, as all involved strive to preserve and strengthen appropriate professional and human relationships.

Procedures

- I. The employee and the immediate supervisor first should discuss thoroughly the work-related issue(s) to achieve a mutually satisfactory resolution. If discussion does not resolve the matter, the employee should, within thirty days or some other mutually agreed upon period of time, give the immediate supervisor a written statement summarizing the nature of the work-related issue under consideration, and proposing suggestions for its resolution. The proposed remedy should reflect clearly the attitudes, behavior and practices which promote the mission of the parish or institution.

If resolution is not reached within ten (10) working days after the supervisor receives the written statement, the employee may request further discussion at the next supervisory level. The higher supervisor will investigate the dispute and respond to the employee in writing within ten (10) working days after receiving the written complaint.

The higher supervisor, with the consent of the parties, may form an ad hoc committee to consult with the parties to achieve a consensus resolution. The members of this committee shall be obligated to maintain confidentiality, unless otherwise required by law.

- II. It is expected that the parties will use local level processes which are available to them. Counsel may be sought from appropriate Archdiocesan officials or other knowledgeable experts. However, this consultation ordinarily should not displace the local process. Any questions about application or interpretation of these policies should be directed to the Archdiocesan Office of the Chancellor.
- III. If resolution is not achieved at the local level, the parties should seek resolution through the conciliation process of the Archdiocesan Office of Conciliation. They should exert every effort to resolve their differences through this process, recognizing that each may be required to make concessions to achieve resolution.
- IV. To protect the privacy of those who are involved and to enhance the integrity of the process, all participants involved in the resolution of a work-related issue shall agree to maintain confidentiality, unless otherwise required by law.

Information and documents related to the resolution process shall not be shared with persons who are not directly involved and do not have a legitimate need to know their contents. Parties may confide in and seek appropriate counsel from persons of their choice, with the understanding that these confidants will maintain confidentiality unless otherwise required by law.

PROGRESSIVE DISCIPLINE

Policy

When performance deficiencies are observed, the supervisor will first offer suggestions, criticism or comments to the employee to correct those deficiencies or workplace behavior issues.

If this approach fails to resolve the problem, the supervisor will inform the employee that the supervisor is initiating progressive discipline under JIE. The following series of corrective steps may then be followed. Any step in the procedure may be bypassed if the severity of the circumstances warrant. In the process of implementing the procedures for progressive discipline, the employer is encouraged, but not required, to seek the advice and counsel of a human resources professional qualified in employment related matters and knowledgeable about these policies.

Procedures

- I. The immediate supervisor will give the employee an oral warning that may include a time frame for correction of the issue. The immediate supervisor will document the date, time and subject matter of the oral warning.
- II. If the oral warning is not effective in producing the desired results within the specified time frame, the supervisor then will give the employee a written warning at the next review meeting. All written disciplinary statements will include specific information as to the improvement needed and corrective measures required. The supervisor will give a copy of the written warning to the employee and place a copy in the employee's personnel file.
- III. If sufficient improvement does not occur within the noted time frame or if serious work performance or behavior issues warrant immediate attention, disciplinary action in the form of a final written warning and/or a suspension without pay may be taken by the supervisor.
- IV. If lack of sufficient improvement continues or if serious issues warrant immediate action, the supervisor may recommend and then implement dismissal. Prior to dismissal, consultation must take place as required in the section of these policies on Discharge for Just Cause.
- V. Employees who believe that they have been disciplined unfairly may resort to the Policy on Resolution of Work Related Issues.

DISCHARGE: JUST CAUSE

Policy

After an employee is upgraded from probationary or in-training status to the status of a regular employee, the employment relationship which exists between the employer and its employees will be broken only "for cause", that is, if there are valid reasons for taking such an action.

Appropriate reasons for breaking the employment relationship include poor employee performance, improper conduct, violation of work rules and other violations of the employer/employee relationship. In the process of implementing the procedures for discharge, the employer is encouraged, but not required, to seek the advice and counsel of a human resources professional qualified in employment related matters and knowledgeable about these policies.

Prior to discharging any employee for cause, the employer or his or her designate shall seek and follow the advice of an attorney qualified in employment law and familiar with these policies, to ensure that these policies are followed. The required consultation includes review of relevant facts, circumstances, documents, records and other data relating to such employment, as they deem necessary. All such consultations shall be deemed privileged communications, and confidential, and no statements made nor documents produced in such consultations shall be subject to discovery or other disclosure and shall be inadmissible for any purpose, including impeachment, in any subsequent Arbitration under these policies.

The general insurance program requires the consultation with an attorney as described above. Failure to do so prior to a discharge may result in denial of insurance coverage for claims of wrongful termination. If coverage is denied, the defense of the wrongful termination and any award of damages will be the sole obligation of the employer.

Procedures

I. Discharge following progressive discipline:

Ordinarily, less serious employee performance deficiencies or workplace behavior issues will be addressed through the steps described in the Policy on Progressive Discipline. Discharge may result if progressive discipline fails to bring about desired results. In this case, the employee will be given the facts pertaining to and the reasons for discharge in writing.

II. Immediate discharge without progressive discipline:

Any of the following acts may result in immediate discharge without progressive discipline:

- A) Illegal discrimination or harassment
- B) Theft, misappropriation, falsification of records
- C) Misconduct at the work place which endangers others
- D) Insubordination or breach of professional ethics
- E) Working under the influence of illegal or controlled substances

- F) Consumption of alcohol (unless authorized) or drugs at work or prior to work, so as to affect the employee's performance.
- G) Public conduct which is inconsistent with the faith, morals, teachings and laws of the Catholic Church
- H) Other gross violations of the employer/employee relationship

If the seriousness of an incident warrants removal of the employee from the premises before consultation is possible, the employee should be suspended without pay pending an investigation and prior to a final decision regarding discharge.

REDUCTION IN STAFF OR LAY OFF

Policy

A reduction in staff or lay off may occur because of a change in the organization's institutional goals or the prevailing economic condition of the employer. A termination under this section is a termination for cause. In the process of implementing the procedures for a reduction in staff or lay off, the employer is encouraged, but not required, to seek the advice and counsel of a human resources professional qualified in employment related matters and knowledgeable about these policies.

Prior to discharging any employee for cause under this section, the employer or his or her designate shall seek and follow the advice of an attorney qualified in employment law and familiar with these policies, to ensure that these policies are followed. The required consultation includes review of relevant facts, circumstances, documents, records and other data relating to such employment, as they deem necessary. All such consultations shall be deemed privileged communications, and confidential, and no statements made nor documents produced in such consultations shall be subject to discovery or other disclosure and shall be inadmissible for any purpose, including impeachment, in any subsequent Arbitration under these policies.

The archdiocesan insurance policy requires the consultation described above. Failure to do so prior to a discharge may result in denial of insurance coverage for claims of wrongful termination. If coverage is denied, the defense of the wrongful termination and any award of damages will be the sole obligation of the employer.

In the spirit of these policies, an appropriate level of severance will be provided to those affected.

Procedures

After determining the need for a reduction in staff, the employer must decide who will be affected based on valid criteria such as past performance, seniority, education, training and work skills needed by the organization. All employees affected will be advised in writing as to the criteria used and decisions made.

ARBITRATION

Policy

If a controversy between the employee and the employer concerning terms and conditions of employment, other than those relating to Workers' Compensation or Re-employment Insurance Compensation, is not resolved through the Policy on Resolution of Work Related Issues, the employee and employer agree to submit the dispute to final and binding arbitration, in accordance with the procedure explained below, which will be the exclusive remedy available to the parties, and to abide by the decision of the arbitrator. Such arbitrator may determine the extent and scope of any discovery to be permitted.

Procedures

If the employee is not satisfied with the resolution of the complaint or grievance, it is the responsibility of that employee to submit the matter to binding arbitration, which will be the exclusive remedy available to the parties.

Likewise, in those cases in which a former employee wishes to challenge the termination of employment, the former employee agrees to follow the Policy on Resolution of Work Related Issues set forth in these policies concerning the termination. The former employee further agrees that, absent an acceptable resolution through the Policy on Resolution of Work Related Issues, he or she will submit the matter to final and binding arbitration and will abide by the decision rendered, which may include any type of relief available in the civil courts.

Ordinarily, arbitration will be conducted according to the arbitration provisions of the Archdiocesan Office of Conciliation. The arbitrator will determine the extent and scope of any discovery to be permitted.

If either party chooses to arbitrate the matter pursuant to the Minnesota Uniform Arbitration Act and not the Archdiocesan arbitration process, that party, through the Archdiocesan Office of Conciliation, can attempt to agree with the other party on a qualified neutral arbitrator. If that effort fails, then either party, through the Archdiocesan Office of Conciliation, may request appointment of an arbitrator from an outside arbitration service made available for that purpose by the Archdiocesan Office of Conciliation and consistent with the Minnesota Uniform Arbitration Act. The selection of a neutral arbitrator, in such instance, will be according to the provisions and rules established by the outside arbitration service. The fees and expenses of the arbitrator shall be paid by the employer. However, the employee will pay any cost for an attorney for the employee, if one is desired.

RECEIPT OF JUSTICE IN EMPLOYMENT POLICIES

I HAVE RECEIVED A COPY OF:

CLERGY BULLETIN

MARCH 15, 2007

VOLUME XXXII, NUMBER 3

JUSTICE IN EMPLOYMENT
(SECOND REVISION)

PAGES 210 G. M. TO 225 G.M.

**I UNDERSTAND THAT THESE POLICIES SUPERSEDE AND
CANCEL ANY POLICIES, PROCEDURES, OR OTHER
EMPLOYMENT CONTRACTS WHEN INCONSISTENT WITH THIS
DOCUMENT. THESE POLICIES ARE CONSIDERED THE BASIC
TERMS AND CONDITIONS OF EMPLOYMENT. BY ACCEPTING
A POSITION OR CONTINUING IN A POSITION SUBSEQUENT TO
THE EFFECTIVE DATE OF THESE POLICIES, AN EMPLOYEE
SHALL BE DEEMED TO HAVE ACCEPTED THESE POLICIES
AND THEIR APPLICATION, INCLUDING MANDATORY
ARBITRATION.**

NAME(Print) _____

SIGNATURE _____

DATE _____

This receipt will be placed in my personnel file.

Exhibit 9

file of this case, please! Reynolds

MEIER, KENNEDY & QUINN

CHARTERED

ATTORNEYS AT LAW

SUITE 2200, NORTH CENTRAL LIFE TOWER
445 MINNESOTA STREET
SAINT PAUL, MINNESOTA 55101-2100
TELEPHONE (612) 228-1911
FACSIMILE (612) 223-5483

ANDREW J. EISENZIMMER
LEO H. DEHLER
THOMAS B. WIESER
NANCY GOERING REILLY
JOHN C. GUNDERSON
CHARLES M. BICHLER

WILLIAM C. MEIER
(1920-1981)
TIMOTHY P. QUINN
(1921-1981)
ALOIS D. KENNEDY, JR.
(OF COUNSEL)

August 2, 1991

Ms. Jan M. Gunderson
Attorney at Law
2000 Lincoln Centre
333 South Seventh Street
Minneapolis, MN 55402

Re: Jane J. Doe [REDACTED] vs. The Archdiocese of Saint Paul and Minneapolis and The Church of St. Francis Xavier

Dear Ms. Gunderson:

I received a letter from plaintiff's attorney dated July 26, 1991 indicating that they were seeking answers to interrogatories and responses to requests for production of documents and statements from Defendant, Church of St. Francis Xavier, in connection with the above-referenced matter. I assume you will be in touch with them to advise them when these discovery responses will be forthcoming.

I also received your letter of July 24, 1991 which in part addressed the conflict of interest question I raised with you. Subsequent to the meeting with you on July 1, 1991, I spoke to Mr. Roger Roe about that issue. The specific concern which I suggest needs to be addressed is the fact that in defending St. Francis Xavier, you will assert that the Church is not liable under the Doctrine of Respondeat Superior and that it was not negligent in the supervision of Father Reynolds. The positions which you would advance in defending St. Francis Xavier will be directly contradictory to those which Mr. Roe will advance in the ABC [REDACTED] case. In addition, defense of St. Francis Xavier will require that your firm and defense counsel for the Archdiocese discuss and evaluate defense positions, strategy and the monetary value of sexual misconduct cases. Matters relevant thereto will clearly be present in the ABC case as well.

I also want to put to rest your concerns about a joint meeting with Father Kegler or any other joint efforts in this case. Apparently, you do not understand that I am legal counsel for The Church of St. Francis Xavier. Father Kegler is the Vice President of the parish corporation. Archbishop Roach is the President of the parish

COPY

MEIER, KENNEDY & QUINN

August 2, 1991

Re: Jane J. Doe [REDACTED] vs. The Archdiocese of Saint Paul and
Minneapolis and The Church of St. Francis Xavier

Page 2

corporation and is on its Board of Directors. Father Kevin McDonough, Vicar General of the Archdiocese, is also on its Board of Directors. At the behest of Archbishop Roach and Father McDonough, as well as Father Kegler, I have been looking out for the interests of The Church of St. Francis Xavier. In that regard, I tendered defense of the matter to Great Central Insurance (see my letter of August 17, 1990 which indicated that my firm is legal counsel for The Church of St. Francis Xavier) which, in turn, hired your firm. Even though you are now defending the parish in this matter, I will remain in a position to advise the parish, especially as it may relate to any possible uninsured interests. You should also recognize that the claim in question covers the period from Fall 1972 through Spring 1984. Beginning September 1, 1980, The Church of St. Francis Xavier was insured under the Archdiocesan Protected Self-Insurance Program. I am defense counsel in connection with that program. In other words, for matters subsequent to September 1, 1980, I have been retained to defend not only The Archdiocese of Saint Paul and Minneapolis but also The Church of St. Francis Xavier.

Finally, you should know that Mr. Roe wants to take the deposition of Father McDonough in the ABC case. In other words, Mr. Roe wants to take the deposition of someone who is a member of the Board of Directors of our client. Even though the deposition of Father McDonough does not relate to the Jane J. Doe case, it does clearly illustrate some of the conflict issues which I am calling into question.

Please let me know when you plan to meet with Father Kegler.

MEIER, KENNEDY & QUINN

August 2, 1991

Re: Jane J. Doe [REDACTED] vs. The Archdiocese of Saint Paul and
Minneapolis and The Church of St. Francis Xavier

Page 3

Thank you.

Best regards,

MEIER, KENNEDY & QUINN, CHARTERED
/s/ ANDREW J. EISENZIMMER

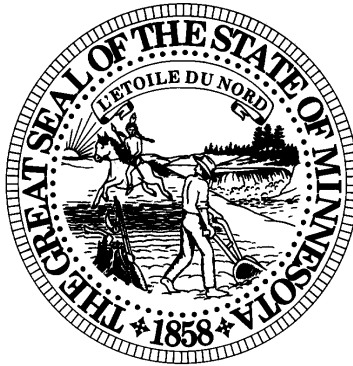
Andrew J. Eisenzimmer

AJE:crb

cc: The Most Reverend John R. Roach, D.D.
Reverend Kevin M. McDonough
Reverend Thomas H. Vowell
Reverend Maynard C. Kegler
Mr. Mark P. Lucas
Ms. Nancy A. Agin
Mr. James Galman
Mr. John R. Hoffman
Mr. Daniel A. Haws
Mr. H. J. Proball
Mr. Richard Johnson

Exhibit 11

Annual Report
of the
Gambling Control Board
Fiscal Year 1999



Minnesota Gambling Control Board

*This annual report provides data for the 1999 fiscal year of
July 1, 1998, through June 30, 1999.*

The mission of the Gambling Control Board is to regulate lawful gambling in Minnesota, so that the integrity of the industry is insured and nonprofit organizations may continue to raise funds for charitable contributions.

The Board continues to provide education, outreach, and guidance to the lawful gambling industry through its ongoing programs, including:

- continuing education classes throughout the state,
- two-day gambling manager seminars,
- an individualized mentoring program, and
- a monthly newsletter.

With an emphasis on education and communication with the industry, the Board uses a pro-active approach to regulation. During the past year, two new developments have significantly increased the Board's ability to accomplish its mission:

Web Site Created

The Board developed a Web site, providing a whole new avenue of reaching and educating clientele with the most current information on lawful gambling. Organizations, gambling managers, and other interested persons may access the Web site at local libraries or on home computers.

New Computer System Installed

After months of planning, designing, and anticipating, the Board installed a computer system that merged the 150 separate data bases maintained since 1985 into one central information source. This new system will provide more consistent customer service.

This annual report provides information for the 1999 fiscal year of July 1, 1998, through June 30, 1999. Portions of the data were obtained from the Minnesota Department of Revenue. An addendum for the 1999 calendar year will be prepared and distributed when all data becomes available.

Respectfully submitted,

Peggy Moon
Chair

Harry W. Baltzer
Executive Director

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Allowable Expense

Expenses or a proportion of expenses directly related to the conduct of lawful gambling (operating costs) that are paid from the gambling account.

Cash Shortages

The difference between the amount of reported net receipts and the amount deposited into the gambling account.

Compliance Review

Comprehensive examination of an organization's records and activities to determine compliance with statutory and rule requirements.

Gambling Control Board

A seven-member citizen board created to oversee regulation of the lawful gambling industry. Five members are appointed by the Governor, one by the Attorney General, and one by the Commissioner of Public Safety.

Gambling Manager

Member of a licensed nonprofit organization responsible for supervising the conduct of an organization's lawful gambling operation.

Gross Receipts

The amount collected in wagers (sales).

Lawful Gambling

The five forms of lawful gambling conducted by nonprofit organizations (bingo, paddlewheels, pull-tabs, raffles, and tipboards).

Lawful Purpose Expenditures

Charitable contributions/expenditures from profits. Taxes are included as lawful purpose expenditures.

Net Receipts

The amount remaining after wagers are collected and prizes are paid to players.

PAC

Public Advisory Committee which includes industry representatives to discuss rule changes.

Payout %

The percentage of the amount collected in wagers that is paid back to players in the form of prizes.

Post Compliance Review

Follow-up review to ensure that corrective actions outlined in a compliance review have been taken.

Pull-Tab Dispensing Device

Mechanical vending machine used to sell pull-tabs.

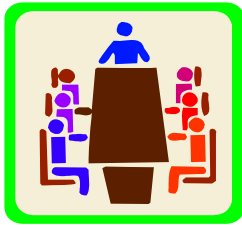
Taxes Paid

The three primary state lawful gambling taxes paid as lawful purpose expenditures are:

- 1.9 percent (reduced to 1.8, effective 7/1/99) of the gross receipts on pull-tab and tipboard games;
- 9.5 percent (reduced to 9.0, effective 7/1/99) on the net receipts on bingo, raffles, and paddlewheels; and
- combined receipts taxes, a progressive tax on pull-tab and tipboard gross receipts and interest income that is calculated for the 12 months ending on June 30.

Board Members

The Gambling Control Board is comprised of seven citizens. Five of the members are appointed by the Governor. The Attorney General and Commissioner of Public Safety each appoint one member to the Board.



The Board has the power to issue, suspend, and revoke licenses. Under Minnesota Statutes, section 349.11, the Board's purpose is "to regulate lawful gambling to prevent its commercialization, to insure the integrity of operations, and to provide for the use of net profits only for lawful purposes."

Peggy Moon, Chair Glenwood	Appointed by Governor Term: 6/97 to 6/01
John Breon, Vice Chair Wayzata	Appointed by Governor Term: 9/98 to 6/00
Howard Register, Secretary Inver Grove Heights	Appointed by Commissioner of Public Safety, Term: 7/99 to 6/03
Dennis Flaherty St. Paul	Appointed by Attorney General Term: 7/99 to 6/03
Rocky Fontana Minneapolis	Appointed by Governor Term: 8/98 to 6/02
Don McHale Pequot Lakes	Appointed by Governor Term: 7/98 to 6/02
Irv Olsen Fridley	Appointed by Governor Term: 9/99 to 6/00

Board Counsel

E. Joseph Newton, Assistant Attorney General
 Peter Marker, Assistant Attorney General

Executive Director

Harry W. Baltzer

FY 99 Budget: \$2,432,053
 Board Staff: 37

Exhibit(s) Page 139 of 213
Statement of Cash Receipts and Overview

July 1, 1998 - June 30, 1999

Category	Amount	Total Collected
Manufacturer License	\$5,000	\$ 40,000
Distributor License	3,500	59,500
Bingo Hall License	2,500	35,000
Organization License	None	
Gambling Manager License	200	85,500
	(\$100 in second year)	
Premises Permit		
Class A (bingo, paddlewheels, pull-tabs, tipboards, raffles)	400	35,900
Class B (paddlewheels, pull-tabs, tipboards, raffles)	250	185,250
Class C (bingo only, or bingo and pull-tabs under \$50,000 gross receipts per year)	200	1,600
Class D (raffles only)	150	1,350
Exempt Permit	25	57,025
(Up to five days of activity, total prizes valued at \$50,000 or less)		
Total License and Permit Fees		\$ 501,125
Total Civil Penalties and Fines	vary	72,900
TOTAL COLLECTED		\$ 574,025

Industry Overview

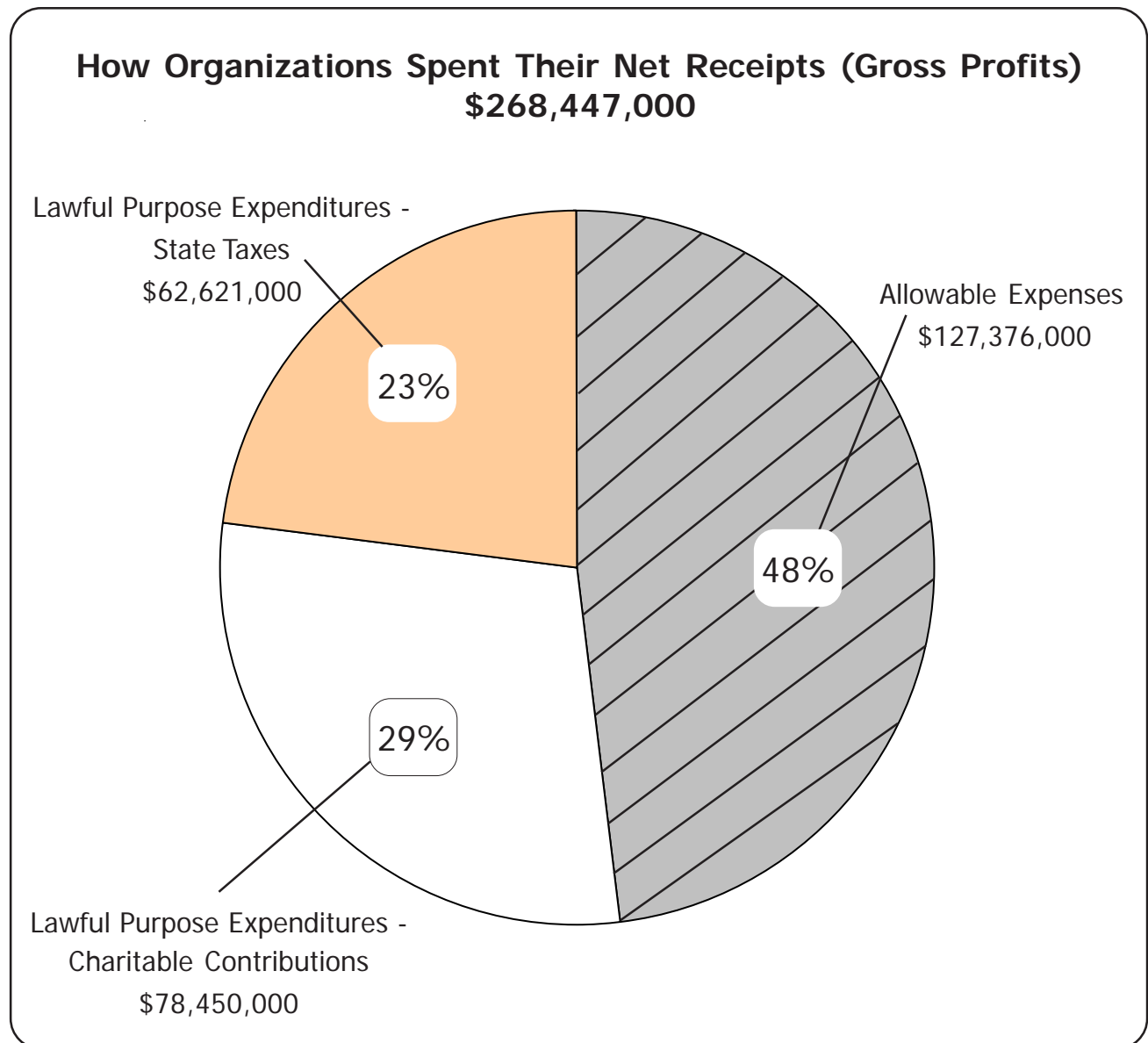
During fiscal year 1999, the Minnesota lawful gambling industry consisted of:

- **11 licensed manufacturers**
The manufacturers sold product to licensed distributors.
- **19 licensed distributors**
These distributors sold product to nonprofit lawful gambling organizations.
- **15 licensed bingo halls**
Lawful gambling is conducted by organizations at licensed bingo halls.
- **1,521 licensed nonprofit organizations**
Licensed organizations conduct gambling at permitted premises.
- **1,521 licensed gambling managers**
- **3,150 permitted premises**
- **1,682 exempt organizations**
Permitted organizations conduct limited gambling up to five days per calendar year. Exempt organizations conducted 2,317 activities in fiscal year 1999.
- **989 excluded activities**
Nonprofit organizations may apply for authorization to conduct excluded raffle or bingo activities. In fiscal year 1999, 989 excluded activities were conducted.

Exhibit(s) Page 140 of 213
Lawful Gambling Statistics

July 1, 1998 - June 30, 1999

Activity	Gross Receipts	Prizes Paid	Net Receipts	Payout %	
				FY 99	FY 98
Bingo	\$ 76,234,000	\$ 58,920,000	\$ 17,314,000	77.3%	76.0%
Raffles	3,831,000	2,019,000	1,812,000	52.7%	53.9%
Paddlewheels	15,645,000	12,876,000	2,769,000	82.3%	82.0%
Tipboards	3,290,000	2,013,000	1,277,000	61.2%	60.6%
Pull-Tabs	1,349,390,000	1,104,780,000	244,610,000	81.9%	81.9%
Interest Income	665,000	- 0 -	665,000		
TOTALS	\$1,449,055,000	\$1,180,608,000	\$268,447,000	81.5%	81.4%



Fiscal Year Comparison

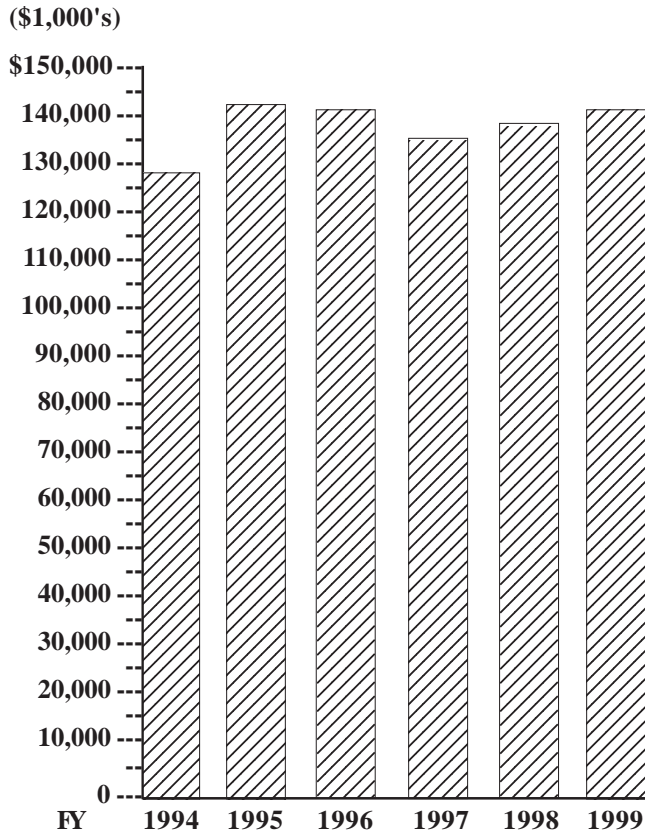
July 1, 1998 - June 30, 1999

Activity	FY 1999	FY 1998	% Change
Gross Receipts (Sales)			
Bingo	\$ 76,234,000	\$ 77,843,000	- 2.1%
Raffles	3,831,000	3,684,000	+ 4.0%
Paddlewheels	15,645,000	15,545,000	+ 0.6%
Tipboards	3,290,000	2,847,000	+ 15.6%
Pull-Tabs	1,349,390,000	1,306,497,000	+ 3.3%
Interest Income	665,000	721,000	- 7.8%
Total Gross Receipts	\$1,449,055,000	\$1,407,137,000	+ 3.0%
Net Receipts (Gross Receipts Less Prizes)			
Bingo	\$ 17,314,000	\$ 18,721,000	- 7.5%
Raffles	1,812,000	1,697,000	+ 6.8%
Paddlewheels	2,769,000	2,795,000	- 0.9%
Tipboards	1,277,000	1,123,000	+ 13.7%
Pull-Tabs	244,610,000	236,571,000	+ 3.4%
Interest Income	665,000	721,000	- 7.8%
Total Net Receipts	\$ 268,447,000	\$ 261,628,000	+ 2.6%
Allowable Expenses	\$ 127,376,000	\$ 123,452,000	+ 3.2%
Net Profit - Lawful Purpose Expenditures	\$ 141,071,000	\$ 138,176,000	+ 2.1%

Lawful Purpose Expenditures			
	FY 1999	FY 1998	% Change
• Charitable Contributions	\$ 78,450,000	\$ 75,128,000	+ 4.4%
• State Taxes Paid	62,621,000	63,048,000	- 0.7%
1.9% Gross Receipts State Tax	25,835,000	26,375,000	- 2.0%
9.5% Net Receipts State Tax	2,211,000	2,435,000	- 9.2%
Combined Receipts State Tax	34,575,000	34,238,000	+ 1.0%
TOTALS	\$141,071,000	\$138,176,000	+ 2.1%

Lawful Purpose Expenditures

This graph reflects all lawful purpose expenditures, including state taxes.

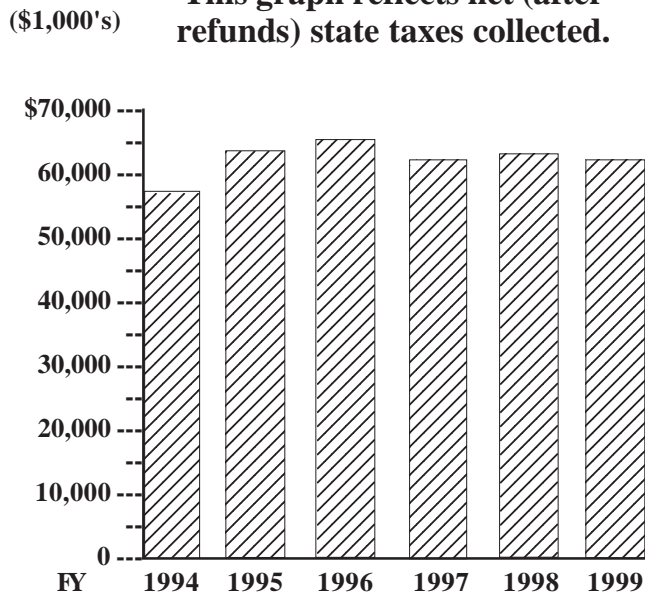


Contributions can be made for the following categories:

- donations to or by nonprofit organizations designated by the IRS as 501(c)(3) organizations or as 501(c)(4) festival organizations;
- relieving effects of poverty, homelessness, physical or mental disabilities;
- treatment for compulsive gambling or posttraumatic stress syndrome;
- private or public nonprofit educational institutions;
- scholarship funds;
- programs recognizing humanitarian or military service;
- youth activities;
- state, local, and federal gambling taxes;
- real estate taxes within defined limits;
- programs and projects by the United States, this state, or local units of government;
- religious purposes;
- DNR-approved wildlife management projects;
- grooming and maintaining snowmobile trails approved by the DNR;
- congregate dining, nutritional programs, or food shelves for disabled or persons age 62 and older; and
- Board-approved repair and maintenance projects of organizations' buildings.

Fiscal Year	Lawful Purpose Expenditures (including gambling taxes paid)
1994	\$128,225,000
1995	142,878,000
1996	141,427,000
1997	135,632,000
1998	138,176,000
1999	141,071,000

This graph reflects net (after refunds) state taxes collected.



State Gambling Taxes: The three taxes, included as lawful purpose expenditures, are:

- 1.9 percent of the gross receipts on pull-tab and tipboard games;
- 9.5 percent on the net receipts on bingo, raffles, and paddlewheels; and
- combined receipts taxes, a progressive tax that is calculated on the gross receipts from pull-tab games, tipboards, and interest.

Fiscal Year	State Taxes ¹	Refunded ²
1994	\$57,487,000	n/a
1995	64,773,000	n/a
1996	65,849,000	n/a
1997	62,017,000	\$2,700,000
1998	63,048,000	5,780,000
1999	62,621,000	6,088,000

¹ State taxes after refunds for unsold tickets.

² Refund on unsold pull-tab and tipboard tickets, effective 7/1/96.

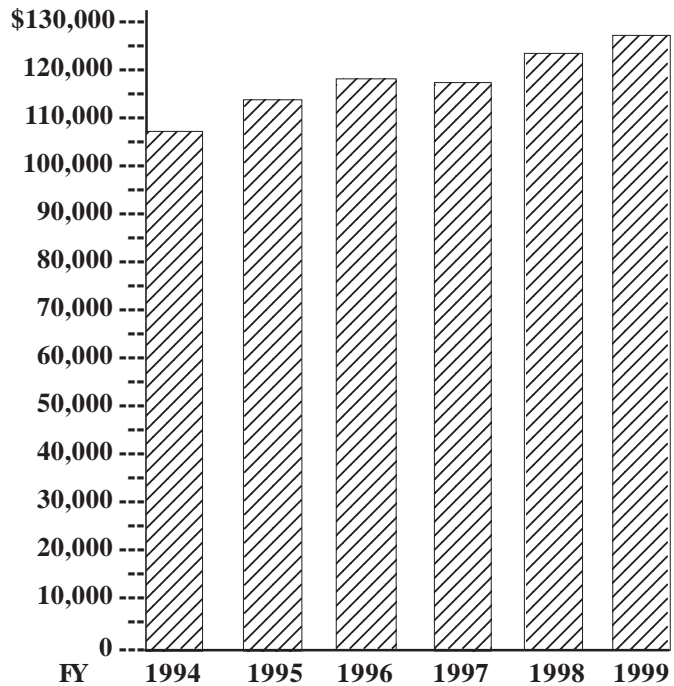
Allowable Expenses

An allowable expense is an expense or a proportion of an expense directly related to the conduct of lawful gambling. Examples of allowable expenses include gambling equipment, trash removal, office space, storage, rent, compensation, utilities, and accounting costs.

Organizations are allowed to spend up to 55 percent of net receipts (59.15 percent of bingo net receipts) toward these types of operating costs.

Fiscal Year	Allowable Expenses
1994	\$107,487,000
1995	114,451,000
1996	118,977,000
1997	118,814,000
1998	123,452,000
1999	127,376,000

(\$1,000's)



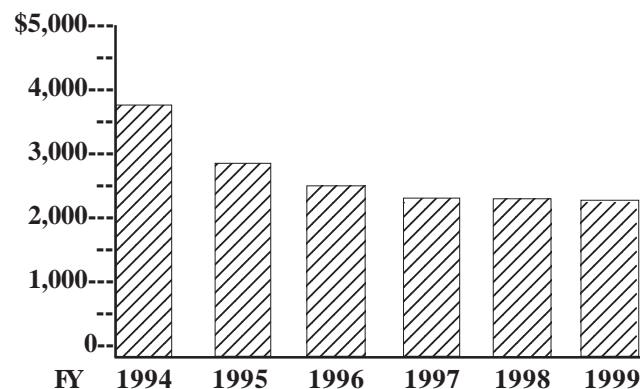
This graph reflects all allowable expenses, including cash shortages.

Shortages: Shortages are considered an allowable expense up to a certain amount. A shortage is the difference between the amount of reported net receipts and the amount deposited into the gambling account.

Effective August 1, 1995, organizations may not exceed a three-tenths of one percent (.3%) shortage level of gross receipts (sales). During fiscal year 1999 the average shortage level for gross receipts was .16 percent.

Fiscal Year	Shortages ¹	Reimbursed by Organization ²
1994	\$3,848,000	n/a
1995	2,822,000	n/a
1996	2,528,000	\$459,000
1997	2,341,000	418,000
1998	2,338,000	461,000
1999	2,311,000	387,000

(\$1,000's)



This graph reflects cash shortages before reimbursements.

¹ Cash shortages before reimbursement.

² Amount reimbursed to gambling accounts.

Exempt Activity

Exempt Permits for Lawful Gambling

Nonprofit organizations may apply for an exempt permit to conduct lawful gambling for five or fewer days during a calendar year.

The organization must submit an application with a resolution from the local unit of government approving the application.

A \$25 fee is required for each permit application.

The organization may not award more than \$50,000 in market value of prizes for lawful gambling in a calendar year.

Cash prizes for all raffles conducted may not exceed \$12,000.

Organizations must submit a limited financial report to the Board within 30 days after the activity is conducted.

In fiscal year 1999, 1,682 organizations applied for 2,317 exempt permits.

The figures below show the activity and profits for organizations conducting exempt activities.

July 1, 1998 - June 30, 1999

Activity	Gross Receipts	Expenses¹	Profit
Bingo	\$ 699,557	\$ 310,918	\$ 388,639
Raffles	17,874,138	7,506,303	10,367,835
Paddlewheels	118,134	39,510	78,624
Tipboards	57,609	33,079	24,530
Pull-Tabs	<u>1,219,924</u>	<u>856,565</u>	<u>363,359</u>
TOTALS	\$19,969,362	\$ 8,746,375	\$ 11,222,987

Prizes (market value, including prizes donated to organizations)

Activity	Prize Amount
Bingo	\$ 326,037
Raffles	8,800,615
Paddlewheels	76,881
Tipboards	30,459
Pull-Tabs	<u>888,996</u>
TOTAL	\$10,122,988

¹ Total expenses incurred by organizations, including the cost of prizes for the activities.

Excluded Activity

Excluded Raffle Activity

Excluded raffle activity is limited to:

- Raffle(s) with a total cumulative market value of prizes not exceeding \$750 in a calendar year.

		May Day Raffle	\$1.00
Name		1st Prize - \$500 Cash	
Address		2nd Prize - 13-Inch Color TV	
City		3rd Prize - 12-Speed Bike	
State/Zip		Aquatore Park - 91st and Central Ave. Blaine, MN	
Phone #	0001	Sponsored by the Blaine Community Club	May 1, 1999 1:00 p.m.
			0001

Excluded Authorizations for Bingo or Raffle Activity

Nonprofit organizations may apply for an authorization to conduct excluded raffle or bingo activities.

The organization must submit an application.

No application fee or financial reporting is required.

In fiscal year 1999, 989 activities were conducted by nonprofit organizations.

Excluded Bingo Activity

Excluded bingo activity is limited to:

- Four or fewer days of bingo per calendar year, or
- Up to 12 consecutive days of bingo in conjunction with a county fair, state fair, or civic celebration.

The local unit of government must approve the activity by signing the application.

B I N G O				
28253				
12	27	32	46	73
9	18	44	57	62
3	21	FREE 3766	49	66
6	16	41	48	71
11	29	38	50	68

Top Ten Licensed Organizations - by Gross Receipts

July 1, 1998 - June 30, 1999

Bingo, Paddlewheels, Pull-Tabs, Raffles, Tipboards

Organization	Number of Sites ¹	Gross Receipts	Net Receipts	Taxes Paid
Multiple Sclerosis Society, Minneapolis	129	\$ 25,624,418	\$ 6,361,653	\$ 1,862,578
Climb, Inc., Inver Grove Heights	25	12,957,271	2,745,046	870,077
Spring Lake Park Lions Club	4	11,205,423	1,854,212	563,231
Hopkins Jaycees	5	7,482,093	1,248,152	454,173
Church of St. Bernard, St. Paul	6	6,585,804	1,391,702	459,218
Hennepin County Humane Society, Minneapolis	4	5,915,790	1,063,667	424,880
Apple Valley American Legion Post 1776	1	5,910,325	989,385	429,840
Big Lake Lions Club	4	5,887,817	917,072	425,598
Community Charities of Minnesota, Mankato	34	5,813,511	1,499,203	424,923
American Red Cross Arrowhead Chapter, Duluth	20	5,684,691	719,569	410,701
TOTALS		\$93,067,143	\$18,789,661	\$6,325,219

¹Number of sites = total number of sites where gambling was conducted during the fiscal year.

Bingo Only

Organization	Bingo Gross Receipts	Bingo Prizes Paid	Bingo Net Receipts
Little Canada Charity Plus, Inc.	\$ 1,875,072	\$ 1,363,959	\$ 511,113
Northwestern Chiropractic College, Bloomington	1,500,459	1,073,407	427,052
Climb, Inc., Inver Grove Heights	1,437,210	1,173,574	263,636
Midway Lions Club Foundation, St. Paul	1,378,157	1,107,906	270,251
Church of St. Mary Romanian Orthodox, St. Paul	1,370,980	985,448	385,532
Childrens Program of Northern Ireland, St. Paul	1,355,515	1,090,954	264,561
Bloomington Crime Prevention Association	1,347,180	954,186	392,994
Lourdes Foundation, Inc., Rochester	1,270,325	901,843	368,482
Midway Speedskating Club, Roseville	1,243,476	878,015	365,461
Church of St. Mary Romanian Orthodox, Auxiliary, St. Paul	1,171,183	830,017	341,166
TOTALS	\$13,949,557	\$10,359,309	\$ 3,590,248

Types of Licensed Organizations

The Gambling Control Board licenses four categories of nonprofit organizations:

Type	Number¹	Percent
FRATERNAL		
Lions Clubs	197	13.0
Eagles and Auxiliary	43	2.8
Knights of Columbus	28	1.8
Moose Lodges	27	1.8
Elks Clubs	<u>21</u>	<u>1.4</u>
<i>Subtotal:</i>	316	20.8%
VETERANS		
American Legion and Auxiliary	266	17.5
VFW and Auxiliary	<u>141</u>	<u>9.3</u>
<i>Subtotal:</i>	407	26.8%
RELIGIOUS		
Church/Cathedral	<u>30</u>	<u>2.0</u>
<i>Subtotal:</i>	30	2.0%
OTHER NONPROFIT		
Fire Relief	196	12.9
Hockey Club/Blue Line	97	6.4
Business/Chamber/Development	22	1.4
Jaycees	40	2.6
Sportsman/Rod & Gun	28	1.8
Snowmobile	30	2.0
Community	22	1.4
Baseball	25	1.6
Athletic	21	1.4
Other ²	<u>287</u>	<u>18.9</u>
<i>Subtotal:</i>	768	50.4%
TOTAL	1,521	100.0 %

¹ These figures are as of 6/30/99.

² "Other" are one-of-a-kind nonprofit organizations.

Reduction in Lawful Gambling Taxes

On July 1, 1999, the following tax reductions became effective:

- the tax on the gross receipts of each pull-tab and tipboard deal purchased from a distributor was reduced from 1.9% to 1.8%;
- the net receipts tax on bingo, paddlewheels, and raffles was reduced from 9.5% to 9.0% (the net receipts tax on interest income was eliminated); and
- the combined receipts tax on the gross receipts from pull-tabs, tipboards, and interest was reduced by 5.26%.



The following legislative changes were made in 1999.

Progressive Bingo Games - Prize Limit Raised

The maximum consolation prize awarded in each occasion during which a progressive bingo game is played and the accumulated prize is not won was increased from \$100 to \$200.

Raffle Tickets - Printed Information Clarified

This legislative change requires raffle tickets at a minimum to list the three most expensive prizes to be awarded. If additional prizes will be awarded that are not contained on the raffle ticket, the raffle ticket must contain the statement, "A complete list of additional prizes is available upon request."

Pull-Tab Dispensing Devices - Locations Allowed

Pull-tab dispensing devices may now be used in establishments licensed for the off-sale of intoxicating liquor, other than drugstores and general food stores licensed under section 340A.405, subdivision 1.

Exempt or Excluded Raffles - Ticket Requirements Defined

Raffles conducted by nonprofit organizations that have an exempt permit or excluded authorization may use tickets that contain only the sequential number of the raffle ticket and no other information if:

1. the organization makes a list of prizes and a statement of other relevant information required by rule available to persons purchasing tickets, and
2. tickets are only sold at the event and on the date when the tickets are drawn.

Nursing Home or Senior Citizen Bingo - Registration Eliminated

Bingo may be conducted with a nursing home or a senior citizen housing project or by a senior citizen organization if:

- the prizes for a single bingo game do not exceed \$10,
- total prizes awarded at a single bingo occasion do not exceed \$200,
- no more than two bingo occasions are held by the organization or at the facility each week,
- only members of the organization or residents of the nursing home or housing project are allowed to play in a bingo game,
- no compensation is paid for any persons who conduct the bingo, and
- a manager is appointed to supervise the bingo.

Effective May 6, 1999, bingo conducted under this paragraph is exempt from sections 349.11 to 349.23, and the Gambling Control Board may not require an organization that conducts bingo under this paragraph, or the manager who supervises the bingo, to register or file a report with the Board.

Dice - Certain Games Allowed

Although dice are not a form of lawful gambling regulated by the Gambling Control Board, legislative changes were made to allow certain dice games to be played—with some restrictions. Social dice games are permitted on the premises and adjoining rooms of retail establishments licensed to sell alcoholic beverages; however, local units of government may enact regulations relating to the use of dice in their respective communities.

- Games allowed: The only games allowed (with restrictions noted below) are board games played with dice, and dice games commonly known as shake-a-day, 3-2-1, who buys, last chance, liar's poker, 6-5-4, horse, and aces.
- Restrictions: Wagers or prizes for the games listed above are limited to food or beverages, and the retail establishment does not organize or participate financially in the games.

All other forms of dice games are illegal and are not allowed in establishments licensed to sell alcoholic beverages.

Rules - Public Advisory Committees Continue

The Board continues to clarify rules through the use of Public Advisory Committees (PACs), which include representatives of the lawful gambling industry who meet to amend existing rules to benefit the industry and maintain the integrity of lawful gambling.

New rules relating to bingo, pull-tabs, raffles, lawful purpose, inventory records, merchandise certificates, and identification (ID) cards became effective on October 25, 1998. These rule changes were discussed in detail in the Fiscal Year 1998 Annual Report.

During fiscal year 1999, a PAC met a series of times on proposed changes to the rules governing the manufacturing standards and approval process for pull-tabs and jar tickets. On July 19, 1999, the Board authorized the beginning of official rulemaking for the proposed changes pursuant to the Minnesota administrative procedure act. The rulemaking process was still ongoing at the time this annual report was issued.



Education and Outreach - Newly Developed Web Site

The Board developed a Web site, providing a whole new avenue of reaching and educating clientele with the most current information on lawful gambling.

Organizations, gambling managers, and other interested persons may access the Web site at the following address:

www.gcb.state.mn.us

The Web site was designed to provide quick, independent access to important lawful gambling information--from licensing requirements, to statistics about gambling, to the most current forms an organization may need. For example, contents of the Web site include:

Continuing Education and Seminars

Current schedules for continuing education classes and gambling manager seminars are available at a glance.

Mentoring

Organizations in need of one-on-one training may access the Request for Mentoring form, including instructions on the steps to take to receive mentoring.

Lawful Gambling Manual

The entire *Lawful Gambling Manual*--one of the Board's most important educational tools--is available from Minnesota's Bookstore. However, the first three chapters dealing with licensing requirements are contained in their entirety on the Web site.

Annual Reports

The Board's annual reports for the past five years are available.

Licensee Lists

A list of currently licensed manufacturers, distributors, and bingo halls is available, complete with license and phone numbers. Users of the Board's Web site can directly link to Minnesota's Bookstore for information on how to obtain a list of currently licensed organizations.

Local Units of Government

Cities and counties may access this section of the Web site to learn more about their statutory authority to adopt more stringent lawful gambling regulations, charge investigation fees, or impose local gambling taxes. City and county reporting forms are also available.

Other Links

The Web site allows access to specific lawful gambling statutes and rules. Links to the Secretary of State's Office, Department of Revenue, Alcohol and Gambling Enforcement Division of Public Safety, and other state agencies are also available.

Education and Outreach - Ongoing Programs

Gambling Manager Seminars

Staff conducted 12 gambling manager seminars during the fiscal year. Each seminar consisted of two days of training and included information on statutes, rules, conduct of lawful gambling, internal controls, reporting and licensing requirements, and responsibilities of organizations conducting lawful gambling.

The seminar is designed for chief executive officers of organizations new to the conduct of lawful gambling and gambling managers who are responsible for the conduct of lawful gambling for their organizations.

Gambling Manager Examinations

Gambling managers are required to pass an examination testing their general knowledge of gambling statutes and rules.

Examinations were administered 12 times during fiscal year 1999.

Lawful Gambling Manual

The *Lawful Gambling Manual*, first published in 1997, was updated in 1999.

This manual is a handy reference guide for either new or experienced CEO's, gambling managers, and organizations.

Mentoring Program

During fiscal year 1999, the staff assisted 114 licensed organizations through its mentoring program.

The program provides one-on-one training to organizations on how to properly manage their gambling operation and comply with all reporting requirements.

The program also provides guidance to licensed organizations that have experienced serious operational difficulties.

New organizations or existing organizations with a new gambling manager may voluntarily participate in this program.

Speaking Engagements

Board staff fulfilled 29 speaking engagement requests, including regional and statewide conferences and conventions (such as VFW, American Legion, Lions, Elks, etc.). Attending these meetings allows the staff to reach a large number of people and provide pertinent lawful gambling information.

Gaming News

The Board published and distributed the monthly *Gaming News* newsletter to all licensees in the lawful gambling industry for 15 years of uninterrupted service.

The newsletter is an essential communication between the Board and the industry, and provides important information from compliance, licensing, and administrative staff. *Gaming News* includes information on legislative and rule changes, scheduled seminars, continuing education classes, forms, and Board activities.

The Departments of Revenue and Public Safety and the Internal Revenue Service periodically contribute articles for the newsletter.

Continuing Education Classes

Board staff conducted 69 continuing education classes during fiscal year 1999.

Monthly continuing education classes are conducted to update organizations on a variety of topics.



These classes are conducted free of charge at various locations throughout the state.

Gambling managers are required to attend one class during each year of their two-year license period. Members and employees of the organizations are invited as well. Classes are open to the general public.

Continuing education class topics included:

- allowable expense and lawful purpose expenditures
- bingo forms and conduct
- Board requests
- common problems found in compliance reviews and site inspections
- internal controls and the CEO
- new rules and legislation
- pull-tab dispensing devices
- pull-tab sellers and the conduct of pull-tabs

Licensing Requirements

Licensing Eligibility Determined

Applications are reviewed by licensing staff to determine if an organization is eligible to be licensed to conduct lawful gambling. The basic statutory requirements include:

- The organization must have been in existence as a nonprofit organization for the past three years.
- The organization must have at least 15 active members over the age of 18.
- The organization must not exist solely for the purpose of conducting gambling.

Premises Permit

Each licensed organization may conduct lawful gambling at sites for which the organization applies and receives a premises permit from the Gambling Control Board. There is no limit on the number of sites where an organization may conduct lawful gambling.

Gambling Manager

Each organization must have a licensed gambling manager who has been an active member of the



organization for at least two years. The gambling manager must meet certain educational requirements, including:

- attending a gambling manager seminar conducted by Board staff,
- passing an examination testing knowledge of gambling requirements, and
- attending continuing education classes during each year of the gambling manager's license.

Employee Registration

Identification cards are issued by the Board to all of an organization's compensated employees who participate in the conduct of lawful gambling.

Ongoing Licensing Compliance

All licensed organizations are required to report to the Board within ten days any changes in the information contained in their license and permit applications. This requirement includes reporting changes in:

- officers
- bank account information
- internal controls
- compensation
- leases
- employees

Organizations are required to be in compliance with statutorily required expense limitations:

- for lawful gambling activity (not including bingo), gross profits spent on expenses may not exceed 55 percent; and
- for bingo operations, gross profits spent on expenses may not exceed 65 percent, less the bingo tax.

All licensed organizations must report allowable expense calculations to the Board if expenses exceed the statutory limit:

- on the organization's licensing anniversary date (12 months after the effective date); and
- at the time of applying for a two-year license renewal.

An organization that is out of compliance must either reimburse its gambling account with non-gambling funds or cease operations until the reimbursement is completed.

Compliance Review Process

Compliance Review Process

A compliance review is a comprehensive examination of an organization's records and activity relating to lawful gambling. The staff reviews gambling account expenditures, check registers, bank records, meeting minutes, and other supporting documentation. Also examined are tax records, internal controls, inventory records, and other documentation supporting how an organization manages its gambling operation.

After the review is conducted, a report is sent to the organization listing any technical violations found in the review and the corrective action to be taken by the organization to resolve the violations.

Post Compliance Reviews

If required, compliance staff performs follow-up reviews to ensure that the organizations have taken the necessary corrective action, and continues to work with each organization until all items are satisfactorily resolved.

If corrective action has not been implemented by the time of the post compliance review, an organization may be issued a citation or be referred to the Board's Compliance Review Group.

Compliance Review Group

The Compliance Review Group (CRG) is the three-member disciplinary committee of the Board appointed by the chair. The CRG meets with licensees to conduct informal inquiries into alleged violations of lawful gambling statutes and rules.



The CRG then proposes a settlement in the form of a consent order containing sanctions for violations that are determined to have occurred. Sanctions range from imposing fines and requiring corrective action--including requiring reimbursement to the lawful gambling bank account--to suspension and/or revocation of a license.

If the organization does not accept the CRG's proposed consent order, a contested case may be filed with the Office of Administrative Hearings. After a hearing is conducted, an administrative law judge forwards a recommendation to the Gambling Control Board for acceptance, modification, or rejection. The Board then issues a Board Order.

Product Approval

The Gambling Control Board considers games and equipment for sale and use in Minnesota. During fiscal year 1999, the Board approved for sale in Minnesota 1,655 new pull-tab games and one bingo ball selection device.

Cease and Desist Orders

Cease and desist orders are legal orders that require a licensed organization to cease and desist violating statute, rule, or Board order. During fiscal year 1999, one cease and desist order was issued to an organization.

Citations

The Board has authorized the Executive Director to issue citations to licensees of the Board. Citations are generally issued for a single issue violation of statute or rule that is not severe enough to merit action by the CRG.

During the fiscal year 74 citations were issued.

Exhibit(s) Page 154 of 213

Lawful Gambling Activity by County

July 1, 1998 - June 30, 1999

COUNTY	GROSS RECEIPTS	GR % CHANGE SINCE 1998 ¹	NET RECEIPTS	NR % CHANGE SINCE 1998 ²
Aitkin	\$ 12,916,000	+ 9.4 %	\$ 2,361,000	+ 9.6 %
Anoka	98,736,000	+ 4.4	18,542,000	+ 5.6
Becker	13,884,000	- 4.5	2,426,000	- 3.9
Beltrami	10,054,000	- 17.9	1,688,000	- 14.7
Benton	10,121,000	+ 12.5	1,991,000	+ 11.4
Big Stone	963,000	+ 14.0	175,000	+ 11.5
Blue Earth	18,875,000	+ 1.4	3,929,000	- 2.0
Brown	7,156,000	- 7.9	1,250,000	- 8.4
Carlton	10,507,000	- 4.7	1,775,000	- 5.5
Carver	13,338,000	+ 4.1	2,426,000	+ 6.8
Cass	12,820,000	+ 5.7	2,296,000	+ 4.5
Chippewa	5,255,000	+ 1.6	830,000	- 1.5
Chisago	11,127,000	- 6.7	1,964,000	- 3.9
Clay	12,707,000	- 3.8	2,391,000	- 0.5
Clearwater	3,489,000	- 11.3	624,000	- 8.5
Cook	34,000	- 50.7	9,000	- 50.0
Cottonwood	2,562,000	+ 5.5	435,000	+ 3.8
Crow Wing	34,300,000	+ 4.8	6,204,000	+ 5.0
Dakota	66,791,000	+ 10.5	12,472,000	+ 9.1
Dodge	3,783,000	+ 26.6	728,000	+ 26.8
Douglas	17,391,000	+ 3.3	2,881,000	+ 2.2
Faribault	5,273,000	+ 4.4	974,000	+ 2.0
Fillmore	6,302,000	+ 17.0	1,236,000	+ 17.7
Freeborn	14,504,000	+ 3.2	2,808,000	+ 2.4
Goodhue	10,903,000	- 8.8	1,666,000	- 12.6
Grant	4,411,000	+ 3.0	635,000	+ 7.1
Hennepin	203,655,000	+ 1.3	38,930,000	- 0.2
Houston	7,640,000	- 6.1	1,575,000	- 7.6
Hubbard	11,993,000	+ 5.9	1,679,000	+ 5.9
Isanti	8,699,000	+ 6.2	1,489,000	+ 6.4
Itasca	23,017,000	+ 1.4	4,203,000	+ 0.3
Jackson	1,410,000	- 1.7	272,000	+ 1.9
Kanabec	4,906,000	+ 18.3	940,000	+ 20.2
Kandiyohi	9,365,000	- 2.1	1,642,000	- 3.6
Kittson	2,442,000	- 3.2	365,000	- 3.9
Koochiching	6,528,000	- 4.0	1,183,000	- 4.8
Lac Qui Parle	1,968,000	+ 7.6	329,000	+ 5.1
Lake	3,874,000	- 6.2	698,000	+ 3.6
Lake of the Woods	5,474,000	+ 6.4	857,000	+ 1.8
Le Sueur	10,483,000	+ 0.3	1,917,000	+ 0.1
Lincoln	1,213,000	- 4.3	246,000	- 5.4
Lyon	3,617,000	- 1.1	693,000	+ 1.2
Mahnomen	378,000	+ 119.8	91,000	+ 102.2
Marshall	5,005,000	- 0.5	772,000	+ 2.3
Martin	6,520,000	+ 9.7	1,316,000	+ 7.3
McLeod	14,007,000	+ 0.1	2,382,000	- 2.5
Meeker	6,766,000	+ 7.5	1,330,000	+ 8.5

Lawful Gambling Activity by County

July 1, 1998 - June 30, 1999

COUNTY	GROSS RECEIPTS	GR % CHANGE SINCE 1998¹	NET RECEIPTS	NR % CHANGE SINCE 1998²
Mille Lacs	\$ 15,517,000	+ 20.5 %	\$ 2,739,000	+ 19.7 %
Morrison	23,140,000	+ 5.6	3,984,000	+ 6.3
Mower	16,711,000	+ 3.0	3,368,000	+ 0.8
Murray	2,064,000	+ 0.7	379,000	- 2.3
Nicollet	6,625,000	+ 16.5	1,301,000	+ 17.8
Nobles	3,517,000	+ 2.5	682,000	+ 1.3
Norman	2,246,000	- 2.2	357,000	- 7.3
Olmsted	23,121,000	+ 10.4	4,812,000	+ 9.0
Otter Tail	22,106,000	- 1.6	3,908,000	- 1.8
Pennington	6,514,000	- 2.9	1,125,000	- 5.9
Pine	12,311,000	+ 2.8	2,241,000	+ 4.6
Pipestone	489,000	- 20.5	106,000	- 15.9
Polk	22,094,000	+ 6.4	3,583,000	+ 3.5
Pope	6,411,000	+ 0.1	1,164,000	+ 5.5
Ramsey	155,962,000	+ 4.4	31,886,000	+ 3.5
Red Lake	2,220,000	- 4.8	341,000	- 5.3
Redwood	2,294,000	+ 16.1	417,000	+ 15.2
Renville	4,474,000	- 2.6	758,000	- 2.3
Rice	16,992,000	+ 7.4	3,388,000	+ 7.2
Rock	1,528,000	+ 6.9	282,000	+ 6.0
Roseau	5,092,000	- 0.4	858,000	0.0
Scott	24,741,000	+ 6.4	4,458,000	+ 6.9
Sherburne	28,262,000	+ 7.2	4,732,000	+ 9.4
Sibley	5,418,000	+ 19.0	914,000	+ 16.3
St. Louis	78,420,000	- 2.7	12,745,000	- 3.5
Stearns	56,028,000	+ 7.1	11,072,000	+ 6.0
Steele	9,883,000	+ 2.7	1,765,000	+ 2.4
Stevens	2,757,000	+ 18.1	473,000	+ 17.1
Swift	4,216,000	- 8.4	745,000	- 9.4
Todd	12,512,000	+ 11.4	2,165,000	+ 11.4
Traverse	871,000	- 9.9	165,000	- 8.8
Wabasha	10,895,000	- 5.4	2,004,000	- 3.3
Wadena	6,053,000	- 1.9	1,049,000	- 0.1
Waseca	7,427,000	- 9.0	1,286,000	- 7.3
Washington	45,920,000	+ 1.2	8,985,000	+ 1.2
Watsonwan	2,533,000	- 13.0	461,000	- 14.2
Wilkin	1,521,000	+ 26.8	269,000	+ 24.5
Winona	16,361,000	+ 10.7	3,484,000	+ 7.6
Wright	33,866,000	+ 4.1	5,868,000	+ 2.7
Yellow Medicine	2,287,000	- 6.7	387,000	- 7.0
TOTALS	\$ 1,448,561,000		\$ 268,331,000	

¹ **GR % Change Since 1998** means the percent change in gross receipts from fiscal year 1998.

² **NR % Change Since 1998** means the percent change in net receipts from fiscal year 1998.

Note: Variances in totals compared to yearly activity are attributed to reports being generated at different times and rounding of figures.

Exhibit 12

November 18, 2014

Dear Parishes of the Archdiocese of Saint Paul and Minneapolis

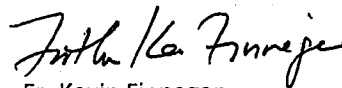
As you are all aware, like many other archdioceses across the country, the Archdiocese of Saint Paul and Minneapolis has been dealing with significant clergy abuse claims. While there have been no lawsuits filed against individual parishes in this archdiocese, many Archdiocesan parishes, including ours, have recently received notices of claims from attorneys representing alleged victims. Other parishes may be receiving such notices in the future. Even if your parish has not received such a notice, it is possible that the claims against the Archdiocese will eventually have an impact on your parish.

In recent months, the Archdiocese has been working diligently toward a global resolution of the clergy abuse claims, and some progress has been made. However, much work remains. Since the interests of the individual parishes are distinct from those of the Archdiocese, we believe that it is prudent for the parishes to have their own representation in this negotiation process.

We, along with several other parishes in the archdiocese, have recently retained Mary Jo Jensen-Carter of Buckley & Jensen to represent us in connection with these matters. In light of the fact that the interests of the parishes are very similar, we believe that it will likely be most cost effective to have one firm representing all the parishes. With that in mind, we have asked Ms. Jensen-Carter to meet with all the parishes in the Archdiocese to discuss this matter further. Ms. Jensen-Carter will not be advising us specifically on clergy abuse issues, but rather on the process of working out a global resolution of the financial issues related to the clergy abuse claims.

We will be holding two similar meetings to discuss these issues and would ask that representatives from your parish attend one or the other. The meetings will be at 7:00 p.m. on **Tuesday, December 2, 2014 at Saint John Neumann, 4030 Pilot Knob Road, Eagan MN and on Thursday, December 11, 2014 at Saint John the Baptist, 835 2nd Avenue NW, New Brighton, MN.**

We have invited all pastors, business administrators and trustees to attend one of these important meetings, and we hope that all of you will attend. At the meetings, Ms. Jensen-Carter will provide you with an overview of the situation and potential involvement of the parishes in the process, as well as information on her qualifications and experience. You will also have the opportunity to ask any questions you may have. We hope you will take this opportunity to join us.



Fr. Kevin Finnegan
Our Lady of Grace, Edina, MN



Fr. David Hennen
St. Elizabeth Ann Seton, Hastings, MN

PARISH REPRESENTATION INFORMATION

SCOPE OF REPRESENTATION:

Mary Jo Jensen-Carter would be hired solely for the purpose of representing the parishes in the Archdiocese's process of obtaining a global settlement of all of the clergy abuse claims. This process may be an out of court resolution or a Chapter 11 bankruptcy case. In either situation, the representation would speak for the parishes in the negotiations. The representation will be limited to representing the parishes in that proceeding. I will not represent the parishes in any future lawsuits which may be filed against the parishes by a victim of clergy abuse. I would, however, assist the parishes in notifying their insurance companies of any claims which may be asserted in an attempt to obtain insurance coverage with respect to the claims.

GOAL OF REPRESENTATION:

Through the representation in the settlement process or the Chapter 11 bankruptcy, I would work on behalf of the parishes to obtain a release from any current or future clergy abuse claims which could be asserted against the parishes and to minimize the financial impact of the settlement on the parishes. The parishes are all separate legal entities and the Archdiocese is not in a position to negotiate on behalf of the parishes. In addition, if the Archdiocese elects to file bankruptcy, the parishes would need legal counsel to be able to participate in a Chapter 11 bankruptcy and I would provide that counsel. My goal would be to be the voice of the parishes through the negotiation process and work to protect the legal rights of the parishes.

ELIGIBILITY TO JOIN GROUP:

Any parish in the Archdiocese is free to join the group. It does not matter if you have an existing claim or not. Although some parishes have been notified of claims against them, others have not. However, that does not mean that future claims will not be received as they continue to surface. I am opening this representation up to all parishes so that everyone will be able to participate in the negotiation process and obtain a release.

BENEFITS OF JOINT REPRESENTATION:

The more parishes we have join the group, the larger the voice with which we will speak and therefore, the more impact we can have on the process. The group representation will also reduce the cost since the legal fees will be spread out among a large group.

HOW TO JOIN THE GROUP:

Fill out the Parish Information Sheet you received at the meeting (or contact me for a new one) and return it to me. I will then send out a joint representation agreement which I will need you to sign and return to me along with a retainer check for \$500 made payable to Buckley & Jensen. Please note that this is an initial retainer and I expect that we may need to ask for additional monies in the future. The total fee will vary depending on how many parishes join the group and how difficult the process of settlement becomes. If additional monies are needed, we will request them and provide you with an explanation as to what funds are needed and the reason they are needed. Any parish who joins the group will have the right to leave the group at any time.

FUTURE QUESTIONS:

Any other questions can be directed to me as follows:

MARY JO A. JENSEN-CARTER

1257 GUN CLUB ROAD

WHITE BEAR LAKE, MINNESOTA 55110

Telephone: (651) 486-7475

Facsimile (651) 486-7468
maryjo@buckleyjensen.com

MARY JO A. JENSEN-CARTER
1257 GUN CLUB ROAD
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Telephone:(651)486-7475
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maryjo@buckleyjensen.com

EDUCATION: Winona State University
Winona, Minnesota
B.S. Paralegal Studies, magna cum laude, 1982

William Mitchell College of Law
St. Paul, Minnesota
J.D., magna cum laude, 1987

EMPLOYMENT:

1987-Present Buckley & Jensen
1257 Gun Club Road
White Bear Lake, MN 55110

Attorney specializing in bankruptcy law. Extensive experience in both consumer and commercial cases including Chapter 7 and Chapter 11 cases. Practice includes representation of debtors, creditors and Chapter 7 trustees. Has represented individual and corporate debtors in numerous Chapter 11 cases and successfully confirmed Chapter 11 plans. A member of the Chapter 7 Trustee Panel appointed by the U.S. Department of Justice since 1998. As a Chapter 7 trustee, has administered thousands of Chapter 7 cases. Has also acted as an operating Chapter 11 trustee in pending Chapter 11 cases. Practice also includes handling general business and non-bankruptcy creditor/debtor matters.

1986-1987 Law Offices of Sheridan J. Buckley
Suite 660
386 North Wabasha Street
St. Paul, Minnesota 55102

Paralegal specializing in bankruptcy law. Duties included preparing documentation needed for filing and processing consumer bankruptcy cases and Chapter 11 reorganization cases and aiding in the administration of Chapter 7 trustee cases.

1982-1986

Kueppers, Kueppers VonFeldt & Salmen
Suite 1250
386 North Wabasha Street
St. Paul, Minnesota 55102

Paralegal. Participated in management of numerous Chapter 11 reorganization cases and consumer bankruptcy cases. Duties included drafting of motions, memoranda, and other documents, including Chapter 11 plans. Duties also included preparation of bankruptcy schedules and extensive contact with clients and creditors. Coordinated closing of trustee cases filed under the Bankruptcy Act for two trustees. Also was involved in drafting general corporate documents and working on real estate and litigation matters.

PROFESSIONAL ACTIVITIES:

Member, U.S. Department of Justice, Chapter 7 Panel Trustees, 1998-Present

Member, Minnesota State Bar Association, 1987-Present

Member, Bankruptcy Section of Minnesota State Bar Association, 1987-Present.

- * Chair of Bankruptcy Section, Minnesota State Bar Association, 2008
- * Vice Chair of Bankruptcy Section, Minnesota State Bar Association, 2007
- * Secretary of Bankruptcy Section, Minnesota State Bar Association, 2006
- * Treasurer of Bankruptcy Section, Minnesota State Bar Association, 2005
- * Chairman of ProBono Committee of Bankruptcy Section, 2007

Frequent Lecturer, Minnesota State Bar Association, CLE Programs related to bankruptcy issues

Volunteer for Volunteer Lawyers Network, 2004 - Present

Recipient of Minnesota State Bar Association Bankruptcy Section Raeder Larson Public Service Award, 2013

Exhibit 13

ARCHDIOCESE OF SAINT PAUL AND MINNEAPOLIS

Parish Financial Audit, Review and Agreed Upon Procedures Guidelines

Audit & Review Guidelines

In Clergy Bulletin Volume XIX, Number 1 of September 2004, Archbishop Roach established certain guidelines for parish finance councils. These guidelines include requirements for audits and reviews of a parish's financial condition. These guidelines are in place in order to give the pastor and the Finance Council some assurances that the finances of the parish are being handled appropriately. The guidelines are as follows:

- I. There will be a financial audit or review of a parish upon the change of a pastor, or every five years.
- II. All audits and reviews are to include a management letter from the audit firm, which will detail suggested improvements to or deficiencies in the parish's operations and system of internal controls.
- III. A copy of all audits or reviews and management letters are to be forwarded to the Archdiocesan Finance Office at the Chancery, once they are published.

Agreed Upon Procedures Program

A new process of financial review was created in 2008 in response to the need for greater review of administrative and financial operational controls as outlined by the Archdiocese, along with increasing costs of CPA audits. The Agreed Upon Procedures (AUP) is considered a **minimum** requirement for the "every five years" or "change of pastor" rules.

You may still need to have an independent audit or review, if required by a financial institution or granting agency. In addition, the pastor, at his discretion, may require an audit or review to be completed.

In some cases, a parish may have met the "every five years" requirement and within that timeframe a "change of pastor" occurs. If this occurs, the pastor may require an audit, review or AUP for the period prior to the change in pastor. If the pastor does not require one of the above to be performed, and you recently had an audit, review or AUP performed, you must receive an exemption from the "change of pastor" rule from the CFO of the Archdiocese in writing.

Archdiocese of Saint Paul and Minneapolis

Parish Audit & Review Guidelines

Page 2 of 2

If you choose or are required to have an audit or review performed, you may select a firm other than the three listed below, however, you should contact several firms that are in your geographic area. We would also caution you to be careful about a conflict of interest that may occur, such as CPAs who go to your church or who are members of a committee within your parish. We suggest that you ask for bids from and interview two or three selected firms, with the understanding that they are independent and have experience with fund accounting. We suggest that parish staff and members of the Finance Council interview the firms.

There are three CPA firms supporting the AUP program: Boulay; Boyum & Barenscheer; and CliftonLarsonAllen. These three firms are listed below. If you choose a firm other than one of these three to perform an audit or review, you will be required to have one of these three firms perform the AUP.

Audit Firms

Boulay PLLP

Attn: Nicholas Basil, CPA, ABV
7500 Flying Cloud Drive, Suite 800
Minneapolis, MN 55344
(952) 893-9320
nbasil@bhz.com

Boyum & Barenscheer PLLP

Attn: Philip Paquette, CPA/PFS, CFP
3050 Metro Drive, Suite 200
Minneapolis, MN 55425-1547
(952) 854-4244
ppaquette@boybarcpa.com

CliftonLarsonAllen LLP

Attn: Harold Parsons, CPA
220 South 6th Street, Suite 300
Minneapolis, MN 55402-1436
(612) 397-3058
harold.parsons@cliftonlarsonallen.com

Exhibit 14

ANNUAL REPRESENTATION LETTER

[on parish letterhead]

[Insert Date]

The Most Reverend Bernard A. Hebda
Apostolic Administrator
Archdiocese of Saint Paul and Minneapolis
226 Summit Avenue
Saint Paul, MN 55102

Your Excellency:

Enclosed please find the financial statements that were presented to the parishioners of [insert legal name of parish] on _____, 20____. Please accept this letter and the attachments as the annual representation concerning the financial management of [insert legal name of parish] for the fiscal year ending June 30, 20xx.

With this letter, we confirm the following:

1. That the annual budget was made available to parishioners on [insert date];
2. That financial statements (including but not limited to a Statement of Financial Position and Statement of Activities) were made available to parishioners as follows:

Date of Financial Statement	Date Issued to Parishioners

3. That the Parish Finance Council regularly reviews and discusses the budget and periodic financial statements;
4. That meetings of the Parish Finance Council for the fiscal year ending June 30, 20xx, were held on the following dates:
 - a. [insert date of meeting]
 - b. [insert date of meeting]
 - c. [insert date of meeting]
 - d. [insert date of meeting]

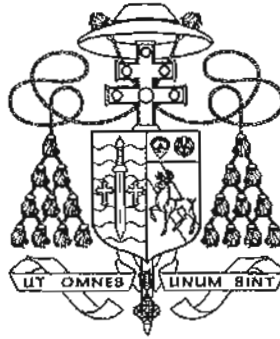
The above is hereby attested to by the Pastor of [insert legal name of parish] and the members of the Parish Finance Council.

Name of Member	Occupation	Signature of Member

Sincerely yours in Christ,

Reverend [insert name of pastor], Pastor
[insert legal name of parish]

Exhibit 15



ARCHDIOCESE OF SAINT PAUL AND MINNEAPOLIS

CLERGY BULLETIN

December 7, 2011

2nd Revision

**MINIMUM AND MAXIMUM LIMITS FOR FINANCIAL ADMINISTRATION INCLUDING
CORPORATE ACTION**

Reverend and dear Fathers,

On March 31, 2010, new USCCB complementary legislation regarding canon 1292 §1 of the *Code of Canon Law* came into effect. This legislation establishes the new minimum and maximum limits for alienation of property and other notable transactions by public juridic persons subject to the local bishop, which includes parishes, schools, and other institutions. A copy of the decree of promulgation is attached.

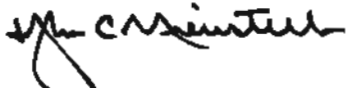
As a result of the promulgation of this legislation, I have determined that changes are necessary to Archdiocesan particular law as it relates to alienation of property and other important transactions by parishes and other institutions. Prior to this time, parishes and institutions were required to seek a proxy for civil corporate action when the financial amount of a transaction was in excess of \$30,000. In order to bring this amount into harmony with the new complementary norms, I am lowering that amount to \$25,000, effective immediately.

Therefore, effective immediately, financial transactions by parishes, schools, and institutions which are in excess of \$25,000 are no longer considered acts of ordinary administration, and consequently prior to completing such transactions the consent of the Archbishop must be sought and received. In addition, for alienation of property worth more than \$25,000 as well as other transactions which, according to the norm of the law, can worsen the patrimonial condition of the parish, school, or institution to a corresponding amount¹, the consent of the Archbishop as well as the Archdiocesan Finance Council and the College of Consultors is required.

Transactions which could worsen the patrimonial condition of the juridic person may include initiating a program of financing by the issuance of instruments such as bonds, mortgages or incurring other debt. It may also include the transfer of rights such as easements, liens and options. In this Archdiocese it also includes resolving an individual or aggregate claim(s) by financial settlement in excess of \$25,000.

Transactions which require the consent of the Archbishop will normally require a proxy for civil corporate action. In cases involving the alienation of property or other transactions which can worsen the patrimonial condition of the public juridic person, additional information will be required and parishes, schools, and other institutions should contact the Chancery prior to presenting the request for approval to determine what documentation will be sufficient for those purposes. Every effort will be made to return a timely response to the request. However, parishes, schools, and other institutions should be aware that the required consultations may take several weeks to complete.

Given at Saint Paul, Minnesota, this 7th day of December, in the year of Our Lord 2011. All things to the contrary notwithstanding.



The Most Reverend John C. Nienstedt
Archbishop of Saint Paul and Minneapolis



Jennifer Haselberger
Chancellor for Canonical Affairs

¹ The complementary legislation establishes as the minimum limit \$25,000 or 10% of the prior year's ordinary annual income. However, for the purpose of clarity, the particular law in this Archdiocese caps acts of ordinary administration at \$25,000, and also requires a proxy for any transaction in excess of \$25,000. Therefore, the 10% criteria is not applicable.



3211 FOURTH STREET NE • WASHINGTON DC 20017-1194 • 202-541-3100 • FAX 202-541-3166

Office of the President

Most Reverend Timothy M. Dolan
Archbishop of New York
President

United States Conference of Catholic Bishops United States of America

DECREE OF PROMULGATION

On November 13, 2002, the Latin Church members of the United States Conference of Catholic Bishops approved complementary legislation for the implementation of canon 1292, §1 of the *Code of Canon Law* for the dioceses of the United States. The action was granted recognition by the Congregation for Bishops in accord with article 82 of the Apostolic Constitution *Pastor Bonus*, issued by a Decree (Prot. N. 296/84) of the Congregation for Bishops, dated June 3, 2003, and signed by His Eminence Giovanni Battista Cardinal Re, Prefect, and His Excellency Most Reverend Franciscus Monterisi, Secretary. On March 31, 2004, a subsequent Decree with the same Protocol Number was issued granting recognition to the norms *ad biennium*. Through subsequent Decrees, dated January 31, 2006 and March 31, 2008, again with the same aforementioned Protocol Number, the same Congregation decreed the extension of its previously granted *recognitio* for two additional two-year periods. By means of a Decree, dated March 31, 2010 (Prot. N. 778/2005), signed by His Eminence Giovanni Battista Cardinal Re, Prefect, and His Excellency Most Reverend Manuel Monteiro de Castro, Secretary, the Congregation for Bishops granted definitive recognition to the following defined sums. A subsequent Decree, dated May 10, 2011, with the same aforementioned Protocol Number, signed by His Excellency Most Reverend Manuel Monteiro de Castro, Secretary, and His Excellency Most Reverend Giovanni Maria Rossi, Subsecretary, granted definitive recognition to the sums defined in norm 3 of the complementary legislation.

Wherefore, and in accord with the prescripts of canon 1292, §1, the United States Conference of Catholic Bishops decrees that:

1. The maximum limit for alienation and any transaction which, according to the norm of law, can worsen the patrimonial condition is \$7,500,000 for Dioceses with Catholic populations of half a million persons or more. For other Dioceses the maximum limit is \$3,500,000 (cf. can. 1295).
2. The minimum limit for alienation and any transaction which, according to the norm of law, can worsen the patrimonial condition is \$750,000 for Dioceses with Catholic populations of half a million persons or more. For other Dioceses the minimum limit is \$250,000.
3. For the alienation of property of other public juridic persons subject to the Diocesan Bishop, the maximum limit is \$3,500,000 and the minimum limit is \$25,000 or 10% of the prior year's ordinary annual income, whichever is higher.

As President of the United States Conference of Catholic Bishops, I hereby decree that these norms are effective immediately for all dioceses of the United States Conference of Catholic Bishops.

Given at the offices of the United States Conference of Catholic Bishops, in the city of Washington, the District of Columbia, on the 1st of December, in the year of our Lord 2011.

Handwritten signature of Timothy M. Dolan in black ink.

Most Reverend Timothy M. Dolan
Archbishop of New York
President, USCCB

Handwritten signature of Monsignor Rommy E. Jenkins in black ink.

Reverend **Monsignor Rommy E. Jenkins**
General Secretary, USCCB

Prot. N. 778/2005



CONGREGATIO PRO EPISCOPIIS

FOEDERATARUM CIVITATUM AMERICAE SEPTENTRIONALIS

De Conferentiae Episcoporum decreti generalis recognitione

DECRETUM

Exc.mus P.D.Timotheus Michael Dolan, Conferentiae Episcoporum Foederatarum Civitatum Americae Septentrionalis Praeses, ab Apostolica Sede postulavit ut summarum maximae et minimae bonorum alienandorum modificatio (can. 1292 § 1, Codicis Iuris Canonici) pro publicis personis iuridicis Episcopo dioecesano subiectis, rite recognosceretur

Congregatio pro Episcopis, vi facultatum sibi articulo 82 Constitutionis Apostolicae "Pastor Bonus" tributarum et collatis consiliis cum Congregatione pro Clericis, summas, pro publicis personis iuridicis Episcopo dioecesano subiectis, ratas habet, id est:

summam maximam - \$ 3.500.000

uti minimam, maiorem inter \$ 25,000 et centesimas decimas partes ordinarii annui proventus.

Datum Romae ex Aedibus Congregationis pro Episcopis, die 10 mensis Maii anno 2011.

+ Emmanuel Monteiro de Castro
A. Sec.
Joannes M. [Signature]
Subsec.

Exhibit 16

Group Exemptions

Tax Exempt and Government Entities Division

What is a group exemption letter?

The IRS sometimes recognizes a group of organizations as tax-exempt if they are affiliated with a central organization. This avoids the need for each of the organizations to apply for exemption individually. A group exemption letter has the same effect as an individual exemption letter except that it applies to more than one organization.

What is the reason for group exemptions?

Group exemptions are an administrative convenience for both the IRS and organizations with many affiliated organizations. Subordinates in a group exemption do not have to file, and the IRS does not have to process, separate applications for exemption. Consequently, subordinates do not receive individual exemption letters.

What types of organizations can qualify for group exemptions?

Exempt organizations that have or plan to have related organizations that are very similar to each other may apply for a group exemption.

What are central and subordinate organizations?

Groups of organizations with group exemption letters have a "head" or main organization, referred to as a central organization. The central organization generally supervises or controls many chapters, called subordinate organizations. The subordinate organizations typically have similar structures, purposes, and activities.

Example: X is a national, fraternal organization exempt under Internal Revenue Code ("IRC") section 501(c)(8). X has several state and hundreds of local chapters that have nearly identical articles of incorporation, by-laws, purposes, and activities. As the national organization, X is considered the central organization; the state and local chapters are subordinate organizations and are covered under X's group exemption.

What criteria must organizations meet to be included in a group exemption?

To qualify for a group exemption, the central organization and its subordinates must have a defined relationship. Subordinates must be:

Affiliated with the central organization;
Subject to the central organization's general supervision or control; and
Exempt under the same paragraph of IRC 501(c), though not necessarily the paragraph under which the central organization is exempt.

[Rev. Proc. 80-27, 1980-1 C.B. 677](#) sets forth additional criteria.

Must the central organization be recognized by the IRS as tax-exempt before the organization can obtain a group exemption?

No. A central organization may submit its request for a group exemption at the same time it submits its exemption application on Form 1023 or Form 1024. Although churches are not required to apply for recognition of their own status in order to be tax-exempt, under the procedures for group rulings, a church

must request recognition of its own exempt status in order to be the central organization in a group ruling.

Are there any special rules for churches?

With limited exceptions, churches are subject to the same general requirements relating to group rulings as other organizations. However, churches are not required to file annual updates notifying the IRS of changes in the composition of the group.

Where does a central organization apply for exemption and submit a request for a group exemption?

A central organization sends its application for exemption, the request for a group exemption, and the required user fee, to:

Internal Revenue Service
P.O. Box 192
Covington, KY 41012-0192

Or, if using express mail or a delivery service, to:

Internal Revenue Service
201 West Rivercenter Blvd.
Attn: Extracting Stop 312
Covington, KY 41011

What must a request for a group exemption contain?

The central organization submits a letter to the IRS on behalf of itself and its subordinates. The letter includes:

- a. Information verifying the existence of the required relationship;
- b. A sample copy of a uniform governing instrument (such as a charter, trust indenture, articles of association, etc.) adopted by the subordinates;

- c. A detailed description of the purposes and activities of the subordinates including the sources of receipts and the nature of expenditures;
- d. An affirmation by a principal officer that, to the best of the officer's knowledge, the purposes and activities of the subordinates are as set forth in (b) and (c) above;
- e. A statement that each subordinate to be included in the group exemption letter has furnished written authorization to the central organization;
- f. A list of subordinates to be included in the group exemption letter to which the IRS has issued an outstanding ruling or determination letter relating to exemption;
- g. If the application for a group exemption letter involves IRC 501(c)(3), an affirmation to the effect that, to the best of the officer's knowledge and belief, no subordinate to be included in the group exemption letter is a private foundation as defined in IRC 509(a);
- h. For each subordinate that is a school claiming exemption under IRC 501(c)(3), the information required by [Rev. Proc. 75-50, 1975-2 C.B. 834](#) and [Rev. Rul. 71-447, 1971-2 C.B. 230](#); and
- i. A list of the names, mailing addresses (including zip code), actual addresses (if different), and employer identification numbers of subordinates to be included in the group exemption letter. A current directory of subordinates may be furnished in lieu of the list if it includes the required information and if the subordinates not to be included in the group exemption letter are identified.

The rules for applying for a group exemption are set forth in [Rev. Proc. 80-27, 1980-1 C.B. 677](#).

How does the group exemption process work?

Upon receipt of an application Form 1023 or 1024 and a request for group exemption, the IRS first determines whether the central organization and the existing subordinates qualify for tax exemption. Once the IRS grants the exemption, the central organization is responsible for: (1) ensuring that its current subordinates continue to qualify to be exempt; (2) verifying that any new subordinates are exempt; and (3) updating the IRS on an annual basis of new subordinates, subordinates no longer to be included, and subordinates that have changed their names or addresses.

What is included in an annual update?

Annual updates must contain the following information:

- a. Information about changes in purposes, character, or method of operation of subordinates included in the group exemption letter.
- b. Lists of :
 1. subordinates that have changed their names or addresses during the year;
 2. subordinates no longer to be included in the group exemption letter because they have ceased to exist, disaffiliated, or withdrawn their authorization to the central organization; and
 3. subordinates to be added to the group exemption letter because they are newly organized or affiliated or have newly authorized the central organization to include them.

Each list must show the names, mailing address (including zip codes), actual address if different, and employer identification numbers of the affected subordinates.

An annotated directory of subordinates will not be accepted for this purpose. If none of these changes occurred, the central organization must submit a statement to that effect.

- c. The same information about new subordinates that was required in the initial request. If a new subordinate does not differ in any material respects from the subordinates included in the original request, however, a statement to this effect may be submitted in lieu of detailed information.

Where does a central organization submit an annual update?

Annual updates go to the Ogden Service Center, Mail Stop 6271, Ogden, UT 84404-4749. Six months before the update is due, the IRS sends the central organization a list of currently listed subordinates, sometimes called *List of Parent and Subsidiary Accounts*.

What are the filing requirements for organizations that hold group exemptions?

A group exemption letter does not change the filing requirements for exempt organizations. **The central organization and the subordinates must file Forms 990 (or 990-EZ), unless they meet a filing exception.** If it is required to file an annual return, the central organization must file its own separate return but may also file a group return on behalf of some or all of its subordinates. If the central organization files on behalf of some of its subordinates, rather than all, it must attach a list of the subordinates included in the return.

How do I verify that an organization is included as a subordinate in a group exemption ruling?

The central organization that holds a group exemption (rather than the IRS) determines which organizations are included as subordinates under its group exemption ruling. Therefore, you can verify that an organization is a subordinate under a group exemption ruling by consulting the official subordinate listing approved by the central organization or by contacting the central organization directly. You may use either method to verify that an organization is a subordinate under a group exemption ruling.

How do donors verify that contributions are deductible under section 170 with respect to a subordinate organization in a section 501(c)(3) group exemption ruling?

Donors should consult IRS Publication 78, *Cumulative List of Organizations described in Section 170(c) of the Internal Revenue Code of 1986*, or obtain a copy of the group exemption letter from the central organization. The central organization's listing in Publication 78 will indicate that contributions to its subordinate organizations covered by the group exemption ruling are also deductible, even though most subordinate organizations are not separately listed in Publication 78 or on the EO Business Master File. Donors should then verify with the central organization, by either of the methods indicated above, whether the particular subordinate is included in the central organization's group ruling. The subordinate organization need not itself be listed in Publication 78 or on the EO Business Master File. Donors may rely upon central organization verification with respect to deductibility of contributions to subordinates covered in a section 501(c)(3) group exemption ruling.

Where can an organization get additional information?

You can get more information about group exemptions and the group ruling process from the IRS Exempt Organizations Division:

EO Web Site [www.irs.gov/eo]

[Publication 557](#), *Tax-Exempt Status for Your Organization*.

EO Customer Account Services

You may direct questions about group exemptions to the IRS Tax Exempt and Government Entities Customer Account Services at (877) 829-5500 (toll-free number).

If you prefer to write, you may write us at:

Internal Revenue Service
Exempt Organizations Determinations
P.O. Box 2508
Cincinnati, OH 45201



Department of the Treasury
Internal Revenue Service

www.irs.gov

Publication 4573 (Rev. 6-2007)
Catalog Number 49351Q

Exhibit 17



October 17, 2010

Dear Friends in Christ,

After two years of consultation, and much prayer and reflection on the part of many, I am announcing our Strategic Plan for the Archdiocese of Saint Paul and Minneapolis. This plan is the culmination of a process launched in February 2009 when I named the Archdiocesan Strategic Planning Task Force. In formulating their recommendations to me, task force members have considered the input of thousands of people including pastors, parish and Catholic school leaders and staff, parishioners and Catholic school families. I have made decisions regarding the future of our parishes and schools based upon the task force recommendations in consultation with the Presbyteral Council, the Archdiocesan Finance Council, and others. I recognize that some people directly impacted by the decisions will find them difficult to embrace. I am also hopeful that upon reflection everyone in the Archdiocese will see the long-range benefits that these changes will bring. I respectfully ask for your acceptance and understanding.

The strategic decisions and initiatives outlined in this plan are necessary to ensure the health of our local Church, which is the Archdiocese, for us now and for generations to come. The main goal of the planning process is a revitalized and sustainable local Church, responsive to the needs of all of our brothers and sisters in Christ. The changes are aimed at fostering a dynamic communion of faith, hope, and love in this local Church. This vision, which is as old as the first gathering of disciples with the Lord, informs the mission that guides us today: making the name of Jesus Christ known and loved by promoting and proclaiming the Gospel in word and deed through vibrant parish communities, quality Catholic education, and ready outreach to the poor and marginalized.

You are likely familiar with at least some of the factors prompting the need for change. A disproportionate number of parish and school buildings are located in areas where the population is no longer growing. Demographic shifts and economic pressures have exacerbated these challenges. Another set of factors is the number of priests available for ministry and the challenges of providing sufficient ordained and lay pastoral leaders throughout the Archdiocese.

While the merging and clustering of parishes will involve significant challenges, we must have faith that great good can come about when we work together. As our patron St. Paul reminds us, we are called to be one body in Christ (1 Corinthians 12:12). The Church is not primarily about buildings; it is about people and relationships fostered in and through Christ. It is therefore hoped that the strategic decisions and initiatives of this plan will allow us to become more relationship focused, so that the mission of Jesus will be more effectively accomplished.

I invite you to join me in working together to create even more vibrant communities in our parishes and Catholic schools. The Church is growing - and changing. Please take comfort in knowing, as the Second Vatican Council reminds us, "beneath all the changes there are many realities which do not change and which have their ultimate foundation in Christ, who is the same yesterday and today, yes and forever" (Gaudium et spes, 10). Together, we can look to the future and do what the Church has done for two millennia: adapt to changes that best serve the faithful while remaining true to our Catholic faith. Let us work together to comfort the afflicted, welcome the stranger, educate our children, and greet the challenges and even greater opportunities before us with faith in our Savior, Jesus Christ. Please join me in praying for the future of our Archdiocese of Saint Paul and Minneapolis. May God bless you!

With every good wish, I remain,

Cordially yours in Christ,

A handwritten signature in black ink, reading "John C. Nienstedt". The signature is written in a cursive style and is preceded by a small cross symbol.

The Most Reverend John C. Nienstedt
Archbishop of Saint Paul and Minneapolis

Exhibit 18



To All To Whom These Presents Shall Come, Greeting:

Whereas, Articles of Incorporation, duly signed and acknowledged under oath, have been recorded in the office of the Secretary of State, on the 28th day of May, A. D. 1957 for the incorporation of

The Catholic Bulletin Publishing Company

under and in accordance with the provisions of the Minnesota Nonprofit Corporation Act, Minnesota Statutes, Chapter 317;

Now, Therefore, I, Joseph L. Donovan, Secretary of State of the State of Minnesota, by virtue of the powers and duties vested in me by law, do hereby certify that the said

The Catholic Bulletin Publishing Company

is a legally organized Corporation under the laws of this State.

Witness my official signature hereunto subscribed and the Great Seal of the State of Minnesota hereunto affixed this twenty-eighth day of May in the year of our Lord one thousand nine hundred and fifty-seven.

Joseph L. Donovan
Secretary of State.

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KNOW ALL MEN BY THESE PRESENTS, that we, the undersigned
William O. Brady, the Roman Catholic Archbishop of Saint Paul, Minnesota,
John J. Cullinan, the Vicar General of the Archdiocese of Saint Paul,
Minnesota, and Gerald O'Keefe, the Chancellor of the Archdiocese of Saint
Paul, Minnesota, do hereby associate ourselves together for the purpose of
creating and organizing, in conformity with the rules and discipline of the
Roman Catholic Church, a non-profit corporation, under the name and for the
purpose hereinafter stated, pursuant to the provisions of Chapter 317 of
Minnesota Statutes and all acts amendatory thereof and supplementary thereto,
and for that purpose and to that, and do hereby adopt and sign the following
Articles of Incorporation:

Article 1.

The name of this corporation shall be THE CATHOLIC BELLEVILLE
PUBLISHING COMPANY.

Article 2.

The purpose of this corporation shall be the printing, pub-
lishing and distribution of a newspaper, or newspapers, magazines, books
and pamphlets.

In addition to and not in limitation of any of the foregoing
purposes, this corporation shall have power to do all things necessary,
useful or incidental to the carrying out, or exercise, of the purposes
listed above and to do all other things permitted and authorized by law.

Article 3.

This corporation shall not afford pecuniary gain, incidentally
or otherwise, to any of its members.

Article 4.

The period of duration of the corporation shall be perpetual.

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Article 5.

Its location and registered office shall be the City of Saint Paul, and County of Ramsey, and State of Minnesota.

Article 6.

The names and addresses of the incorporators are as follows:

William O. Brady, Archbishop of Saint Paul, 244 Dayton Avenue, St. Paul 2, Minnesota.

John J. Collins, Vicar General of the Archdiocese of Saint Paul, 1079 Summit Avenue, St. Paul 5, Minnesota.

Gerald O'Keefe, Chancellor of the Archdiocese of Saint Paul, 239 Selby Avenue, St. Paul 2, Minnesota.

Article 7.

The government of this corporation and the management of its affairs shall be vested in a Board of Directors. The number of directors, with their qualifications, manner of election, terms of office, the time and place of meeting, as well as their powers and duties, shall be prescribed by the bylaws.

The Board of Directors shall have the right to adopt bylaws for the management of the affairs of the corporation, which, in addition to all other lawful provisions, may provide for an Executive Committee of said Board of Directors which may exercise all the powers of said Board of Directors when the Board is not in session.

Article 8.

The first Board of Directors shall consist of the three incorporators, to-wit:

William O. Brady, 244 Dayton Avenue, St. Paul 2, Minnesota

John J. Collins, 1079 Summit Avenue, St. Paul 5, Minnesota

Gerald O'Keefe, 239 Selby Avenue, St. Paul 2, Minnesota

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They shall hold office until the first annual meeting of the Board of Directors following the completion of incorporation, as prescribed by the bylaws, and until their successors shall have been chosen and shall have qualified.

Article 9.

The corporation shall have no capital stock and none of the members shall have any personal liability for corporate obligations.

Article 10.

Membership in this corporation shall be limited to the Roman Catholic Archbishop of Saint Paul, Minnesota, the Vicar-General of the Archdiocese of Saint Paul and the Chancellor of the Archdiocese of Saint Paul, who shall be members ex officio, and other members of the Roman Catholic Church who are appointed as members by the Archbishop of Saint Paul.

The qualifications of the appointive members, the limitations upon their number and the conditions and duration of their membership shall be prescribed by the bylaws.

The persons who may hold the offices respectively of Archbishop of Saint Paul, Vicar-General and Chancellor, as aforesaid, and their successors in office, inurever, shall, by virtue of their respective offices, always be members of this corporation, but on ceasing to hold such office the corporate membership of each shall cease at once and his successor in office shall become a member in his place.

In case of a vacancy in the office of Archbishop of Saint Paul, or should any person be appointed in his stead to administer the spiritual and temporal affairs of the Archdiocese of Saint Paul, then during such vacancy or suspension of the authority of such Archbishop such administrator of the affairs of the Archdiocese, or any person appointed under the rules and discipline of the Roman Catholic Church to preside over and administer

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its affairs, shall, while acting as such administrator, or appointee, be a member of such corporation with all the rights and powers incident thereto; but his membership shall cease at once when such vacancy has been filled or suspension of authority removed.

Article 11.

The executive officers of this corporation shall consist of a President, who shall be an official Chairman of the Board of Directors, a Vice President, a Secretary and a Treasurer.

The Archbishop of Saint Paul shall be President ex officio. The remaining officers shall be chosen by and from the Board of Directors at the time and in the manner prescribed by the bylaws.

Article 12.

Meetings of the members of this corporation and meetings of the Board of Directors shall be held at the times and in the places prescribed by the bylaws.

The first annual meeting of the members and of the Board of Directors shall be held at the registered office of the corporation in the City of St. Paul on the 1st day of June, 1997.

IN WITNESS WHEREOF, we, the undersigned hereunto set our hands and seals this 24th day of May, 1997.

In The Presence Of:

Paul DeGroot
John C. Thomsen

William G. Brady
John J. Collins
Donald O'Keefe

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STATE OF MINNESOTA }
COUNTY OF RAMSEY } ss.

On this 21th day of May, 1957, before me, a Notary Public within and for said County, personally appeared William O. Brady, John F. Callinan and Gerald O'Keefe, to me known to be the persons described in and who executed the foregoing instrument, and they acknowledged that they executed the same as their free act and deed.

Paul Daggatt
Paul Daggatt
Notary Public, Ramsey County, Minnesota

My Commission expires September 1, 1961.

STATE OF MINNESOTA
DEPARTMENT OF STATE
I hereby certify that the within instrument was filed for record in this office on the 22 day of May, A. D. 1957, at 11:42 o'clock A. M. and was duly recorded in Book 16 of Incorporation, on page 106.

Joseph A. Donovan
Secretary of State

APPROVED & FILED
INDEXED
MAY 22 1957
DEPARTMENT OF STATE

F-38, 372

CERTIFICATE OF AMENDMENT
of
ARTICLES OF INCORPORATION
of
THE CATHOLIC BULLETIN PUBLISHING COMPANY

We, the undersigned, Ambrose V. Hayden and Bernard Casserly, respectively the Treasurer and the Secretary of The Catholic Bulletin Publishing Company, a Minnesota corporation organized and existing under the laws of the State of Minnesota, pursuant to Chapter 317 of the Minnesota Statutes, do hereby certify that, at a regular meeting of the members of said corporation, notice of such meeting and of the proposal to amend the Articles of Incorporation having been duly given according to law, held on the 6th day of March, 1972 at 226 Summit Avenue, St. Paul, Minnesota, at which meeting all members of the corporation were in attendance in person or by proxy, a resolution as hereinafter set forth was adopted by a unanimous vote of all members of said corporation:

BE IT RESOLVED, that the Articles of Incorporation of The Catholic Bulletin Publishing Company, a Minnesota corporation organized and existing under the laws of the State of Minnesota, are hereby amended so that Article II shall read as follows:

"The purpose of this corporation shall be to print, publish and distribute religious publications only, including a newspaper, or newspapers, magazines, books and pamphlets, and this corporation shall have power to do all things necessary, useful or incidental to the carrying out or exercise of such purpose.

"BE IT FURTHER RESOLVED, that the officers of this corporation are directed to execute an appropriate Certificate of Amendment of Articles of Incorporation for filing in the office of the Secretary of State in the State of Minnesota and the officers are directed to file and record said certificate according to law."

IN WITNESS WHEREOF, we have subscribed our names and caused

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CERTIFICATE OF AMENDMENT

of

ARTICLES OF INCORPORATION

of

THE CATHOLIC BULLETIN PUBLISHING COMPANY

We, the undersigned, Ambrose V. Hayden and Bernard Casserly, respectively the Treasurer and the Secretary of The Catholic Bulletin Publishing Company, a Minnesota corporation organized and existing under the laws of the State of Minnesota, pursuant to Chapter 317 of the Minnesota Statutes, do hereby certify that, at a special meeting of the members of said corporation, notice of such meeting and of the proposal to amend the Articles of Incorporation having been duly given according to law, held on the 22nd day of May, 1972, at 226 Summit Avenue, St. Paul, Minnesota, at which meeting all members of the corporation were in attendance in person or by proxy, a resolution as hereinafter set forth was adopted by a unanimous vote of all members of said corporation:

BE IT RESOLVED, That the Articles of Incorporation of The Catholic Bulletin Publishing Company, a Minnesota corporation organized and existing under the laws of the State of Minnesota, are hereby amended as follows:

1. That Article 2 shall be amended to read as follows:

"The purpose of this corporation shall be to print, publish and distribute only official religious publications of the Archdiocese of Saint Paul and Minneapolis, including, but not limited to, a newspaper known as 'The Catholic Bulletin', and other newspapers, magazines, books and pamphlets; and this corporation shall have the power to do all things necessary, useful, conducive or incidental to the carrying out or exercise of such purpose."

2. That a new article, designated as Article 13, be adopted and that said article shall read as follows:

"In the event of a dissolution, liquidation or other termination of corporate existence, whether voluntary or involuntary, all property and assets, of whatever kind or nature, remaining after payment, satisfaction or discharge of all debts, liabilities, obligations and expenses of the corporation shall be transferred, conveyed or otherwise distributed to the Archdiocese of Saint Paul and Minneapolis."

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BE IT FURTHER RESOLVED, That the officers of this corporation are hereby directed to execute an appropriate Certificate of Amendment of Articles of Incorporation for filing in the office of the Secretary of State in the State of Minnesota, and the officers are directed to file and record said certificate according to law.

IN WITNESS WHEREOF, We have subscribed our names and caused the corporate seal of this corporation to be hereto affixed this 22 day of May, 1972.

IN THE PRESENCE OF:

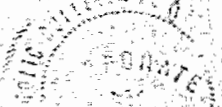
THE CATHOLIC BULLETIN PUBLISHING COMPANY

Raymond M. St. Charles

By: Leo C. Byrne
Leo C. Byrne
Vice President

Franklyn Lynch

By: Bernard Casserly
Bernard Casserly
Secretary



STATE OF MINNESOTA)
) ss
COUNTY OF RAMSEY)

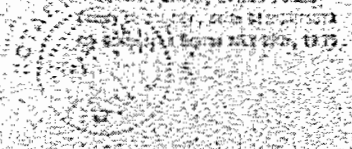
Leo C. Byrne and Bernard Casserly, being first duly sworn, on oath depose and say that they are respectively the Vice President and Secretary of The Catholic Bulletin Publishing Company, the corporation named in the foregoing Certificate; that said Certificate contains the true statement of the action of the members of the corporation and the Board of Directors of said corporation duly taken as aforesaid; that the seal affixed is the corporate seal of said corporation; that said certificate is executed on behalf of said corporation by its express authority, and they further acknowledge the same to be their free act and deed and the free act and deed of said corporation.

Leo C. Byrne
Leo C. Byrne

Subscribed and sworn to before me this 22 day of May, 1972.

Bernard Casserly
Bernard Casserly

Franklyn Lynch
Notary Public



5-38,205

CERTIFICATE OF AMENDMENT

of

ARTICLES OF INCORPORATION

of

THE CATHOLIC BULLETIN
PUBLISHING COMPANY

STATE OF MINNESOTA
DEPARTMENT OF STATE

I hereby certify that the within
instrument was filed for record in this
office on the 7 day of June
A. D. 1922 at Proctor, Minn.
and was duly recorded in Book S-38
of Incorporations, on page 203

Allen J. Erdahl
Secretary of State

APPROD. & FILED
INDEXED
SER. FILED
DET. CHECKED

Meyer, Kennedy & Quinn
Attorneys at Law
430 Minnesota Building
St. Paul, Minnesota 55101
226-8844

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CERTIFICATE OF AMENDMENT

of

ARTICLES OF INCORPORATION

of

THE CATHOLIC BULLETIN PUBLISHING COMPANY

We, the undersigned, John R. Roach and Robert J. Carlson, respectively the President and Secretary of The Catholic Bulletin Publishing Company, a Minnesota corporation organized and existing under the laws of the State of Minnesota, pursuant to Chapter 317 of the Minnesota Statutes, do hereby certify that, at a regular meeting of the Board of Directors of said corporation, notice of such meeting and of the proposal to amend the Articles of Incorporation having been duly given or waived according to law, held on the 14th day of August, 1979, at 226 Summit Avenue, St. Paul, Minnesota, at which meeting more than two-thirds of the members of said Board were present, a resolution as set forth hereinafter was adopted by a unanimous vote of all Directors present:

BE IT RESOLVED, That the Articles of Incorporation of The Catholic Bulletin Publishing Company, a Minnesota corporation organized and existing under the laws of the State of Minnesota, are hereby amended as follows:

- 1. That Article 10 shall be amended to read as follows:

"Membership in this corporation shall be limited to the Roman Catholic Archbishop of Saint Paul and Minneapolis, the Vicar-General of The Archdiocese of Saint Paul and Minneapolis and the Chancellor of The Archdiocese of Saint Paul and Minneapolis, who shall be members ex officio, and other members appointed by the Archbishop of Saint Paul and Minneapolis.

086277

"The qualifications of the appointive members, the limitations upon their number and the conditions and duration of their membership shall be prescribed by the Bylaws.

"The persons who may hold the offices respectively of Archbishop of Saint Paul and Minneapolis, Vicar-General and Chancellor, as aforesaid, and their successors in office, forever, shall, by virtue of their respective offices, always be members of this corporation, but, on ceasing to hold such office, the corporate membership of each shall cease at once and his successor in office shall become a member in his place.

"In case of a vacancy in the office of Archbishop of Saint Paul and Minneapolis, or should any person be appointed in his stead to administer the spiritual and temporal affairs of The Archdiocese of Saint Paul and Minneapolis, then during such vacancy or suspension of the authority of such Archbishop, such administrator of the affairs of the Archdiocese, or any person appointed under the rules and discipline of the Roman Catholic Church to preside over and administer its affairs, shall, while acting as such administrator, or appointee, be a member of such corporation with all the rights and powers incident thereto; but his membership shall cease at once when such vacancy has been filled or suspension of authority removed."

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2. That Article 11 shall be amended to read as follows:

"The executive officers of this corporation shall consist of a President, who shall be ex officio Chairman of the Board of Directors, a Vice President, a Secretary and a Treasurer.

"The Archbishop of Saint Paul and Minneapolis shall be President ex officio. The remaining officers shall be chosen by and from the Board of Directors at the time and in the manner prescribed by the Bylaws."

BE IT FURTHER RESOLVED, That the officers of this corporation are directed to execute an appropriate Certificate of Amendment of Articles of Incorporation for filing in the office of Secretary of State in the State of Minnesota and the officers are directed to file and record said certificate according to law.

IN WITNESS WHEREOF, We have subscribed our names and caused the corporate seal of this corporation to be hereto affixed this 29th day of May, 1984.

IN THE PRESENCE OF:

THE CATHOLIC BULLETIN PUBLISHING COMPANY

Louise G. Sinnerman
Harold J. Sinnerman

By John R. Roach
John R. Roach
President

By Robert J. Carlson
Robert J. Carlson
Secretary

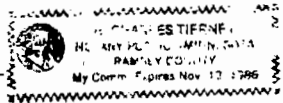
STATE OF MINNESOTA)
) ss
COUNTY OF RAMSEY)

John R. Roach and Robert J. Carlson, being first duly sworn, on oath depose and say that they are respectively the President and Secretary of The Catholic Bulletin Publishing Company, the corporation named in the foregoing Certificate; that said Certificate contains the true statement of the action of the members of the Board of Directors of said corporation duly taken as aforesaid; that the seal affixed is the corporate seal of said corporation; that said certificate is executed on behalf of said corporation by its express authority, and they further acknowledge the same to be their free act and deed and the free act and deed of said corporation.

John R. Roach
John R. Roach
Robert J. Carlson
Robert J. Carlson

Subscribed and sworn to before me this 29th day of May, 1984.

D. Charles Peirce
Notary Public



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STATE OF MINNESOTA
DEPARTMENT OF STATE
I hereby certify that the within
instrument was filed for record in this
office on the 7th day of June
A. D. 1954, at 4:30 o'clock P. M.,
and was duly recorded in Book E-62
of Incorporations, on page 41
John Anderson
AM Secretary of State

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State of Minnesota
Office of the Secretary of State

3443

**Notice of Change of
Registered Office — Registered Agent or Both
by**

Name of Corporation THE CATHOLIC BULLETIN PUBLISHING CO

Pursuant to Minnesota Statutes, Section 302A.123, 303.10, 317.19, 317A.123 or 308A.025 the undersigned hereby certifies that the Board of Directors of the above named Corporation has resolved to change the corporation's registered office and/or agent to:

Agent's Name DENNIS W. HEANEY	If you do not wish to designate an agent, you must list "NONE" in this box. DO NOT LIST THE CORPORATE NAME		
REG. OFFICE Address (No. & Street) 244 DAYTON AVENUE	You may not list a P.O. Box, but you may list a rural route and box number		
City ST PAUL	County RANSSE	MN	Zip 55102
Home Office (No. & Street)	If different than address above — P.O. Box is acceptable		
City	County	MN	Zip

registered office
The new address may not be a post office box. It must be a street address, pursuant to Minnesota Statutes, Section 302A.01, Subd. 3., 303.02, Subd. 5, 317.02 Subd. 13., 317A.01 Subd. 2.

This change is effective on the day it is filed with the Secretary of State, unless you indicate another date, no later than 30 days after filing with the Secretary of State.
In this box:

--

I certify that I am authorized to execute this certificate and I further certify that I understand that by signing this certificate I am subject to the penalties of perjury as set forth in section 609.48 as if I had signed this certificate under oath.

Name of Officer or Other Authorized Agent of Corporation Dennis W. Heaney	Signature <i>[Signature]</i>
Title or Office Publisher/General Manager	Date April 15, 1992

Do not write below this line. For Secretary of State's use only.

Receipt Number 744179	File Date
Filing Fee: 635.00	STATE OF MINNESOTA DEPARTMENT OF STATE FILED JUN 16 1992 AM <i>[Signature]</i> Secretary of State
Return to: Business Services Division Office of the Secretary of State 180 State Office Building St. Paul, MN 55155 (612) 296-2803	
Make checks payable to: Secretary of State	

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ARTICLES OF AMENDMENT
OF
THE CATHOLIC BULLETIN PUBLISHING COMPANY

The undersigned, being the duly authorized Sole Member and Chair of the Catholic Bulletin Publishing Company, does hereby certify that at a duly held joint meeting of the Members and the Board of Directors of the Catholic Bulletin Publishing Company held on the 15th day of May, 2001, the Amended and Restated Articles of Incorporation attached hereto were duly adopted.

Harry J. Flynn
+ Harry J. Flynn

STP-88182.1

011202

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
THE CATHOLIC BULLETIN PUBLISHING COMPANY**

ARTICLE 1

The name of this corporation shall be THE CATHOLIC SPIRIT PUBLISHING COMPANY.

ARTICLE 2

This corporation is organized and shall at all times be operated exclusively for charitable, educational or religious purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or such other provisions of Minnesota or Federal law as may from time to time be applicable. The primary purpose of this corporation shall be to print, publish and distribute official religious publications of the Archdiocese of Saint Paul and Minneapolis, including, but not limited to, a newspaper known as *The Catholic Spirit*, and other newspapers, magazines, books and pamphlets, and this corporation shall have the power to do all things necessary, useful, conducive or incidental to the carrying out or exercise of such purpose.

ARTICLE 3

This corporation shall not afford pecuniary gain, incidentally or otherwise, to any of its members.

ARTICLE 4

The period of duration of the corporation shall be perpetual.

ARTICLE 5

The registered address of this corporation shall be 244 Dayton Avenue, Saint Paul, Minnesota 55102.

ARTICLE 6

The government of this corporation and the management of its affairs shall be vested in a Board of Directors. The number of directors, with their qualifications,

manner of election, terms of office, the time and place of meeting, as well as their powers and duties, shall be prescribed by the bylaws.

The Board of Directors shall have the right to adopt bylaws for the management of the affairs of the corporation, which, in addition to all other lawful provisions, may provide for an Executive Committee of said Board of Directors which may exercise all the powers of said Board of Directors when the Board is not in session.

ARTICLE 7

The corporation shall have no capital stock. The Roman Catholic Archbishop of the Roman Catholic Archdioceses of Saint Paul and Minneapolis, shall be the Sole Member of this corporation. The Sole Member of this corporation shall have no personal liability for corporate obligations.

In case of vacancy in the office of Archbishop of the Roman Catholic Archdiocese of Saint Paul and Minneapolis, or should any person be appointed in his stead to administer the spiritual and temporal affairs of the Archdiocese of Saint Paul and Minneapolis, then during such vacancy or suspension of the authority of such Archbishop, such administrator of the affairs of the Archdiocese, or any person appointed under the rules and discipline of the Roman Catholic Church to preside over and administer its affairs, shall, while acting as such administrator, or appointee, be a member of such corporation with all the rights and powers incident thereto; but his membership shall cease at once when such vacancy has been filled or suspension of authority removed.

ARTICLE 8

Meetings of the members of this corporation and meetings of the Board of Directors shall be held at the times and in the places prescribed by the bylaws.

ARTICLE 9

In the event of a dissolution, liquidation or other termination of corporate existence, whether voluntary or involuntary, all property and assets, of whatever kind or nature, remaining after payment, satisfaction or discharge of all debts, liabilities, obligations and expenses of the corporation shall be transferred, conveyed or otherwise distributed to the Roman Catholic Archdiocese of Saint Paul and Minneapolis; provided that at the time of such transfer, conveyance or distribution, the Roman Catholic Archdioceses of Saint Paul and Minneapolis is an organization described in Section 501 (c)(3) of the Internal Revenue Code of 1986, as Amended..

ARTICLE 10

Amendments to these Articles of Incorporation must be approved by a majority of the members of the Board of Directors and by the Sole Member.

SIP 88057 1

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED
JUL 03 2001
Mary Hefner
Secretary of State



MINNESOTA SECRETARY OF STATE

NOTICE OF CHANGE OF REGISTERED OFFICE/
REGISTERED AGENT

(NP)

Please read the instructions on the back before completing this form.

C-116

Entity Name:

X The Catholic Spirit Publishing Company, Inc.

Registered Office Address (No. & Street): List a complete street address or rural route and rural route box number. A post office box is not acceptable.

X 244 Dayton Ave Ste #2 St. Paul MN 55102
Street City State Zip Code

Registered Agent (Registered agents are required for foreign entities but optional for Minnesota entities):

X Robert E. Zyskowski
If you do not wish to designate an agent, you must list "NONE" in this box. DO NOT LIST THE ENTITY NAME.

In compliance with Minnesota Statutes, Section 302A.129, 303.10, 308A.025, 317A.123 or 322B.135 I certify that the above listed company has resolved to change the entity's registered office and/or agent as listed above.

I certify that I am authorized to execute this notice and I further certify that I understand that by signing this notice I am subject to penalties of perjury as set forth in Minnesota Statutes Section 809.48 as if I had signed this notice under oath.

X Sheila A Lotz
Signature of Authorized Person

File No: _____ File Number: _____ Contact Person: X Sheila A Lotz (651) 291-4441
please print legibly

Filing Fee: Minnesota Corporations, Cooperatives and Limited Liability Companies: \$35.00.

Non-Minnesota Corporations: \$50.00.

STATE OF MINNESOTA
FILED LA-2

Make checks payable to Secretary of State

Return to: Minnesota Secretary of State
100 State Office Bldg.
100 Constitution Ave.
St. Paul, MN 55156-1299
(651)296-2803

FEB 05 2012

Sheila A Lotz
Secretary of State

060642

Office of the Minnesota Secretary of State

Certificate of Administrative Dissolution, Revocation, Involuntary Dissolution or Administrative Termination

The Office of the Secretary of State of Minnesota hereby certifies , as signified by the presence of the Great Seal of the State of Minnesota below: that the entity listed below has failed to file an annual renewal as required by the Minnesota Statute listed below. Therefore, the entity is hereby administratively dissolved in the state of Minnesota as of the date of this certificate.

Name: THE CATHOLIC SPIRIT PUBLISHING
COMPANY

File Number: C-116

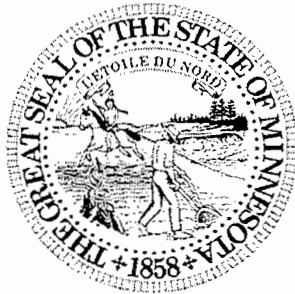
Document Number: 2006000156

Minnesota Statutes, Chapter: 317A

Home Jurisdiction: Minnesota

This certificate has been issued on: 01/26/2006

Office of the Secretary of State





MINNESOTA SECRETARY OF STATE
NONPROFIT CORPORATION ANNUAL RENEWAL
Minnesota Statutes Chapter 317A
Must be filed by December 31

READ INSTRUCTIONS ON BACK BEFORE COMPLETING THIS FORM

CURRENT INFORMATION ON FILE:

1. File #: C-116

2. Corporate Name: The Catholic Spirit Publishing Co.

3. Registered Agent/ Registered Office Address: (required)

Agent Name: (if applicable): Robert E. Zyskowski

Address: 244 Dayton Ave

City: St. Paul State: MN Zip: 55102

4. Name and business address of the Corporate President: (required)

Name: Harry J. Flynn

Address: 244 Dayton Ave

City: St. Paul State: MN Zip: 55102

5. Does this corporation own, lease, or have any financial interest in agricultural land or land capable of being farmed?
Yes No

6. Name and daytime telephone number and/or e-mail address of contact person for the corporation:

Name: Martie McMahon (651) 291;4441 Ext.

E-Mail Address: mcmahonm@archspm.org *Robert E. Zyskowski*

NOTICE: Failure to file this form by December 31 of this year will result in the dissolution of this corporation without further notice from the Secretary of State, pursuant to Minnesota Statutes, section 317A.823, subdivision 2, paragraph (b).

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

MAY 09 2007

Mark Ritchie
Secretary of State

YS

Office of the Minnesota Secretary of State Certificate of Involuntary Dissolution

I, Mark Ritchie, Secretary of State of Minnesota, do certify: that the entity listed below has failed to file an annual renewal as required by the Minnesota Statute listed below. Therefore, the entity is hereby involuntarily dissolved in the state of Minnesota as of the date of this certificate.

Name: THE CATHOLIC SPIRIT PUBLISHING
COMPANY

File Number: C-116

Document Number: 65675800002

Minnesota Statutes, Chapter: 317A

Home Jurisdiction: Minnesota

This certificate has been issued on: 02/27/2013



Mark Ritchie

Mark Ritchie
Secretary of State
State of Minnesota



Work Item 65675800029
Original File Number C-116

STATE OF MINNESOTA
OFFICE OF THE SECRETARY OF STATE
FILED
02/27/2013 11:59 PM

Mark Ritchie

Mark Ritchie
Secretary of State

Office of the Minnesota Secretary of State

Minnesota Nonprofit Corporation | Annual Renewal

Minnesota Statutes, Chapter 317A



Must be filed by December 31

Read the instructions before completing this form.

1. File Number: C-116 2. Governed Under the Laws of the State of: **MINNESOTA**

3. Corporate Name: (Required) The Catholic Spirit Publishing Company

4. Registered Office and Agent

Registered Office Address: (Required)

244 Dayton Avenue St. Paul MN 55102
 Street Address (A PO Box by itself is not acceptable) City State Zip

Registered Agent: (if applicable)

5. Name and business address of the Corporate President: (Required)

John C. Nienstedt
 Name

226 Summit Avenue St. Paul MN 55102
 Street Address City State Zip Code

Email Address for Official Notices

Enter an email address to which the Secretary of State can forward official notices required by law and other notices:

Cbichler@Mkqlaw.com

Check here to have your email address excluded from requests for bulk data, to the extent allowed by Minnesota law.

List a name and daytime phone number of a person who can be contacted about this form:

Charles M. Bichler 651 228-1911

Contact Name Phone Number

Entities that own, lease, or have any financial interest in agricultural land or land capable of being farmed must register with the MN Dept. of Agriculture's Corporate Farm Program.

Does this entity own, lease, or have any financial interest in agricultural land or land capable of being farmed?

Yes No

NOTICE: Failure to file this form by December 31 of this year will result in the dissolution of this corporation without further notice from the Secretary of State, pursuant to Minnesota Statutes, section 317A.823.



Work Item 699556200020
Original File Number C-116

STATE OF MINNESOTA
OFFICE OF THE SECRETARY OF STATE
FILED
09/13/2013 11:59 PM

Mark Ritchie

Mark Ritchie
Secretary of State

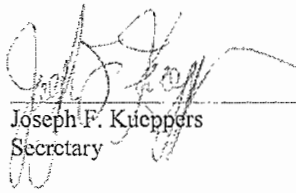
**THE CATHOLIC SPIRIT PUBLISHING COMPANY
NOTICE OF INTENT TO DISSOLVE**

The undersigned, Secretary of The Catholic Spirit Publishing Company, is authorized to carry out all transactions related to the dissolution of The Catholic Spirit Publishing Company, a Minnesota corporation, subject to Chapter 317A of the Minnesota Statutes, and hereby certifies that:

1. The name of the corporation is The Catholic Spirit Publishing Company;
2. The corporation's member and its Board of Directors authorized and commenced the dissolution;
3. The combined meeting of member and the Board of Directors at which a resolution approving the dissolution of the corporation, pursuant to Minnesota Statutes Section 317A.721 was approved was held on February 13, 2013 at 226 Summit Avenue, Saint Paul, Minnesota; and
4. The member and the members of the Board of Directors entitled to vote unanimously adopted a resolution authorizing and approving the dissolution.

I certify that the foregoing is true and accurate and I have the authority to sign this document, and I further certify that I understand that by signing this document, I am subject to the penalties of perjury as set forth in section 609.48 as if I had signed this reservation under oath.

Dated: Sept. 11, 2013



Joseph F. Kueppers
Secretary



Work Item 699899500023
Original File Number C-116

STATE OF MINNESOTA
OFFICE OF THE SECRETARY OF STATE
FILED
09/13/2013 11:59 PM

Mark Ritchie

Mark Ritchie
Secretary of State

Office of the Minnesota Secretary of State Certificate of Dissolution

I, Mark Ritchie, Secretary of State of Minnesota, do certify that: Articles of Dissolution for the entity listed below have been filed with the Office of the Secretary of State of Minnesota on this date, pursuant to the requirements of the chapter of Minnesota Statutes listed below. Therefore, the entity is hereby dissolved and its corporate existence is terminated as of the date listed below.

Name: THE CATHOLIC SPIRIT PUBLISHING COMPANY

File Number: C-116

Minnesota Statutes, Chapter: 317A

This certificate has been issued on: 12/26/2013



Mark Ritchie

Mark Ritchie
Secretary of State
State of Minnesota

**ARTICLES OF DISSOLUTION
OF
THE CATHOLIC SPIRIT PUBLISHING COMPANY**

The undersigned being the Secretary of The Catholic Spirit Publishing Company, a Minnesota Nonprofit corporation, organized under the provisions of the Minnesota Nonprofit Corporation Act, Chapter 317A, does hereby dissolve The Catholic Spirit Publishing Company and adopts the following articles of Dissolution:

ARTICLE I

The payment of claims of all known creditors and claimants has been made or provided for.

ARTICLE II

2.1 Notice has not been given to all creditors and claimants of the corporation in the manner provided in Minnesota Statute Section 317A.727.

2.2 All debts, obligations, and liabilities of the corporation have been paid and discharged or that adequate provisions have been made for them.

2.3 The remaining property, assets, and claims of the corporation have been distributed in accordance with Section 317A.735 of Minnesota Statutes, or that adequate provision has been made for that distribution.

2.4 There are no pending legal, administrative, or arbitration proceedings by or against the corporation.

2.5 All assets of the corporation have been transferred to an organization exempt under section 501(c)(3) of the Internal Revenue Code of 1986.

IN WITNESS WHEREOF, I have signed these Articles of Dissolution this 20 day of December, 2013.



Joseph F. Kueppers
Secretary

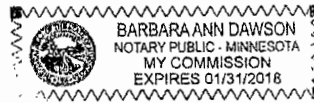
STATE OF MINNESOTA)
)ss.
COUNTY OF RAMSEY)

The foregoing instrument was acknowledged before me this 20 day of December, 2013 by Joseph F. Kueppers, the Secretary of The Catholic Spirit Publishing Company, a Minnesota Nonprofit Corporation, on behalf of the corporation.



Notary Public

clients/3842.3/Catholic Spirit/Articles of Dissolution





Work Item 720813900023
Original File Number C-116

STATE OF MINNESOTA
OFFICE OF THE SECRETARY OF STATE
FILED
12/26/2013 11:59 PM

Mark Ritchie

Mark Ritchie
Secretary of State

Exhibit 19



ARCHDIOCESE
— OF —
SAINT PAUL &
MINNEAPOLIS

*United in Faith,
Hope and Love*

**Parish Business Administrator
Orientation Seminar**

July 10, 2013

A general understanding of how parishes are structured and governed is essential for parish business administrators. What follows is a brief summary. Links below will lead you to additional information.

Canon Law

http://www.vatican.va/archive/ENG1104/_P1U.HTM

Spiritual and Temporal Affairs

Can. 519 The pastor is the proper pastor of the parish entrusted to him, exercising the pastoral care of the community committed to him under the authority of the diocesan bishop in whose ministry of Christ he has been called to share, so that for that same community he carries out the functions of teaching, sanctifying, and governing, also with the cooperation of other presbyters or deacons and with the assistance of lay members of the Christian faithful, according to the norm of law.

Civil Law

<https://www.revisor.mn.gov/statutes/?id=315.15>

Minnesota Statutes §315.15

Parish corporations, organization

The bishop of a religious denomination may join with the vicar general of the diocese and the pastor of the parish where the corporation is to be located, within the bishop's diocese for the purpose of incorporating. The bishop, vicar general, and pastor, or a majority of them, shall designate and join with two lay members of the denomination.

Clergy Bulletins

Clergy Bulletins are particular law for this Archdiocese, issued by the Archbishop of Saint Paul and Minneapolis, and are posted at <http://www.archspm.org/reference/policies.php>

Clergy Bulletin: Parish Administration

Appointment of Lay Members (Trustees)

In practice, the Pastor submits the names of two lay members (sometimes referred to as “trustees”) belonging to the parish to the Archbishop and Vicar General requesting their votes for selection. (Lay Members/Trustees may not be employees of the parish. They should be parishioners of the parish who reside within the territory of the Archdiocese of Saint Paul and Minneapolis.)

Certificate of Incorporation

Board of Directors

The members of said Corporation, viz: The said Archbishop and the said Vicar General (or, in the event of the death or incapacity of said Archbishop, the Administrator of the Archdiocese and the Chancellor of the Archdiocese), the Pastor and the two lay members selected and designated as aforesaid, and their respective successors, shall be and constitute the Board of Directors of the Corporation and said Board of Directors shall have power to transact all the business of said Corporation.

Proxies

A proxy is a written document executed by the Archbishop and Vicar General, as members of the corporation, to be used at a meeting which they are unable to attend, giving the authority to the Pastor, a member of the corporation, to cast their votes in favor of a specific corporate resolution stated in the proxy. (See **the Clergy Bulletin on Parish Administration** for a list of actions which require a proxy. See also the Clergy Bulletin on **Minimum and Maximum Limits for Financial Administration Including Corporate Action.**)

Limits of Authority

No Director, unless authorized by the Board, shall have the power or authority to sign notes or other evidences of debt or to contract liabilities binding on the Corporation. No Director, without a special authorization from the Board, shall be presumed to have the power or permission to act as agent of the Board; and no contract made and no liability assumed by a Director in the absence of such special authorization shall be other than that Director's own personal contract or liability, and no mere custom or practice of any member or any Director of the Board, separately or collectively, shall be construed as establishing a legal agency binding on the Board.

Parish and Finance Councils

The Board of Directors should communicate with the parish and finance councils on all important matters pertaining to the pastoral care and temporalities of the parish, but the councils shall have no legal vote in the transaction of the business of the Corporation. (See also Clergy Bulletins on **Guidelines for Parish Pastoral Councils (April 2010)** and **Parish Finance Councils (November 2012)**.)

Parish Obligations Related to Charter for the Protection of Children and Young People

More information at <http://www.archspm.org/departments/opcy/index.php>

Charter for the Protection of Children and Young People

In 2002, the United States Conference of Catholic Bishops approved the *Charter for the Protection of Children and Young People*. The *Charter* contains 17 Articles aimed at healing those harmed, creating safe environments and protecting children now and in the future. The *Charter* was last revised in 2011.

Office for the Protection of Children and Youth

At the archdiocesan level, the Office for the Protection of Children and Youth (OPCY) (formerly known as the Protection of Children and Youth Initiative (PCYI)) is charged with ensuring that the Archdiocese and all parishes and schools within it are in compliance with *Charter* requirements. Parish Business Administrators may have a role, as assigned by the pastor, in ensuring *Charter* compliance, fulfilling related reporting requirements and effecting risk-management procedures.



Information Management and Reporting

Adoption of uniform information management and reporting systems aids in achievement of ongoing evaluation, greater accountability and increased collaboration and provides clear value to pastors and other local leaders by improving efficiency and increasing accuracy of data.

The current standardized accounting software, Logos, will no longer be supported as of 2015. An advisory committee made of parish representatives and other stakeholders is studying options and will recommend new standardized accounting software in late 2013, with implementation and conversion to begin in 2014.

Exhibit(s) Page 5 of 191
Parish Financial Obligations to Archdiocese

There are three primary ways parishes are involved in a flow of funds to the Archdiocese: through parish assessment; through insurance and benefits payments; and through the annual Catholic Services Appeal.

Parish assessments are based on a canonical authority to afford monetary support to the Archbishop and his staff for essential works such as supervision of units of the local Church under his authority as well as acts of charity and good works. (See below for more information on the new assessment formula.)

Common platform insurance and benefits are supervised by archdiocesan staff and governed by committees comprised of parish and school leaders and others with related expertise.

The annual Catholic Services Appeal campaign is a direct appeal to the faithful for funds to augment acts of charity and good works undertaken by this local Church. (See page 4 for more information about Catholic Services Appeal allocation.)

New Parish Assessment Formula

The new assessment formula is effective for the FY 2014 financial results with billings beginning in FY 2016

- First bill for new assessment formula will be on July 1, 2015 for the quarter ending September 30, 2015

Two assessment rates:

- Parish with school - 8%
- Parish without a school - 9%
 - Parish with school includes parishes that support a consolidated or regional school at 15% or greater of parish plate and envelope income.
 - There is no assessment on school tuition and income - eliminates tax on schools
 - There are no school credits

Other Income – two assessment rates (8% or 9%) apply as well

- Eliminates potential inequity if collections are not through plate and envelope giving

Capital income – 2% on capital raised only

- Would include parish share of any potential general capital campaign

No additional 1% assessment for The Catholic Spirit



Department of Administration and Finance

Find out more at: <http://www.archspm.org/offices/office-detail.php?intResourceID=2987>

The Department of Administration and Finance is an internal office serving the needs of parish and school leadership and Chancery offices. The Director of Administration and Finance / CFO is responsible for the overall financial management of the Archdiocese and the stewardship of the fiscal resources in support of the mission and goals of the Archdiocese.

This is an ecclesiastical office mandated by the universal law of the Catholic Church as established in the 1983 Code of Canon Law, Canon 494. Under the direction of the Archbishop of Saint Paul and Minneapolis and with his Vicar General, this office oversees all financial and related functions including budgeting, accounting, investments, assessments, risk management, real estate and facilities, and contracted benefits.

Find out more at: <http://www.archspm.org/departments/development-stewardship/index.php>

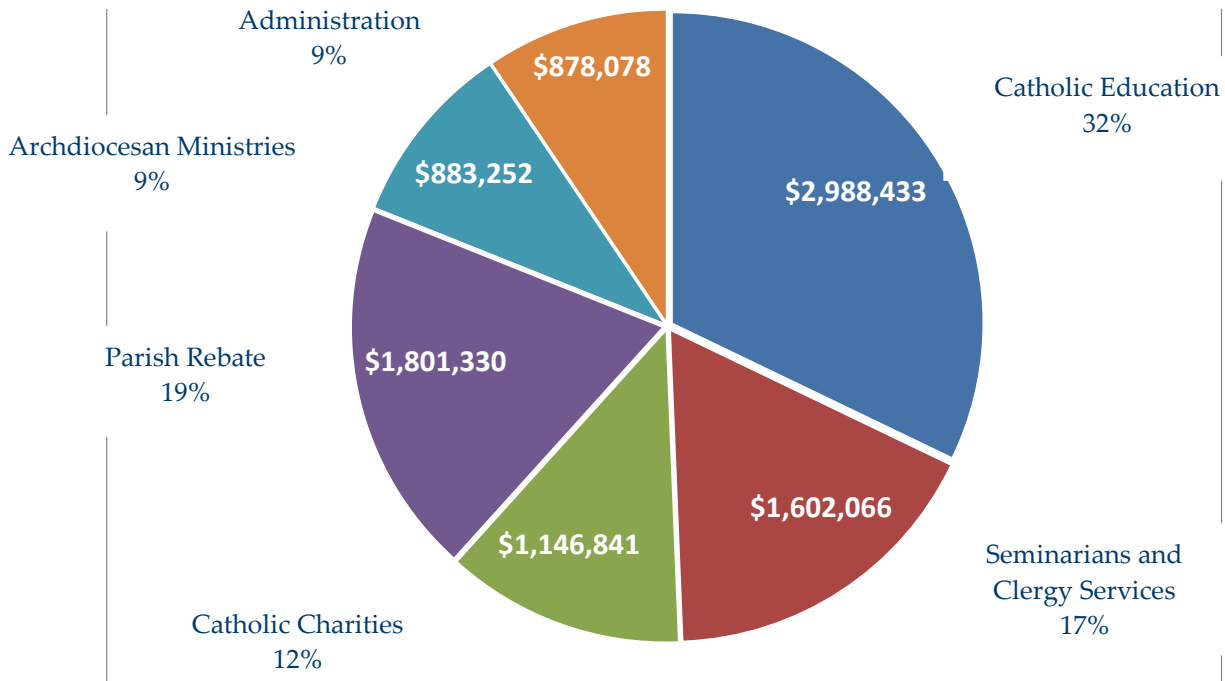
The Archdiocese is always working to be the best steward of charitable gifts. The Office of Development and Stewardship oversees the outreach of the Annual Catholic Services Appeal and also serves as a resource to parishes and schools in the area of development and stewardship. Please see the [Parish Stewardship Toolkit](#) designed as a resource for parishes throughout the Archdiocese.

Catholic Services Appeal

More information at <http://appeal.archspm.org/>

After a lengthy process of consultation and review by the Presbyteral Council, the Archdiocese began implementation of a three-year transition plan for the Catholic Services Appeal (CSA). The third year of that plan will begin with the 2014 CSA. The purpose of this transition is to grow the resources available through the CSA to support the shared ministries of the local Church.

Catholic Services Appeal FY 2012 Allocations of \$9.3M – where do the funds go?:



2013 CSA

Parish goals set at % of FY 2011 Plate and Envelope

- 5% for parishes with schools or supporting consolidated or regional school with 15% or greater of parish offertory
- 6% for parishes without schools
- Parishes who meet and collect 100% of their goal receive 25% of funds collected
- Parishes at 90% - 99% of their goal receive 10% of funds collected

2014 CSA

Parish goals set at % of FY 2012 Plate and Envelope

- Parishes who surpass their CSA goals will receive 100% of all funds collected above their goal
- There will be no CSA rebates for parishes who do not reach their goal

Exhibit(s) Page 7 of 191
Strategic Initiatives Overview

The Archdiocese announced a slate of initiatives in the 2010 Strategic Plan. These initiatives set forth a direction for administrative and operational changes to help this local Church fulfill our mission to make the name of Jesus Christ known and loved by promoting and proclaiming the Gospel in word and deed through vibrant parish communities, quality Catholic education and ready outreach to the poor and marginalized.

Ongoing initiatives and when they were launched:

- Ongoing Formation for Clergy – January 2011**
- Parish Accounting Service Center (PASC) – February 2011**
- Latino Ministry Advisory Council – May 2011**
- Youth Ministry Advisory Council – June 2011**
- Archdiocesan Catholic Schools Advisory Council – August 2011**
- Biannual Formation Days for parish staff – May 2012**
- Latino programs and events – September 2012**
- Regional and archdiocesan youth events – September 2012**
- Pastoral Visitation Process – September 2012**
- GROW pastoral planning process – November 2012**
- Rediscover: evangelization and catechesis – November 2012**



Rediscover: Evangelization and Catechesis Initiative

More information at Rediscover-faith.org

Rediscover: is a pre-evangelization, evangelization and catechesis initiative to reengage Catholics toward full life in the Church. The initiative supports outreach to Catholics who are not deeply engaged in the faith life or have drifted away from the Church and provides faith formation opportunities for all to deepen the faith.

Rediscover: is becoming part of who we are as a local Church by providing ongoing outreach and faith formation opportunities and by complementing the good work being done by parishes, Catholic schools and ministry organizations. A parallel program for the Latino community called **Redescubre:** was launched simultaneously in 2012. Parish business administrators are encouraged to actively support evangelization and catechesis efforts in the parish.

The reach of the **Rediscover:** initiative thus far is inspiring:

- More than 800 parish, school and ministry organization leaders attended the 2012 launch events.
- 186,000 copies of “Rediscover Catholicism” by Matthew Kelly were distributed free of charge to parishes to share with families.
- More than 500 book discussion groups have formed at local parishes.
- 211,000 page views and nearly 60,000 unique visitors to Rediscover-faith.org.
- Nearly 5,000 downloads of the Rediscover app, available at Rediscoverapp.com
- Estimated 5,000 weekly listeners to The Rediscover: Hour on Relevant Radio 1330.
- Total attendance of 12,000 for the four talks in the Rediscover: Faith Speakers Series in early 2013. Due to popular demand, the talks are repeated in fall 2013 at new locations.
- Archbishop Nienstedt, Matthew Kelly, Father Robert Barron, George Weigel and Jeff Cavins are among the inspiring speakers at the 2013 Rediscover: Catholic Celebration on October 12 at the Saint Paul RiverCentre. Registration is open now at Rediscover-faith.org.

Find out more at: <http://www.archspm.org/departments/latino-ministries/index.php>

A Latino Ministry Advisory Council was formed shortly after the Strategic Plan was announced. Since then, Latino Ministry collaborative regions have been identified to help ensure the sacramental and pastoral needs of Spanish-speaking Catholics are met. In 2012, a Latino Ministry Biblical Institute, a Latino Ministry Catechetical Institute and a Latino Ministry Pastoral Leadership Institute were established. All three institutes have full enrollment and waiting list for future sessions. In addition, an annual Latino Family Day has been launched. In 2012, nearly 2,500 people gathered for this celebration of faith and family.

Office of Parish Operations

More information at <http://www.archspm.org/uls/resources/PASC-brochure-2011-09-08.pdf>

The Office of Parish Operations supports parish back-office functions to encourage a culture of ongoing evaluation and greater accountability in this local Church. Consistent with the spirit of the Archdiocese's Strategic Plan, expert and comprehensive accounting services are provided at a reasonable cost, to help parish leaders and staff to focus on their pastoral mission. In addition, this service-focused office facilitates trainings and work sessions on best practices and standardized policies for parish and school staff. These training and meeting opportunities are geared to assist parishes to manage their fiscal obligations and maintain good internal control processes.

Office of Parish Services

Find out more at: <http://www.archspm.org/departments/parish-services/index.php>

The Office of Parish Services (OPS), established in 2007 under the name Parish Services Team, serves to foster the spirit of *communio* among parishes, ordained and lay ministers, and the faithful of the Archdiocese. OPS encourages a community of sharing and collaboration in parishes and helps parishes learn from one another and build on their collective strength. OPS staff has expertise in parish life, governance, and planning. The Office of Parish Services facilitates the Parish Visitation Process and GROW Pastoral Planning. This Office also offers two Formation Day opportunities each year for parish staff and fosters communication and connections among and between the various ministry associations and the Archdiocese.

Pastoral Visitation Process and GROW Parish Pastoral Planning Process

In late 2012, the Archdiocese launched two significant initiatives to help parishes focus strategically on their mission and ministries: the Pastoral Visitation Process, which assists parishes in reflecting on their strengths, weaknesses and opportunities; and a structured six-month pastoral planning process called GROW.

As of summer 2013:

- 52 parishes have participated in the Pastoral Visitation Process.
- 24 parishes have participated in GROW.

The Parish Visitation Process has a September through May visit schedule, which began in fall 2012. Each parish is visited by its regional vicar every four to five years. GROW is a product of collaboration between the Office of Parish Services, Office of Development and Stewardship, TeamWorks International (TWI) and Catholic Finance Corporation (CFC). GROW is offered three times per year, with each regional vicariate hosting one set of sessions. Parishes scheduled for the Pastoral Visitation Process for that year are invited to engage in GROW as a benefit and natural partner to the Pastoral Visitation Process.

Office of Catholic Schools

Find out more at <http://www.archspm.org/departments/schools/index.php>

The mission of the Office of Catholic Schools is to develop strong partnerships between home and school that foster academic excellence and fully infuse Catholic teaching and values into every element of the student's educational experience. Each student is given an opportunity to live out his/her faith in service to the larger community, thus providing a foundation for students to become faith-filled, ethical leaders in the local and global community.



Office of Communications

Find out more at: <http://www.archspm.org/departments/communications/index.php>

Communications Office is responsible for ensuring effective ongoing two-way communications between the Archdiocese of Saint Paul and Minneapolis and the many publics it serves. The Office is also charged with communicating the spiritual messages and theological teachings of the Church as articulated through the Archbishop and his auxiliary bishops, serving as the spokesperson/source for the Archdiocese, and assisting archdiocesan offices and parishes and schools with their communications needs.

To sign up for the bi-weekly Archdiocesan Update, an e-newsletter for pastors, parish business administrators, school administrators and other parish and school leaders, please email archdiocesanupdate@archspm.org

To sign up for access to the extranet, a password protected site with resource postings of relevance to parish and school leaders, please email communications@archspm.org

For information on subscriptions to The Catholic Spirit please visit: <http://thecatholicspirit.com/subscribe/>



Office of the Chancellors

Chancellor for Civil Affairs

The Chancellor for Civil Affairs serves as the Archbishop's attorney and represents the Archdiocese in civil legal matters, and offers legal (civil) advice to the Archbishop and parishes and Catholic schools within the Archdiocese on a variety of issues from property law to employment law.

Chancellor for Canonical Affairs

The Chancellor for Canonical Affairs provides general canonical counsel to the Archbishop, other departments within the Chancery Corporation, priests, parishes, Catholic schools and members of the lay faithful. Canon law touches on all aspects of the life of the Church: governance and temporal affairs, the administration of the sacraments, penal law and processes, and the relationships between the Archdiocese, its parishes and institutions, and clergy and laity. Specific tasks entrusted to the Chancellor for Canonical Affairs include providing permissions and faculties to visiting or non-incardinated clergy, issuing *celebret* cards and Letters of Suitability to archdiocesan priests, assisting parishes in drafting or revising Pastoral Council documents, the redistribution of items of a sacramental or religious character, acting as the liaison to the Board of Censors, and facilitating tickets to papal events and arrangement for papal blessings.

The Association of Parish Business Administrators (APBA) has as its mission: “to strengthen and enhance the profession and ministry of parish business administration; to advocate and represent the issues and concerns of parish business administration; and to collaborate respectfully with all those we encounter.” One of several active ministry associations in the Archdiocese, the APBA is an important and effective organization for parish business administrators to maintain connections with one another and the Archdiocese. The organization reinforces best practice in parish business administration through its programs and its collaboration with the Archdiocese.

For more information or to join, contact 2013/14 APBA Chair Jon Jakoblich at 651-426-3245, x239 or jjakoblich@stjudeofthelake.org.

Coalition of Ministry Associations

Comprised of representatives from active ministry associations in the Archdiocese, the Coalition of Ministry Associations (the “Coalition”) seeks to foster communication and awareness among its member associations and identify and address issues of common concern or opportunity. The Coalition seeks to integrate efforts at fulfilling the mission of parishes and the local Church so that staff members, parishes, and Archdiocesan efforts are all strengthened. To provide ongoing opportunities for ministerial growth and support, one particular task of the Coalition is to plan and offer a Spring Formation Day each year, in partnership with the Archdiocesan Office of Parish Services.

Active Ministry Associations of the Archdiocese

Archdiocesan Catholic School Principals’ Association (ACSPA)

Association of Catholic Parish Nurses (ACPN)

Association of Coordinators and Religious Educators (ACRE)

Association of Liturgical Ministers (ALM)

Association of Parish Business Administrators (APBA)

Association of Pastoral Ministers (APM)

Association of Social Justice Staff (ASJS)

RCIA Network (RCIA)

Shared Ministry Association (SMA)

Youth Ministers Network (YMN)

For more information, please contact Mark Dittman, Archdiocesan Representative to the Coalition, at 651-291-4512 or dittmanm@archpsm.org.

Important Documents for Church Ministry

The Important Documents for Church Ministry is a collection of documents and other resources available to pastors and parish staff in support of best practices in parish operations. The documents are accessible via the Archdiocesan Extranet and are presented in the following categories:

Parish Guide for Pastoral Visits

Parish Financial Manual

Archdiocesan Information and Resources

Employment

Office of Catholic Schools

Office of Protection of Children and Youth

Contact the Office of Communications at communications@archpsm.org for access to the Extranet via <http://www.archpsm.org/extranet/>.

Catholic Cemeteries

The Catholic Cemeteries is corporation of the Archdiocese of Saint Paul and Minneapolis that coordinates the management of the six Archdiocesan-owned cemeteries and provides consultation support to parish-owned cemeteries. The mission of The Catholic Cemeteries of the Archdiocese of Saint Paul and Minneapolis is to ensure the proper interment, memorialization and perpetual care in the tradition of the corporal works of mercy of the Catholic Church. All cemetery activities, whether temporal or spiritual, are centered on the resurrection faith of the Church. The Catholic Cemeteries, in cooperation with parishes, are places of ministry to the bereaved, of evangelization and catechesis, and of worship and prayer. The Catholic Cemeteries receives no subsidies from the Archdiocese or the annual Catholic Services Appeal. Its budget is derived from the sale of graves, crypts, memorials, and service fees. Dedicated to caring for the cemeteries in perpetuity, the permanent care investment fund of The Catholic Cemeteries is managed by the Catholic Community Foundation of the Archdiocese; 20% of each ground burial sale and 10% of each crypt sale is invested in the fund.

Catholic Community Foundation

The Catholic Community Foundation was founded in 1992 with a mission to support financially the spiritual, educational and social needs of the Catholic community. The Foundation fulfills this mission by seeking endowment funds that support our mission; helping donors achieve their charitable and financial goals; helping parishes, schools and Catholic organizations meet their long-term financial needs; providing responsible and effective financial management; and distributing earnings according to community priorities and donor intent. Since its creation, the Foundation has distributed \$95 million in grants to the community. The Foundation currently manages endowment assets of \$222 million (*as of March 31, 2013*).

Catholic Finance Corporation

Founded in 2000, Catholic Finance Corporation (CFC) offers an integrated set of financial planning, financing and debt management services. CFC teaches and encourages the employment of values-based best practices of financial planning and management. CFC's goal is to facilitate the growth and enrichment of the local Church so that it may freely and faithfully fulfill its mission through its various ministries. CFC is a unique and vital resource totally dedicated to serve Catholic parishes, schools, dioceses, religious orders and other Catholic organizations. CFC methods are rooted in industry best practices and are in full compliance with canon and civil law. CFC employs innovations which enable clients to improve their strategic planning process, align their vision of mission and ministry with their operating and capital budgets, and in cases where a financing is involved, reduce the overall costs of borrowing. CFC staff serves as a resource to a client's current administrative staff and leadership. By combining the knowledge and understanding of the local staff with CFC expertise and experience, the resulting team is strengthened in its potential to serve the organization.

Catholic Mutual

Catholic Mutual administers self-insurance programs for (arch)dioceses and Catholic religious orders throughout the United States and Canada. Catholic Mutual is not an insurance company. Processing property and liability claims and providing risk management principles to help make parish and school activities safe are among the main services offered by the local Saint Paul Service Office. For more information on Catholic Mutual and the services provided, please contact the local office at 651-290-1605 or visit www.catholicmutual.org. Log in with "0111stp" as your user name and "service" as your password.

Contact Information

Catholic Services Appeal

Kathy Berscheit, Operations Director of Appeal 651-251-7762 berscheitk@archspm.org

Chancellor for Canonical Affairs, Interim

Susan Mulheron 651-291-4437 mulherons@archspm.org

Chancellor for Civil Affairs

Joseph Kueppers 651-291-4405 kueppersj@archspm.org

Department of Administration and Finance

Tom Mertens, CFO 651-291-4404 mertenst@archspm.org

Office of Catholic Schools

Mary Kalk, Administrative Assistant 651-251-7761 kalkm@archspm.org

Office of Communications

Mary Gibbs, Administrative Coordinator 651-251-7709 communications@archspm.org

Office of Development and Stewardship

Chuck Waletzko, Interim Director 651-291-4477 waletzkoc@archspm.org

Office of Human Resources and Benefits

Natalie McKliget, Plan Administrator 651-291-4426 mckligetn@archspm.org

Office of Marriage, Family and Life

Jean Stolpestad, Director 651-291-4438 stolpestadj@archspm.org

Office of Parish Operations

Mary Jo Jungwirth, Director 651-291-4439 jungwirthm@archspm.org

Office of Parish Services

Mark Dittman, Director 651-291-4512 dittmanm@archspm.org

Office for the Protection of Children and Youth

Sara Smith Kronholm 651-291-4429 kronholms@archspm.org

Records and Archives

Heather Lawton, Director 651-251-7721 lawtonh@archspm.org

Rediscover: Evangelization and Catechesis Initiative

Program Support Helpline 651-291-4411 rediscover@archspm.org

Mission statement of the Archdiocese of Saint Paul and Minneapolis

Making the name of Jesus Christ known and loved
by promoting and proclaiming the Gospel in
word and deed through vibrant parish communities,
quality Catholic education, and ready
outreach to the poor and marginalized.



ARCHDIOCESE
OF
SAINT PAUL &
MINNEAPOLIS

*United in Faith,
Hope and Love*

We Are Here to Serve!
Thank You for Your Service!

www.archspm.org

651-291-4400

Archdiocese of Saint Paul and Minneapolis

226 Summit Avenue

Saint Paul, MN 55102

Exhibit 20

State of Minnesota

4352

SECRETARY OF STATE

CERTIFICATE OF INCORPORATION

I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: Articles of Incorporation, duly signed and acknowledged under oath, have been filed on this date in the Office of the Secretary of State, for the incorporation of the following corporation, under and in accordance with the provisions of the chapter of Minnesota Statutes listed below.

This corporation is now legally organized under the laws of Minnesota.

Corporate Name: Sagrado Corazon De Jesus

Corporate Charter Number: 1T-553

Chapter Formed Under: 317A

This certificate has been issued on 06/03/1999.



Mary Kiffmeyer
Secretary of State.

17-553

4383

**ARTICLES OF INCORPORATION
OF
SAGRADO CORAZON DE JESÚS**

The undersigned, for the purpose of forming a corporation pursuant to the provisions of the Minnesota Nonprofit Corporation Act, Minnesota Statutes, Chapter 317A, and all future laws amendatory thereto and supplementary thereto, adopt the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation shall be "Sagrado Corazon De Jesús",

**ARTICLE II
DURATION**

The period of duration of corporate existence of this corporation shall be perpetual.

**ARTICLE III
REGISTERED OFFICE**

The address of the registered office of this corporation is located at
2211 Clinton Avenue South, Minneapolis, Minnesota 55404

**ARTICLE IV
PURPOSE**

This corporation is organized and shall be operated exclusively for religious, educational and charitable purposes, and shall be subject to and operated in conformance with the laws, rules, regulations and standards established and permitted by Section 170(c)(2) and 501(c)(3) of the Internal Revenue Code of 1986 and shall be operated and conducted in conformance with the laws, theology, philosophy and teaching of the Roman Catholic Church. Within the framework and limitations of the foregoing, this corporation is organized and shall be operated exclusively for the benefit of, to perform the functions of or to carry out the purposes of Hispanic Ministry of South Minneapolis.

All references in these Articles of Incorporation to a particular section of the Internal Revenue Code of 1986 shall mean and include, as now enacted or as hereafter amended, such section and any provision of federal law as is or may hereafter be applicable, cognate to such section.

662891

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ARTICLE V
POWERS

The corporation shall have all the powers granted under the Minnesota Nonprofit Corporation Act. However, a corporation shall have and exercise only such powers as are required by and are consistent with the exempt purposes of this corporation and are within the contemplation of Sections 170(c)(2) and 501(c)(3) of the Internal Revenue Code of 1986. Subject to this limitation, powers include, but are not limited to, the power to acquire and receive funds and property of every kind and nature whatsoever, whether by purchase, conveyance, lease, gift, grant, bequest, legacy, devise or otherwise, and whether in trust or otherwise and to hold, own, expend, make gifts, grants, and contributions of, and to convey, transfer and dispose of any funds and property and the income therefrom in furtherance of the purposes of this corporation as set forth above, or any of them, and to lease, mortgage, encumber, and use the same, and such other powers that are consistent with the purposes set forth above. This corporation shall not carry on any activity not permitted to be carried on by a corporation that is exempt from Federal Income Taxes under Section 501(a) of the Internal Revenue Code of 1986 as an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986 or by a corporation that is described in, and contributions to which are deductible for Federal income tax purposes under Section 170(c)(2) of the Internal Revenue Code of 1986. Notwithstanding the power to acquire and hold property, any property received in excess of that necessary to carry out the mission of the corporation or to carry out the purposes of the corporation shall be distributed to The Archdiocese of Saint Paul and Minneapolis, a Minnesota religious diocesan corporation organized and existing under Minnesota Statutes Section 315.16 provided it is then a qualified tax exempt organization under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE VI
NO LOBBYING

No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, or participating in, or intervening in, (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE VII
PECUNIARY GAIN - INUREMENT

This corporation shall not, incidentally or otherwise, afford or pay any pecuniary gain, dividends, or other pecuniary remuneration to its members or directors as such, and no part of the net income or net earnings of this corporation, shall directly or indirectly distribute to or otherwise inure to the benefit of any member, director or individual, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. This corporation shall not lend any of its assets to any officer, director, or member of this corporation or guarantee to any person the payment of a loan by any officer, director, or member of this corporation.

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**ARTICLE VIII
CAPITAL STOCK**

This corporation shall have no capital stock, either authorized or issued.

**ARTICLE IX
MEMBERS**

The members of the Board of Directors of this corporation shall be the only members of this corporation. Each member of the Board of Directors of this corporation automatically shall become and be a member of this corporation concurrently with his or her becoming a member of the Board of Directors, shall continue to be a member of the corporation for so long as he or she is a member of the Board of Directors, and automatically shall cease to be a member of this corporation concurrently with his or her ceasing to be a member of the Board of Directors of this corporation. Members of the Board of Directors shall have voting rights only as directors and shall have no voting rights as members.

**ARTICLE X
BOARD OF DIRECTORS**

The management and direction of the operations and affairs of the corporation shall be vested in a Board of Directors of three (3) members composed of a person appointed as the Chaplain for Hispanic Ministry of South Minneapolis, a person appointed by the Archbishop of The Archdiocese of Saint Paul and Minneapolis as recommended by the Vicar Bishop for Hispanic Ministries and a person appointed by the Archbishop of The Archdiocese of Saint Paul and Minneapolis as recommended by the Chaplain for Hispanic Ministries of South Minneapolis.

If a Director is unable or unwilling to serve, the remaining Director(s) shall be appointed by the Archbishop of The Archdiocese of Saint Paul and Minneapolis, a Minnesota religious diocesan corporation organized and existing under Minnesota Statutes Section 315.16.

**ARTICLE XI
WRITTEN ACTION - WITHOUT MEETING**

Any action required or permitted to be taken at a meeting of the Board of Directors may be taken by written action, signed by the number of Directors that would be required to take the same action at a meeting of the Board at which all Directors were present; provided that all Directors are notified immediately of its text and effective date. The written action is effective when signed by the required number of Directors, unless a different effective time is provided in the written action. A Director who does not sign a consent of their written action has no liability for action or actions thereby taken.

**ARTICLE XII
PERSONAL LIABILITY - INDEMNITY**

The officers, directors, and members of this corporation shall not be personally liable to any extent whatsoever for any debts or obligations of this corporation. All directors,

4356

officers and employees of this corporation shall be indemnified for any action taken in their official capacity to the full extent permitted under Minnesota Statutes Section 317A.521.

ARTICLE XIII
DISSOLUTION

This corporation may be dissolved in accordance with the laws of the State of Minnesota. Upon dissolution of this corporation and after payment of all liabilities and obligations of this corporation and all costs and expenses incurred by this corporation in connection with such dissolution, subject always to the further provisions of this Article XIII, any remaining assets shall be distributed to or used exclusively by The Archdiocese of Saint Paul and Minneapolis, a Minnesota religious diocesan corporation, organized and existing under Minnesota Statutes Section 315.16, provided that, at that time, it qualifies as tax exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986. If it does not qualify as a tax exempt organization, the remaining assets shall be distributed to such organizations that qualify as tax exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 to be used for educational, charitable or religious purposes.

ARTICLE XIV
AMENDMENT

These Articles of Incorporation may be amended by a majority of the directors then in office in accordance with the provisions of Minnesota Nonprofit Corporation Act, as amended, provided that such amendments to the Articles of Incorporation could lawfully be included or omitted from the original Articles at the time the amendment is made, and provided such amendment is made so as to continue to qualify this corporation as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or as hereafter amended, or such section or any provision of federal law as is or may hereafter be applicable.

ARTICLE XV
INCORPORATOR

The name and address of the incorporator, who is a natural person of full age, is:

Reverend Lawrence Hubbard
2211 Clinton Avenue South
Minneapolis, Minnesota 55404

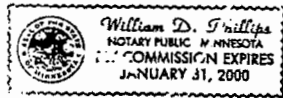
4357

IN WITNESS WHEREOF, I have executed the Articles this 12th day of May, 1999.

Lawrence Hubbard
Reverend Lawrence Hubbard

State of Minnesota)
) ss.
County of Hennepin)

The foregoing Articles of Incorporation of Sagrado Corazon De Jesús was acknowledged before me this 12th day of May, 1999.



William D. Phillips
Notary Public

9917.art

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED
MAY 3 1999
Kerry Hoffmeyer
Secretary of State

IT-553



MINNESOTA SECRETARY OF STATE
AMENDMENT OF ARTICLES OF INCORPORATION

READ INSTRUCTIONS LISTED BELOW, BEFORE COMPLETING THIS FORM.

1. Type or print in black ink.
2. There is a \$35.00 fee payable to the Secretary of State for filing this "Amendment of Articles of Incorporation".
3. Return Completed Amendment Form and Fee to the address listed on the bottom of the form.

CORPORATE NAME: (List the name of the company prior to any desired name change)

Sagrado Corazon de Jesus

This amendment is effective on the day it is filed with the Secretary of State, unless you indicate another date, no later than 30 days after filing with the Secretary of State.

Format(mm/dd/yyyy)

The following amendment(s) to articles regulating the above corporation were adopted: (Insert full text of newly amended article(s) indicating which article(s) is (are) being amended or added.) If the full text of the amendment will not fit in the space provided, attach additional numbered pages. (Total number of pages including this form, 2.)

ARTICLE III

REGISTERED OFFICE

The address of the registered office of this corporation is located at:
2645 1st Avenue South, Minneapolis, Minnesota 55408

This amendment has been approved pursuant to Minnesota Statutes chapter 302A or 317A. I certify that I am authorized to execute this amendment and I further certify that I understand that by signing this amendment, I am subject to the penalties of perjury as set forth in section 609.48 as if I had signed this amendment under oath.

(Signature of Authorized Person)

Name and telephone number of contact person: Bradley W. Capouch (612) 870-0390
Please print legibly

All of the information on this form is public and required in order to process this filing. Failure to provide information will prevent the Office from approving or further processing this filing.

STATE OF MINNESOTA
FILED

If you have any questions please contact the Secretary of State's office at (651)296-2803.

RETURN TO: Secretary of State
180 State Office Bldg., 100 Constitution Ave.
St. Paul, MN 55155-1299, (651)296-2803

06921340 Rev. 10/98

SEP 27 2016

Secretary of State

119635

119635

Office of the Minnesota Secretary of State

Certificate of Administrative Dissolution, Revocation, Involuntary Dissolution or Administrative Termination

The Office of the Secretary of State of Minnesota hereby certifies , as signified by the presence of the Great Seal of the State of Minnesota below: that the entity listed below has failed to file an annual renewal as required by the Minnesota Statute listed below. Therefore, the entity is hereby administratively dissolved in the state of Minnesota as of the date of this certificate.

Name: Sagrado Corazon De Jesus

File Number: 1T-553

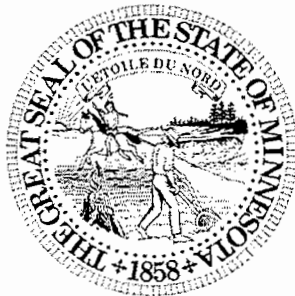
Document Number: 2005007290

Minnesota Statutes, Chapter: 317A

Home Jurisdiction: Minnesota

This certificate has been issued on: 09/20/2005

Office of the Secretary of State





NP-ARR



MINNESOTA SECRETARY OF STATE
MINNESOTA NONPROFIT CORPORATION ANNUAL
RENEWAL

Minnesota Statutes Chapter 317A

Must be filed by December 31

File online at https://online.sos.state.mn.us/abr/coip/annual_filing.asp

READ THE INSTRUCTIONS BEFORE COMPLETING THIS FORM

CURRENT INFORMATION:

1. File #: IT-553

2. Corporate Name: (Required)
Sagrado Corazon de Jesus

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED
APR 07 2009

3. Registered Office Address: (Required)
3800 Pleasant Avenue South

Mark Ribbie
Secretary of State

Street: (A PO Box by itself is not acceptable)

Minneapolis MN 55409

City: State: Zip:

Agent Name: (if applicable)

4. Name and business address of the Corporate President: (Required)
Rev. Kevin McDonough

Name:

3800 Pleasant Avenue South

Street:

Minneapolis MN 55409

City: State: Zip:

5. Does this corporation own, lease, or have any financial interest in agricultural land or land capable of being farmed? Yes No

6. Name, daytime telephone number and e-mail address of contact person for the corporation:
Bradley W. Capouch

Name:

(612) 870-0390

Phone:

bwcapouch@yahoo.com

E-Mail Address:

NOTICE: Failure to file this form by December 31 of this year will result in the dissolution of this corporation without further notice from the Secretary of State, pursuant to Minnesota Statutes, section 317A.022, subdivision 2, paragraph (b).

17-553



NP-RO



MINNESOTA SECRETARY OF STATE NOTICE OF CHANGE OF REGISTERED OFFICE/REGISTERED AGENT

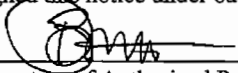
Read the instructions before completing this form.

- Entity Name: Sagrado Corazon de Jesus
- Registered Office Address: List a complete street address or rural route and rural route box number.
3800 Pleasant Avenue South Minneapolis MN 55409
Street (A post office box by itself is not acceptable) City State Zip Code
- Registered Agent (Registered agents are required for foreign entities, but optional for Minnesota entities):

If you do not wish to designate an agent, you must list "NONE" in this box. **DO NOT LIST THE ENTITY NAME.**

In compliance with Minnesota Statutes, Section 302A.123, 303.10, 308A.025, 308B, 317A.123 or 322B.135, I certify that the above listed company has resolved to change the entity's registered office and/or agent as listed above.

I certify that I am authorized to execute this notice and I further certify that I understand that by signing this notice I am subject to the penalties of perjury as set forth in Minnesota Statutes Section 609.48 as if I had signed this notice under oath.



Signature of Authorized Person

Name & Telephone Number of a Contact Person:
Bradley W. Capouch (612) 870-0390
Name please print legibly Telephone

Filing Fee payable to the MN Secretary of State

Profit Minnesota Corporations, Cooperatives and Limited Liability Companies: \$35.00.
Minnesota Nonprofit Corporations: No \$35.00 fee is due, unless you are adding, removing or changing the agent.

Non-Minnesota Corporations: \$50.00.

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED
APR 07 2009
Mark Ritchie
Secretary of State

Office of the Minnesota Secretary of State Certificate of Involuntary Dissolution

I, Mark Ritchie, Secretary of State of Minnesota, do certify: that the entity listed below has failed to file an annual renewal as required by the Minnesota Statute listed below. Therefore, the entity is hereby involuntarily dissolved in the state of Minnesota as of the date of this certificate.

Name: Sagrado Corazon De Jesus

File Number: 1T-553

Document Number: 65679650002

Minnesota Statutes, Chapter: 317A

Home Jurisdiction: Minnesota

This certificate has been issued on: 02/27/2013



Mark Ritchie

Mark Ritchie
Secretary of State
State of Minnesota



Work Item 656796500026
Original File Number 1T-553

STATE OF MINNESOTA
OFFICE OF THE SECRETARY OF STATE
FILED
02/27/2013 11:59 PM

Mark Ritchie

Mark Ritchie
Secretary of State

Office of the Minnesota Secretary of State
Minnesota Nonprofit Corporation | Annual Renewal
Minnesota Statutes, Chapter 317A



Must be filed by December 31

Read the instructions before completing this form.

1. File Number: 1T-553 2. Governed Under the Laws of the State of: MINNESOTA
3. Corporate Name: (Required) Sagrado Corazon de Jesus

4. Registered Office and Agent

Registered Office Address: (Required)
3817 Pleasant Avenue Minneapolis MN 55409
Street Address (A PO Box by itself is not acceptable) City State Zip

Registered Agent: (if applicable)

5. Name and business address of the Corporate President: (Required)

Kevin McDonough
Name
3817 Pleasant Avenue Minneapolis MN 55409
Street Address City State Zip Code

Email Address for Official Notices

Enter an email address to which the Secretary of State can forward official notices required by law and other notices:

bradcapouch_scj@msn.com

Check here to have your email address excluded from requests for bulk data, to the extent allowed by Minnesota law.

List a name and daytime phone number of a person who can be contacted about this form:

Bradley W. Capouch 612 870-0390
Contact Name Phone Number

Entities that own, lease, or have any financial interest in agricultural land or land capable of being farmed must register with the MN Dept. of Agriculture's Corporate Farm Program.

Does this entity own, lease, or have any financial interest in agricultural land or land capable of being farmed?
Yes No

NOTICE: Failure to file this form by December 31 of this year will result in the dissolution of this corporation without further notice from the Secretary of State, pursuant to Minnesota Statutes, section 317A.823.



Work Item 674569100021
Original File Number 1T-553

STATE OF MINNESOTA
OFFICE OF THE SECRETARY OF STATE
FILED
05/30/2013 11:59 PM

Mark Ritchie

Mark Ritchie
Secretary of State

Exhibit 21



GROW
Parish Pastoral Planning

GROW Toolkit



October 2012

Dear Pastor and Parish Leaders:

You are holding a guide to GROW, a pastoral planning process that is intended to build upon the foundation of the benefits of the pastoral visitation process. As you know, I have decided to offer to parishes who participate in the visitation process a new initiative to encourage parish pastoral planning. This process flows directly from the priorities coming out of our Strategic Plan and this local Church's commitment for the health and vitality of our parishes.

GROW is a six-month planning process that is being offered by the Archdiocese through our Office of Parish Services, in conjunction with TeamWorks International and Catholic Finance Corporation. As this toolkit outlines, at the end of six months your parish will have a sound pastoral plan that will guide your ministries and operations for years to come. I thank you for taking advantage of this unique and valuable opportunity. Be assured of my prayers for its success in your parish and for God's abundant blessings through this process.

With every good wish, I remain

Sincerely yours in Christ,

A handwritten signature in black ink that reads '+ John C. Nienstedt'. The signature is written in a cursive style with a large initial 'J'.

The Most Reverend John C. Nienstedt
Archbishop of Saint Paul and Minneapolis



GROW
Parish Pastoral Planning

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GROW
Parish Pastoral Planning

GROW 3 Year Impact for Parishioners and Parishes

1. Grow in Clarity of Parish Strengths and Gifts
2. Grow in Intentionality and Focus
3. Grow in Implementation of Best Practices
4. Grow in Long-Term Parish Viability
 - a. Communion
 - b. Mission
 - c. Administration
 - d. Relationship to Local Church
5. Grow in Long-Term Catholic School Viability
 - a. Catholic Identity
 - b. Academic Programming
 - c. Financial Management
 - d. Community Outreach

GROW Planning Outcomes for Parishes

1. Increase parish and Catholic school capacity for viability and sustainability through effective pastoral planning, high quality ministry delivery, efficient resource management, inclusive decision making and continuous improvement
2. Reduce ministry, operational and financial risks at the parish and Catholic school levels
3. Increase communications, connections and collaboration between parishes/schools, deaneries and the Archdiocese
4. Increase awareness and integration of the central *Seeds for Growth* of Prayer, Hospitality, Generosity, Evangelization and Study across all areas of ministry and service.
5. Increase a sense of lived stewardship across the Archdiocese for unique, shared, and unified pastoral needs
 - Unique Pastoral Needs = local pastoral needs for a parish / school
 - Shared Pastoral Needs = common pastoral needs across a deanery or similar parishes / schools
 - Unified Pastoral Needs = common pastoral needs across the Archdiocese



Seeds for Growth in the GROW Process

Archbishop Nienstedt called for “a revitalized and sustainable local Church, one that is responsive to the pastoral needs of all our brothers and sisters in Christ” in the Strategic Plan. The GROW process for parishes is designed to align with the Rediscover initiative for Individuals. Just as individuals need to be focused on Prayer, Study, Generosity, Hospitality, and Evangelization, so, too, the parishes need to be focused on these elements—both in supporting individuals in their efforts to become more dynamic Catholics and collectively as a communion of believers. In addition to the seeds for individual growth, GROW also focuses on the elements of viability that sustain Communion, Mission, Administration, and Relationship to the Local Church.

Prayer

GROW, with Christ as our center, will look at how prayer life is experienced in the parish through the Mass and the sacraments. It will look at the liturgy and opportunities that the parish uses to foster prayer and build dynamic Catholics.

Evangelization

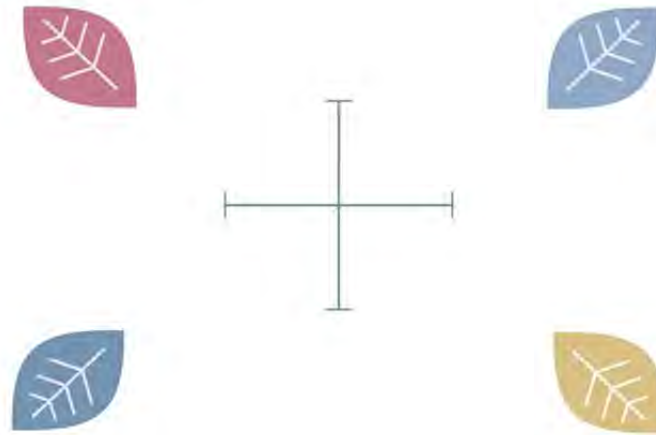
GROW looks at evangelization as a way to help create the possibility of an encounter with Jesus Christ. Parishes speak the truths of the Catholic faith in its fullness and in love. Pastors and parishes offer these truths with encouragement and welcome, adding greater meaning and purpose to people’s lives.

Hospitality

GROW facilitates an examination of how individuals experience the parish as a welcoming community. It offers parishioners a chance to voice their thoughts on the welcoming nature of the parish.

Generosity

GROW examines generosity, looking at ways the parish inspires stewardship through giving of time, talent, and financial resources to the parish.



Viability

GROW gives parishes solid information that ties all these seeds together and keeps them in balance. By examining the various elements of viability—from leadership to governance to finance to schools, parishes get in-depth demographic and financial analysis that enables both the parish and its Catholic school to develop a data-driven pastoral plan that supports the Strategic Plan’s identified “Criteria for Long-Term Viability” for parishes (Communion, Mission, Administration, and Relationship to the Church) and for schools (Catholic Identity, Academic Programming, Financial Management, and Community Outreach).



**Archdiocese of Saint Paul and Minneapolis
GROW Guiding Change Document**

Reality "The Why"	Unacceptable Means "The Not How"	Results "The What"
<ul style="list-style-type: none"> • The Archdiocesan Strategic Plan needs to be fully implemented at the parish and school level with support from the Archdiocese • Need for an increase in Archdiocesan, parish and school capacity for viability and sustainability through effective pastoral planning, high quality ministry delivery, efficient resource management, inclusive decision making and continuous improvement • Need to increase communications, connections and collaboration between parishes/schools, deaneries and the Archdiocese • Need to increase lived stewardship to better provide for our unique, shared and unified pastoral needs: <ul style="list-style-type: none"> ○ <u>Unique Pastoral Needs</u> = local pastoral needs for a parish / school ○ <u>Shared Pastoral Needs</u> = common pastoral needs across a deanery or like parishes / schools ○ <u>Unified Pastoral Needs</u> = common pastoral needs across the Archdiocese • Need to increase the vitality of individual's Catholic faith, willingness to evangelize and share the story of our faith to others • Need to increase vocations to the priesthood and religious life • Need to reduce ministry, operational and financial risks at the parish, Catholic school and Archdiocesan levels 	<ul style="list-style-type: none"> • To fail to complete and implement a Parish Pastoral Plan • To not collaborate with other parishes and Archdiocese in the areas of identified shared and unified pastoral needs • Ignore the data, demographics and analysis provided • Ignore the parishioner voice of both satisfaction and pastoral needs in the parish survey • Ignore the consultation provided by GROW process partners • Operate without a 5 + year financial model that integrates all aspects of parish ministry, operations, staffing and debt • Sacrificing of core parish ministries for the access to Catholic schools • Design solutions around individual staff, pastors or parish leaders 	<p>For Parish and Parishioners</p> <ul style="list-style-type: none"> • Deeper knowledge, commitment and experience of one's Catholic faith in <i>communio</i> with the Church • Increase quality of and participation in of the Sacraments, especially weekly Sunday Liturgy • Richer sharing of one's faith with others through evangelization • Broader expression of one's faith via ministry, outreach and social justice • Raising of the importance of the Catholic faith and community in our daily lives <p>3 Year Parish Pastoral Plan for:</p> <ul style="list-style-type: none"> • Identification of key pastoral needs and a plan to address those key needs • Improvement of the quality of ministry, services and operations • Operating with a comprehensive 5 + year financial plan • Deepen the knowledge and living of Catholic moral, social and evangelization teaching • Increase awareness and integration of the central Seeds for Growth of Prayer, Hospitality, Generosity, Evangelization and Study across all areas of ministry and service

Key Initiatives of the Archdiocese Stemming from the Strategic Plan

“Every parish is expected to evaluate its own resources and adjust accordingly.”

—Strategic Plan Guiding Principal #6

“The main goal of the [planning] process is to foster a revitalized and sustainable local Church, one that is responsive to the pastoral needs of all our brothers and sisters in Christ.”

—Archbishop John C. Nienstedt



“Aligned Decentralization” for a Vibrant Local Church

PARISH RESTRUCTURING as the result of the strategic plan is an effort to get parishes working collaboratively to sustain the overall health and vitality of the Local Church in the Archdiocese through mergers, clusters, and collaboration.

SCHOOLS' SHARED RESOURCE PROCESS gets schools into a broader conversation about how best to sustain Catholic schools for all stakeholders in a regional area.

KEY INITIATIVES from the Strategic Plan are designed to build and support the ongoing vibrancy and health of our Catholic parishes, schools, and parishioners. (See specifics below.)

Deepen Catholic Faith Formation

REDISCOVER is an invitation to find meaning and purpose in life, a sense of belonging, inner peace and strength, and true freedom through the depth and beauty of our Catholic faith. It supports outreach to Catholics, provides formation opportunities to deepen our faith and will become part of who we are as a local Church.

Rediscover



GROW is designed to align the strategic initiatives into a pastoral plan at the parish level that is comprehensive, manageable, and sustainable.

Strengthen Parish Life and Sustainability



PARISH VISITATION PROCESS through regional vicars, the PVP begins a conversation about developing goals and standards for parishes about their ongoing improvement and sustainability.

STEWARDSHIP TRAININGS & TOOLKIT enables parishes to develop the relationships necessary to sustain the long-term growth and vitality of their ministries.



STANDARDS IN CHURCH MINISTRY provides ongoing development for the professionals supporting parish operations.

LOGOS parish management system which aligns parishes to data and general accounting standards in the Archdiocese.



PARISH ACCOUNTING SERVICE CENTER (PASC) provides comprehensive accounting services in order to further the ability of parishes to focus on their pastoral mission.

LEGAL & RECORDS REQUIREMENTS TRAININGS to assure compliance with both Civil & Canon Law



TRAINING FOR FAMILIES & LEADERS IN LATINO MINISTRY including parish level leadership and faith formation institutes and support services for youth, children, and married couples.

Improve the Quality and Sustainability of Catholic Schools



ACSAC (the Archdiocesan Catholic Schools Advisory Committee) draws together the wisdom of educators and business leaders to promote best practice in our Catholic schools.







CORNERSTONE school management system aligns school information to make better, more data-driven decisions in planning and academics.



AIM HIGHER is an overarching branding and marketing initiative to help drive enrollment, improve school sustainability and promote the value of Catholic schools to the entire community.








Each of these is carried through at a unique, shared, and unified level in the Archdiocese.

How Strategic Initiatives Benefit Unique, Shared, and Unified Needs in the Archdiocese.

Type	Visual Identity	Initiative Name	Unique (Parish/School Level)	Shared (Regional/Deanery)	Unified (Archdiocesan)
Implementation Planning and		Parish Restructuring & Schools' Shared Resource Discussions	Presents opportunities for parishes & schools to work in collaboration—allows for maximizing of resources and infusion of new ideas.	Regions can offer a wider variety of services to parishioners & school families through sharing programs.	Promotes parish and school viability across the Archdiocese. Reduces operating risks and improves allocation of limited resources throughout the local Church.
		GROW	Focuses on parish level planning that integrates new Archdiocesan initiatives and forms them into a coherent, manageable pastoral plan.	By planning in a group, parishes in a region have the opportunity to share insights from other parishes as they plan.	Archdiocese can identify planning challenges for parishes and allocate resources to meet better the needs of parishes and schools.
New Audiences Outreach to		Rediscover	Rediscover invites Catholics to find meaning and belonging by going deeper in their faith via arch-diocesan programming that connects back to parish communities.	Rediscover website and apps will allow a search for program offerings at neighboring parishes and across the Archdiocese.	Archdiocesan programming will support and energize evangelization and catechesis efforts throughout the local Church.
		Aim Higher	Schools will work towards increased enrollment with enrollment management toolkits, strategically targeted marketing efforts & consistent follow-up.	Regions will be able to maximize Catholic school enrollment in their area, minimize duplication of efforts and reduce competition between schools.	The Aim Higher overarching brand provides increased general awareness and improved value perception for Catholic schools.
Collaboration Study and		ACSAC	Assists Catholic schools in meeting standards of excellence in Catholic Identity, Academic Excellence, Governance, Advancement & Financial Management .	Facilitates a culture of best practice and sustainability for schools not in isolation, but in relationship to each other.	The Archdiocese benefits from new perspectives of educators and business leaders to promote best practice in our Catholic Schools.
		Parish Visitation Process	Parishes gain insight from the regional vicar on their strengths and challenges.	Regional vicars get an in-depth look at the needs of a particular area, highlighting concerns and opportunities that transcend parish boundaries.	The Archdiocese gains insight into ministries and practices at the parish level.

See previous page for definitions of the various initiatives. Other initiatives are on next page.

How Strategic Initiatives Benefit Unique, Shared, and Unified Needs in the Archdiocese

Type	Visual Identity	Initiative Name	Unique (Parish/School Level)	Shared (Regional/Deanery)	Unified (Archdiocesan)
Systems & Data Information		LOGOS	LOGOS is a standardized parish management software that is aligned with Archdiocesan standards.	Pastors and staff moving between parishes within an area have a similar tool to work with and can make better comparisons between data.	Parish information will be represented accurately to the Archdiocese in a format that is understood by all.
		Cornerstone	Cornerstone is a standardized school management software that is aligned with Archdiocesan standards.	Pastors, staff, and families moving between schools within an area have similar tools/reports and can make better comparisons between data.	Archdiocesan offices can “drill down” into student/household level data to make better programming decisions from data-based research.
Standards and Training in Best Practice		Parish Account Services Center (PASC)	PASC provides comprehensive accounting services in order to further the ability of parishes to focus on their pastoral mission	Parishes with established best practices through PASC are more free to share ministry and pastoral programs with neighboring parishes.	Reducing operating risks at the parish level improves operating practices across the Archdiocese.
		Stewardship Trainings & Toolkit	Growing the culture of stewardship in our homes and parish communities is made easier and more effective with this comprehensive resource that highlights best practices.	A consistent and quality stewardship resource – across all parishes - will insure a better understanding of the true meaning of stewardship and what it takes to sustain stewardship as a “way of life” in our parish communities.	Providing ongoing stewardship formation and opportunities to participate will help grow the resources – time, talent and treasure – to advance the shared mission and ministries of our local Church.
		Standards in Church Ministry	Parishes come to a common understanding of what is best practice—thereby reducing risk and maximizing operations.	Personnel in a region will be able to share best practices with one another.	Reducing operating risks at the parish level improves operating practices across the Archdiocese.
		Legal & Records Requirements Trainings	Parishes reduce their operating risks and are more prepared in case of audits or disputes.	Pastors and staff among parishes within an area have the same & accurate information.	Reducing operating risks at the parish level improves operating practices across the Archdiocese.
		Trainings for Families & Leaders in Latino Ministry	Latino parishes have access to Archdiocesan standards and training—including marriage prep, youth ministry, leadership and catechesis.	There will be more qualified Latino leaders trained across the Archdiocesan community.	The Archdiocese will be able to develop future leaders from the rapidly growing Latino community in the Twin Cities.



GROW Parish Team Members

GROW Sessions Attendees (suggested):

Pastor	Pastoral Council Rep
Associate Pastor or Deacon <i>(if applicable)</i>	Pastoral Council Rep
Business Administrator	Financial Council Rep
Trustee	Financial Council Rep
Trustee	Stewardship Committee Member
Active Parishioner	Pastoral / Shared Ministry Staff <i>(if applicable)</i>
Active Parishioner	Religious Education Staff
Representative from any large ethnic group in parish <i>(if applicable—e.g. Latino ministry)</i>	
School Advisory Committee Member <i>(if applicable)</i>	
School Principal – <i>(if applicable—requested for single parish school ; teacher or other administrator may attend from consolidated school)</i>	



GROW Resources Contact List

Archdiocesan Offices

Office of Parish Services

Office of Catholic Schools

Office of Communications

Office of Stewardship and Development

Office of Marriage, Family and Life

Person

Mark Dittman, Director

Julie Meyer, Planning Lead

Gary Wilmer, Personnel & Planning

Sarah Mealey, Director

Michael Halloran, Director

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Phil Boelter, Financial Consultant

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TeamWorks International, Inc

GROW Process and Survey

Insight Services

Scheduling and Logistics

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651-429-7340

651-429-7340



GROW Data Requirements

Catholic Finance Corporation

- Prior 3 fiscal years detailed financial reports (operating statements and balance sheets) for both parish and school (if applicable) in Excel format.
- Current fiscal year detailed budget for both parish and school (if applicable) in Excel format.
- Prior 3 fiscal years and current year school enrollment by grade (if applicable).
- If there is outstanding debt, a debt amortization schedule detailing current outstanding balance, interest rate, monthly payment, and maturity date.
- A listing of full-time equivalent (FTE) and part-time (PT) staff positions at both parish and school (if applicable). Note: this listing is by position only, not the name of the employee.
- Capital Campaign information (if applicable) including the current fiscal year and the last 3 fiscal years data. Please include income statements and balance sheets if not included with the general financial statements. Also, please include any future years projected campaign receipts.
- Number of parish households (this information to be provided by Teamworks, International.)

TeamWorks International GROW Data Request

Parish Overall

- Name
- City
- Registered Household Number across past 5 years if possible
- Number of Priests FTE Assigned - current
- Seating Capacity - current
- # of weekend Masses- current
- # of Baptisms across the last 3 years
- # of First Communion across the last 3 years
- # of Confirmations across the last 3 years
- # of Weddings across the last 3 years
- # of Funerals across the last 3 years



GROW
Parish Pastoral Planning

A sample is below for how this should be formatted in Excel:

Parish Location Information		Current Parish Statistics			Current Annual Sacraments (most current year)				
Parish Name	Parish City	Households	Seating Capacity	Weekend Masses	Baptisms	First Communion	Confirmations	Weddings	Funerals
Parish A	City A	1,098	550	4	38	58	55	13	14

Registered Parish Households

- Street Address, City, State, Zip code

Historical Parishioner Data – This data set should include the total number of *Parish Households by parish per year* going back **7 - 10 years**. A sample is attached.

Name	2005	2006	2007	2008	2009	2010	2011	2012
Parish A	149	159	152	128	133	125	120	56

Catholic School Overall

- Name
- City
- Student Number by Grade Level across past 5 years if possible

Catholic School Households

- Street Address, City, State, Zip code
- Grade level of each student - past SY

Target Class Size Data – This data set should include target class sizes for each grade at each school. A sample is shown below.

School Name	PreK Capacity	Kindergarten	First	Second	Third	Fourth	Fifth	Sixth	Seventh	Eighth
School A	20	40	30	30	30	30	30	32	32	32



GROW
Parish Pastoral Planning

Historical Student Data -This data set should include the total number of *students by school by grade per year* going back **7 - 10 years**. A sample is attached. (The Catholic Schools office has this information compiled. Email meyerj@archspm.org to request this information for release.)

Grade	04-05	05-06	06-07	07-08	08-09	09-10	10-11	11-12
PK	149	159	152	128	133	125	120	56
K	117	124	122	106	84	70	63	72
1	134	111	119	111	106	79	69	59
2	142	136	111	111	108	100	74	67
3	135	147	138	108	103	112	95	71
4	157	134	145	138	115	102	111	85
5	135	147	129	133	128	105	104	103
6	138	126	129	103	110	112	87	94
7	84	126	103	91	78	75	88	56
8	85	66	106	90	81	70	68	75
Total Enrollment	1,276	1,276	1,254	1,119	1,046	950	879	738

Survey Customization

- Examples of Pastoral Care, Social Justice and Outreach Ministries such as Befrienders, Loaves and Fishes etc which are unique to each parish
- Submittal and Approval of up to six customized questions based on the needs of the parish and school. This is helpful if the parish desires feedback on an ongoing initiative or campaign or desires feedback and input into an upcoming campaign or initiative. This also an opportunity to get parishioner feedback on a unique, specialized ministry or service not covered in the survey.
- Pastors and Administrators will be contacted individually by TeamWorks International staff to describe the above and review a customized Survey prior to release of Parish Survey.



GROW
Parish Pastoral Planning

GROW Meeting 01 Agenda

Meeting Objectives

- A. Pastoral Planning Toolkit Review
- B. Parish and School Report review of demographics, stewardship, parish profiling with conditions and trends analysis
- C. Baseline Financial Report and modeling
- D. Key Messages for Parish and Preparation Work for Meeting Two

<u>Time</u>	<u>Agenda</u>	
6:00	Welcoming, Introductions and Opening Prayer	Host Parish Pastor
6:15	Overview of GROW Process, Toolkit and Meeting	Dennis Cheesebrow
6:30	Parish and School Report Overview	Dennis Cheesebrow
7:10	Parish Discussion and Table-based Questions of Clarification	All
7:45	Overview of Baseline Financial Report	Catholic Finance Corp
8:15	Parish Discussion and Table-based Questions of Clarification	All
8:45	Preparation for Meeting Two Review	Dennis Cheesebrow
8:55	Key Messages	All
9:00	Adjourn	



GROW Meeting 01 Worksheets and Outcomes

GROW Toolkit and Process	Questions of Clarification	Hopes and Concerns
	<ul style="list-style-type: none"> • • • • • 	<ul style="list-style-type: none"> • • • • •
Parish and School Report	Questions of Clarification or Further Analysis	Key Learning and Surprises
	<ul style="list-style-type: none"> • • • • • 	<ul style="list-style-type: none"> • • • • •
Baseline Financial Report	Questions of Clarification or Further Analysis	Key Learning and Surprises
	<ul style="list-style-type: none"> • • • • • 	<ul style="list-style-type: none"> • • • • •



PRIOR TO MEETING 2

GROW Meeting 02 Preparation

Parish and School Report

1. Securing of missing data and requesting a Report revision from TeamWorks International
2. Consideration of need for consulting support from TeamWorks International for interpretation of results and possible impact for parish
3. Answering of questions of clarification from TeamWorks International

Baseline Financial Report

1. Securing of missing data and requesting a Report revision from Catholic Finance Corporation
2. Consideration of need for consulting support from Catholic Finance Corporation for interpretation of results and possible impact for parish
3. Answering of questions of clarification from Catholic Finance Corporation

Pastoral Needs DRAFT 01: Discuss and organize known and perceived pastoral needs and ministry / operations improvement needs

- Operations
- Sacraments and Worship
- Faith Formation
- Pastoral Care
- Evangelization
- Social Justice
- Outreach
- Stewardship
- Communications
- Collaboration



GROW
Parish Pastoral Planning

GROW Meeting 02 Agenda

Meeting Objectives

- A. Refinement of Parish and School Report and Baseline Financial Model
- B. Parish Survey Report review of quality, satisfaction and pastoral needs analysis
- C. Development of Key Pastoral Needs and Integration of Parish Visitation Self-Assessment and/or Outcomes
- D. Key Messages for Parish and Preparation Work for Meeting Three

<u>Time</u>	<u>Agenda</u>	
6:00	Welcoming, Introductions and Opening Prayer	Host Parish Pastor
6:15	Overview of Meeting Process and Outcomes	Dennis Cheesebrow
6:30	Parish Discussion of Parish and School Report and Baseline Financial Model Refinements	All
7:00	Parish Survey Overview	Dennis Cheesebrow
7:45	Parish Discussion and Development of Key Pastoral Needs	All
8:45	Preparation for Meeting Three Review	Dennis Cheesebrow
8:55	Key Messages	All
9:00	Adjourn	



GROW Meeting 02 Worksheets and Outcomes

GROW Survey	Questions of Clarification		Hopes and Concerns	
	<ul style="list-style-type: none"> • • • • • 		<ul style="list-style-type: none"> • • • • • 	
Key Pastoral Needs	Area of Operations, Ministry and Services		Key Pastoral or Quality Improvement Needs	
	Operations			
	Sacraments and Worship			
	Faith Formation			
	Pastoral Care			
	Evangelization			
	Social Justice			
	Outreach			
	Stewardship			
	Communications			
	Collaboration			



GROW Meeting 03 Agenda

Meeting Objectives

- A. Integration of Parish and School Report, Parish Survey and Baseline Financial Model
- B. Development of Parish Pastoral Plan Integrating the Seeds of Growth of Prayer, Hospitality, Generosity, Study, and Evangelization
- C. Development of ActionCards for Key Year One Initiative
- D. Key Messages for Parish and Preparation Work for Implementation

<u>Time</u>	<u>Agenda</u>	
8:30	Welcoming, Introductions and Opening Prayer	Host Parish Pastor
8:40	Overview of Meeting Process and Outcomes	Dennis Cheesebrow
8:45	Parish Discussion and Finalization of Mission and Vision Statements	All
10:00	Break	
10:15	Parish Discussion of Key Pastoral Needs and Rating of Unique, Shared and Unified Needs	All
11:00	All Parishes Discussions of Key Pastoral Needs and Rating of Unique, Shared and Unified Needs	All
11:45	Lunch	
12:30	Walk Around to Learn from other Parishes	All
1:00	Overview of ActionCards	Dennis Cheesebrow
1:15	Parish development of Key Year One ActionCards integrating the Seeds Growth of Prayer, Hospitality, Generosity, Study, and Evangelization	All
2:30	All Parishes Discussion of Learning, Opportunities and Challenges - Development of Opportunities for Shared and Unified Pastoral Needs	All
3:00	Overview of Steps to Implementation	Dennis Cheesebrow
3:15	Key Next Steps and Key Messages Prayer of Thanksgiving	All
3:30	Adjourn	



GROW
Parish Pastoral Planning

GROW Meeting 03 Worksheet

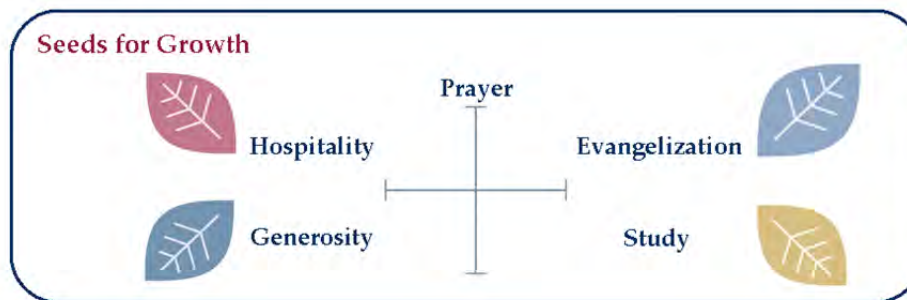
Parish Name: PARISH PASTORAL PLAN OVERVIEW			
Mission Statement <i>Our Core Purpose and Calling</i>		Vision Statement <i>What We Intend To Create by 2016</i>	
Ministry Area	Top 3 Pastoral Needs <i>Unique, Shared, or Unified</i>	New?	Top 3: Year 1 Initiatives & VisionCard Goals
			<input type="checkbox"/> Prayer <input type="checkbox"/> Hospitality <input type="checkbox"/> Generosity <input type="checkbox"/> Study <input type="checkbox"/> Evangelization
Operations	1. 2. 3.		1. 2. 3. <input type="checkbox"/> Prayer <input type="checkbox"/> Hospitality <input type="checkbox"/> Generosity <input type="checkbox"/> Study <input type="checkbox"/> Evangelization
Sacraments and Worship	1. 2. 3.		1. 2. 3. <input type="checkbox"/> Prayer <input type="checkbox"/> Hospitality <input type="checkbox"/> Generosity <input type="checkbox"/> Study <input type="checkbox"/> Evangelization



Faith Formation	1. 2. 3.	1. 2. 3.	<input type="checkbox"/> Prayer <input type="checkbox"/> Hospitality <input type="checkbox"/> Generosity <input type="checkbox"/> Study <input type="checkbox"/> Evangelization
Pastoral Care	1. 2. 3.	1. 2. 3.	<input type="checkbox"/> Prayer <input type="checkbox"/> Hospitality <input type="checkbox"/> Generosity <input type="checkbox"/> Study <input type="checkbox"/> Evangelization
Evangelization	1. 2. 3.	1. 2. 3.	<input type="checkbox"/> Prayer <input type="checkbox"/> Hospitality <input type="checkbox"/> Generosity <input type="checkbox"/> Study <input type="checkbox"/> Evangelization
Social Justice	1. 2. 3.	1. 2. 3.	<input type="checkbox"/> Prayer <input type="checkbox"/> Hospitality <input type="checkbox"/> Generosity <input type="checkbox"/> Study <input type="checkbox"/> Evangelization
Outreach	1. 2. 3.	1. 2. 3.	<input type="checkbox"/> Prayer <input type="checkbox"/> Hospitality <input type="checkbox"/> Generosity <input type="checkbox"/> Study <input type="checkbox"/> Evangelization



Stewardship	1. 2. 3.	1. 2. 3.	<input type="checkbox"/> Prayer <input type="checkbox"/> Hospitality <input type="checkbox"/> Generosity <input type="checkbox"/> Study <input type="checkbox"/> Evangelization
Communications	1. 2. 3.	1. 2. 3.	<input type="checkbox"/> Prayer <input type="checkbox"/> Hospitality <input type="checkbox"/> Generosity <input type="checkbox"/> Study <input type="checkbox"/> Evangelization
Collaboration	1. 2. 3.	1. 2. 3.	<input type="checkbox"/> Prayer <input type="checkbox"/> Hospitality <input type="checkbox"/> Generosity <input type="checkbox"/> Study <input type="checkbox"/> Evangelization
Catholic School	1. 2. 3.	1. 2. 3.	<input type="checkbox"/> Prayer <input type="checkbox"/> Hospitality <input type="checkbox"/> Generosity <input type="checkbox"/> Study <input type="checkbox"/> Evangelization





GROW
 Parish Pastoral Planning

Parish Name:			
PARISH PASTORAL PLAN OVERVIEW			
Ministry Area	Top 3: Year 2 Initiatives and VisionCard Goals	Top 3: Year 3 Initiatives and VisionCard Goals	Seeds For Growth
Operations	1. 2. 3.	1. 2. 3.	<input type="checkbox"/> Prayer <input type="checkbox"/> Hospitality <input type="checkbox"/> Generosity <input type="checkbox"/> Study <input type="checkbox"/> Evangelization
Sacraments & Worship	1. 2. 3.	1. 2. 3.	<input type="checkbox"/> Prayer <input type="checkbox"/> Hospitality <input type="checkbox"/> Generosity <input type="checkbox"/> Study <input type="checkbox"/> Evangelization
Faith Formation	1. 2. 3.	1. 2. 3.	<input type="checkbox"/> Prayer <input type="checkbox"/> Hospitality <input type="checkbox"/> Generosity <input type="checkbox"/> Study <input type="checkbox"/> Evangelization
Pastoral Care	1. 2. 3.	1. 2. 3.	<input type="checkbox"/> Prayer <input type="checkbox"/> Hospitality <input type="checkbox"/> Generosity <input type="checkbox"/> Study <input type="checkbox"/> Evangelization
Evangelization	1. 2. 3.	1. 2. 3.	<input type="checkbox"/> Prayer <input type="checkbox"/> Hospitality <input type="checkbox"/> Generosity <input type="checkbox"/> Study <input type="checkbox"/> Evangelization



GROW
 Parish Pastoral Planning

Social Justice	1. 2. 3.	1. 2. 3.	<input type="checkbox"/> Prayer <input type="checkbox"/> Hospitality <input type="checkbox"/> Generosity <input type="checkbox"/> Study <input type="checkbox"/> Evangelization
Outreach	1. 2. 3.	1. 2. 3.	<input type="checkbox"/> Prayer <input type="checkbox"/> Hospitality <input type="checkbox"/> Generosity <input type="checkbox"/> Study <input type="checkbox"/> Evangelization
Stewardship	1. 2. 3.	1. 2. 3.	<input type="checkbox"/> Prayer <input type="checkbox"/> Hospitality <input type="checkbox"/> Generosity <input type="checkbox"/> Study <input type="checkbox"/> Evangelization
Communications	1. 2. 3.	1. 2. 3.	<input type="checkbox"/> Prayer <input type="checkbox"/> Hospitality <input type="checkbox"/> Generosity <input type="checkbox"/> Study <input type="checkbox"/> Evangelization
Collaboration	1. 2. 3.	1. 2. 3.	<input type="checkbox"/> Prayer <input type="checkbox"/> Hospitality <input type="checkbox"/> Generosity <input type="checkbox"/> Study <input type="checkbox"/> Evangelization
Catholic School	1. 2. 3.	1. 2. 3.	<input type="checkbox"/> Prayer <input type="checkbox"/> Hospitality <input type="checkbox"/> Generosity <input type="checkbox"/> Study <input type="checkbox"/> Evangelization



GROW Meeting 03 Worksheet

Pastoral Ministry ActionCard

Ministry Area: _____ **Key Initiative Name:** _____

Vision Description	<p><i>Key Initiative being completed:</i> _____</p> <p><i>What will be different?</i> _____</p> <p><i>Narrative with numbers if helpful</i> _____</p>			
Action Plan Details	<p>What</p>	<p>When</p>	<p>Who</p>	<p>Contradictions and/or Barriers to be Addressed</p>
Current Reality Description	<p style="text-align: center;">GROW Seed Strategies Utilized</p> <p> <input type="checkbox"/> Prayer <input type="checkbox"/> Hospitality <input type="checkbox"/> Generosity <input type="checkbox"/> Study <input type="checkbox"/> Evangelization </p>			



Key Steps To Implementation

First 60 days

- A. Finalization of Financial Model to reflect Parish Pastoral Plan and Key Initiatives
- B. Development of Parish Communications and Development of Parishioner Feedback Forums for Parish Pastoral Plan
 - a. Web-based feedback
 - b. Council and Committee Feedback
 - c. Focus groups
 - d. Large format meetings

Second 60 Days

- A. Engage in communications of Parish Pastoral Plan
- B. Conduct Parishioner Feedback for Parish Pastoral Plan
- C. Assess Feedback to refine the Parish Pastoral Plan
- D. Formally adopt the Parish Pastoral Plan by Parish Pastoral Council, Parish Finance Council and Pastor

Third 60 Days

- A. Align Parish budget and staffing to the Parish Pastoral Plan and the 5 + Year Financial Model
- B. Assign Key initiatives and ActionCards to appropriate staff, Councils and Committees
- C. Develop and implement a reporting and oversight of the delivery of the ActionCard steps and learning



Exhibit 22

1 STATE OF MINNESOTA IN DISTRICT COURT
2 COUNTY OF RAMSEY SECOND JUDICIAL DISTRICT

3

4 - - - - -

5 DOE 1,

6 Plaintiff,

7 vs.

8 ARCHDIOCESE OF ST. PAUL AND
9 MINNEAPOLIS, DIOCESE OF WINONA
and THOMAS ADAMSON,

10 Defendants.

11 - - - - -

12

13 Deposition of FATHER KEVIN MCDONOUGH,
14 taken pursuant to Notice of Taking Deposition,
15 and taken before Gary W. Hermes, a Notary
16 Public in and for the County of Ramsey, State
17 of Minnesota, on the 16th day of April, 2014,
18 at 30 East 7th Street, St. Paul, Minnesota,
19 commencing at approximately 9:06 o'clock a.m.

20

21

22

23

24

25

AFFILIATED COURT REPORTERS
2935 OLD HIGHWAY 8
ST. PAUL, MN 55113 (612) 338-4348

COPY

- 1 A. I think I became aware of it through a media
2 report.
- 3 Q. And do you recall any discussions with
4 Archbishop Nienstedt or Laird or any of the
5 other officials where you and Haselberger are
6 having a dispute about whether to report and
7 what should be reported?
- 8 A. I recall disputes between Jennifer Haselberger
9 and myself, but not about whether and what to
10 report.
- 11 Q. Your disputes were over disclosure to the
12 parishes, weren't they?
- 13 A. No. Disputes were over matters of -- of
14 reviewing policies.
- 15 Q. She was urging more disclosure to the parishes
16 than what had been done and you were urging
17 less?
- 18 A. She may have been. I don't recall that she
19 and I ever disagreed in that regard.
- 20 Q. She was urging a disclosure to law enforcement
21 and you were urging against it?
- 22 A. I don't believe we ever disagreed on that.
- 23 Q. Prior to 2008, why didn't you use e-mail?
- 24 A. Because -- first of all, I think we talked
25 about this this morning. And I may have -- I

1 may have used it in 2007. I had the privilege
2 of having extensive support personnel. I did
3 not feel competent. My little throwaway line
4 when my friends would hassle me about it was
5 to say, "Good, here's another way not to be
6 able to reach me," because I wanted to stay as
7 current as I could on written correspondence
8 and -- and phone calls. I've since learned
9 the convenience of e-mail, but I resisted it
10 for many years.

11 Q. You're aware that the archbishop controls all
12 the funds held by the archdiocese and its
13 corporations?

14 A. I wouldn't characterize that -- I wouldn't
15 characterize -- I wouldn't agree with your
16 characterization.

17 Q. The archbishop has control over the funding --
18 the funding provided to the parishes, does he
19 not?

20 A. No.

21 (Discussion out of the hearing of
22 the court reporter)

23 BY MR. ANDERSON:

24 Q. In 1992, the Catholic Community Foundation was
25 created and funded, was it not?

1 A. It was created, yes, and then subsequently
2 funded. Still is being funded in various
3 ways.

4 Q. And the archdiocese contributes funds to that?

5 A. I doubt that's true.

6 Q. That is a fund controlled by whom?

7 A. By the board of directors.

8 Q. And were you aware of any discussions had that
9 that was created to limit liability or
10 exposure for sexual abuse claims that were
11 then imminent and pending?

12 A. Yes.

13 Q. Tell me about that.

14 A. We did a feasibility study, I worked with the
15 group that did the feasibility study. The
16 donors said, "We're concerned about two major
17 issues. Number one, we don't particularly
18 trust bishops to make good decisions about
19 long-term funds." With the campaign in 1990
20 -- what became the campaign in '92, but we
21 began a feasibility study in about 1990 or
22 '91, in the feasibility study they said, "We
23 don't trust bishops not to spend money,
24 there's all sorts of history of bishops doing
25 that without proper controls. And, secondly,

1 we don't trust that you will not be forced by
2 a court to -- to surrender such funds if we
3 give them to you, so we will not give them to
4 you." So Archbishop Roach proposed the notion
5 that the community itself set up a fund, a
6 foundation for the -- for the service -- for
7 the support of Catholic services. And that's
8 what happened. And I was very much a part of
9 that, I think I was -- I think I was the
10 original incorporator.

11 Q. And to your knowledge, is the archdiocese
12 moving any money or taking any action in
13 anticipation of bankruptcy filing?

14 A. Not to my knowledge.

15 MR. BIRRELL: As long as you're
16 pausing, may I ask what our time situation is?

17 MR. LEEANE: Currently we're at 58
18 minutes, 50 seconds.

19 MR. ANDERSON: In terms of time,
20 I'm --

21 MR. BIRRELL: Trying to figure my
22 math out.

23 MR. FINNEGAN: Why don't we go off
24 the record?

25 MR. LEEANE: Off the video record at

1 5:23 p.m.

2 (Recess taken)

3 MR. LEEANE: Back on the video

4 record at 5:24 p.m.

5 BY MR. ANDERSON:

6 Q. Okay. I'm informed by counsel that their
7 calculation is we have 15 minutes left,
8 according to their interpretation, and so I'd
9 like to turn to Clarence Vavra for a moment.

10 In the 1990s, it's reported he is --
11 it is reported that he is writing sexual
12 letters to an inmate. Now, are you familiar
13 with that scenario?

14 A. Yes.

15 Q. And you were involved in him being sent to St.
16 John Vianney for an evaluation that the
17 archdiocese paid for?

18 A. I don't recall where he went to for
19 evaluation, but I do recall we sent him, yes.
20 And I was involved in that, yes.

21 Q. And did you also, then, become aware that
22 through that evaluation, that he admitted to
23 sexually molesting children on an Indian
24 reservation in South Dakota?

25 A. I did learn that in 2002 or three.

1 Q. And Vavra, notwithstanding that admission, was
2 allowed to work until 2003 when the clergy
3 review board looked at his file and determined
4 he had violated the charter, is that correct?

5 A. That's correct.

6 Q. Vavra was given extra payments until 2004 when
7 he reached the age of Social Security,
8 correct?

9 A. I don't recall that, but that would be
10 consistent with the other things we've talked
11 about today.

12 Q. On a list maintained by the archdiocese and
13 not made public until pressure by us and
14 others, he was one who was deemed to have been
15 credibly accused, correct?

16 A. Yes.

17 Q. And his --

18 A. Well, I should say -- let me say, I don't know
19 what the archdiocese is listing. I believe
20 that his admission of sexual abuse of minors
21 -- or of a minor was true. I -- I -- so I
22 don't know about the construction of an
23 archdiocesan list, sorry.

24 Q. In any case, his name was not made public
25 until Minnesota Public Radio reported it in

Exhibit 23

State of Minnesota

SECRETARY OF STATE

CERTIFICATE OF INCORPORATION

I, Mark Ritchie, Secretary of State of Minnesota, do certify that: Articles of Incorporation, duly signed and acknowledged under oath, have been filed on this date in the Office of the Secretary of State, for the incorporation of the following corporation, under and in accordance with the provisions of the chapter of Minnesota Statutes listed below.

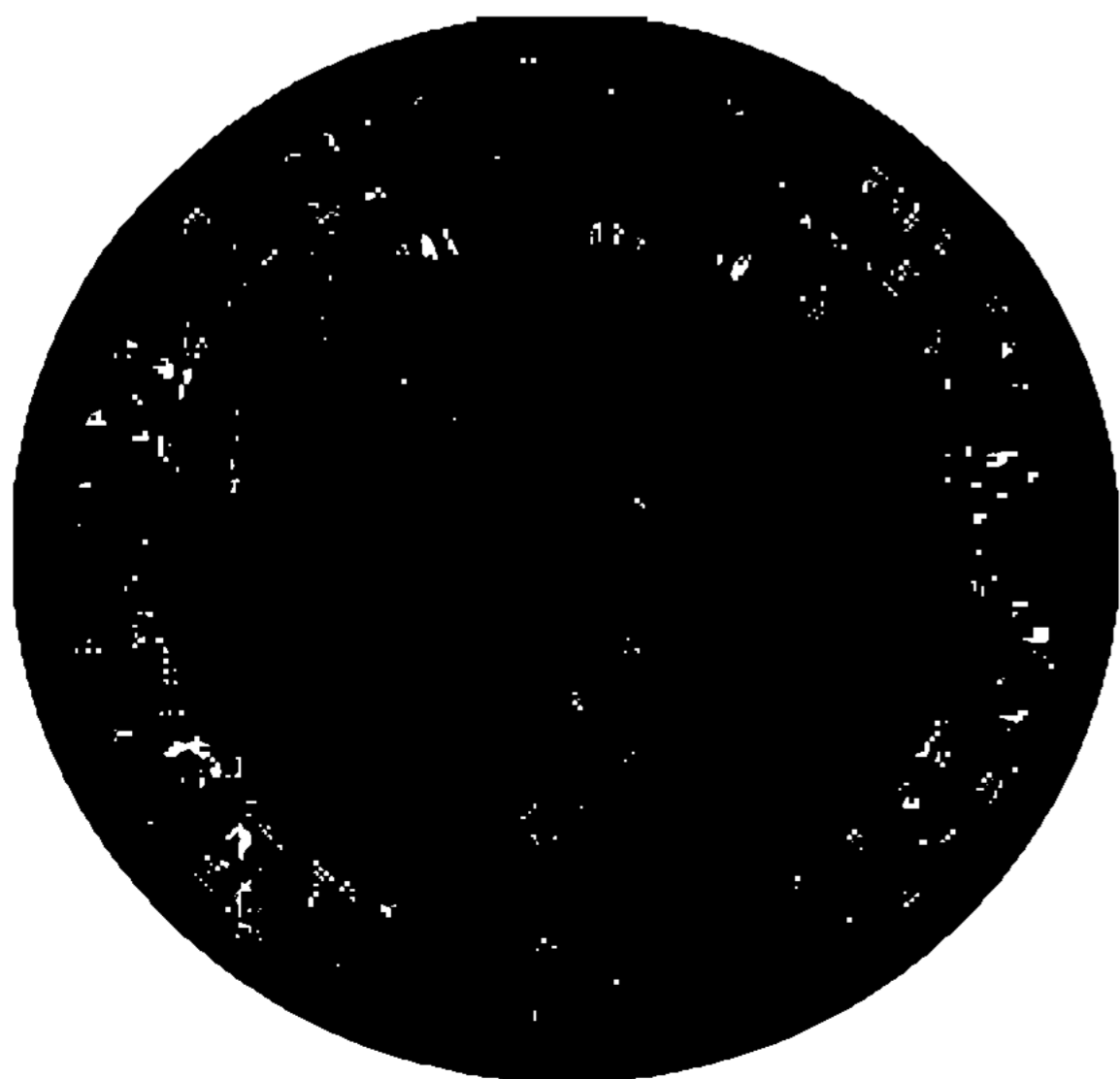
This corporation is now legally organized under the laws of Minnesota.

Corporate Name: The Chaplaincy of Gichitwaa Kateri

Corporate Charter Number: 4363970-2

Chapter Formed Under: 317A

This certificate has been issued on 06/29/2011.



Mark Ritchie
Secretary of State.



43639700002

NP-OR

**ARTICLES OF INCORPORATION
OF
THE CHAPLAINCY OF GICHITWAA KATERI**

The undersigned, for the purpose of forming a corporation pursuant to the provisions of the Minnesota Nonprofit Corporation Act, Minnesota Statutes, Chapter 317A, and all future laws amendatory thereto and supplementary thereto, adopt the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of this corporation is: The Chaplaincy of Gichitwaa Kateri.

**ARTICLE II
PURPOSE**

The general purpose of this Corporation is to take charge of and manage all the temporal affairs of the Roman Catholic Chaplaincy; to promote the spiritual, educational and other interests of the said Roman Catholic Church in said Chaplaincy; including all the charitable, benevolent and eleemosynary work of said Chaplaincy; to take charge of, hold and manage all property, personal and real, that may at any time or in any manner come to or vest in this Corporation for any purpose whatever, whether by purchase, gift, grant, devise or otherwise, and to mortgage the same, sell or otherwise dispose of the same as the necessities of said Corporation may require.

**ARTICLE III
DURATION**

The existence of the corporation shall be perpetual.

**ARTICLE IV
REGISTERED OFFICE**

The registered office of this corporation is located at:

3045 Park Avenue
Minneapolis, Minnesota 55407

ARTICLE V MEMBERS

The Members of the Corporation shall be the Archbishop of The Archdiocese of Saint Paul and Minneapolis (or, in the event of death or incapacity of said Archbishop, the Administrator of the Archdiocese and the Chancellor of the Archdiocese), the Vicar General of The Archdiocese of Saint Paul and Minneapolis, the canonically appointed Chaplain of the Chaplaincy and two lay members selected and designated by the above mentioned Archbishop of The Archdiocese of Saint Paul and Minneapolis, the Vicar General of said Archdiocese and the Chaplain of the said Chaplaincy, and their respective successors.

ARTICLE VI BOARD OF DIRECTORS

The Board of Directors shall be composed of the Members, *viz*: The said Archbishop and the said Vicar General (or, in the event of the death or incapacity of said Archbishop, the Administrator of the Archdiocese and the Chancellor of the Archdiocese), the Chaplain and the two lay members selected and designated as aforesaid, and their respective successors, and said Board of Directors shall have power to transact all the business on behalf of the Corporation.

ARTICLE VII OFFICERS

The officers of said Corporation shall be a President, Vice President, Secretary, and Treasurer. The Archbishop, or person appointed in his place or stead, shall be *ex officio* the President. The Chaplain of the Corporation shall be *ex officio* the Vice President. The Secretary and the Treasurer shall be chosen from the members of said Corporation. The term of office of the Secretary and the Treasurer and the duties of each, except so far as the same are fixed by the Articles of Incorporation, may be prescribed by the Bylaws. The Corporation may at any time remove any Secretary or Treasurer from such office as well as from membership in the Corporation and its Board of directors if it deems that the best interests of the Corporation require such removal, but the said Secretary or Treasurer, as the case may be, whose removal is in question, shall have no vote upon such question.

ARTICLE VIII LIMITS ON DEBT

Limits of debt for which the Corporation may contract shall be as prescribed in the Bylaws. No real estate belonging to said Corporation shall be sold, mortgaged, encumbered, or disposed of in any way without the consent of all the members of said Corporation.

ARTICLE IX BYLAWS

The members of said Corporation may, by unanimous vote, adopt such Bylaws, not contrary to the laws of the State, the statutes of said The Archdiocese of Saint Paul and Minneapolis, the discipline of the Roman Catholic Church and this Certificate, as may be deemed necessary for the proper government of this Corporation and the management of the property and business thereof; and may, by a like vote, alter or amend the same, and, when so adopted, such Bylaws and all amendments thereof shall, before they can take effect, be signed by each of said members and be recorded by the Secretary, in a book to be provided and kept for that purpose.

ARTICLE X AMENDMENTS

These Articles of Incorporation shall not be repealed or amended except by a unanimous vote of all the members of the Corporation.

ARTICLE XI PECUNIARY GAIN - INUREMENT

The corporation shall not, incidentally or otherwise, afford pecuniary gain to its members or members of the Board of Directors. No part of the net earnings of the corporation shall inure to the benefit of any Member, Director or Officer of this Corporation, or any private individual, except that reasonable compensation may be paid for services rendered to or for the corporation in the performance of its charitable and educational purposes.

ARTICLE XII POLITICAL ACTIVITY

Not more than an insubstantial part of the activities of the corporation shall include

carrying on propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE XIII RECEIPT OF GIFTS, BEQUESTS, ETC.

In furtherance and not in limitation of the powers conferred by law, the corporation may take, receive and hold real and personal property, including the principal and interest of any money or other fund that is given, conveyed, bequeathed, devised to or otherwise vested in the corporation, in trust for a purpose consistent with the purposes set forth in these Articles of Incorporation and the rules and regulations and policies established by The Archdiocese of Saint Paul and Minneapolis for schools within The Archdiocese of Saint Paul and Minneapolis. The corporation may invest trust property or its proceeds in accordance with the law of the State of Minnesota and the rules, regulations and policies of The Archdiocese of Saint Paul and Minneapolis.

ARTICLE XIV INDEMNIFICATION

The corporation shall indemnify each person who is a member of the Board of Directors, an officer of the corporation or members of any committee appointed by the Board of Directors, together with each person who is or was serving the corporation as an appointed representative to some other entity, for actions taken and decisions made by such persons on behalf of the corporation. All such persons shall be indemnified for any action taken in their official capacity to the full extent permitted under Minn. Stat. §317A.521. The officers, members of the Board of Directors shall not be personally liable to any extent whatsoever for any debts or obligations of this corporation.

ARTICLE XV DISSOLUTION; DISTRIBUTION OF ASSETS

Upon dissolution of the Corporation, its property and assets shall be distributed in accordance with the laws of the State of Minnesota; provided, however, that after the payment of all liabilities and obligations of the corporation and all costs and expenses incurred by the corporation in connection with its dissolution, and subject to any condition or executory or special limitation requiring, by reason of dissolution of the corporation, the

Exhibit 24

Office of the Minnesota Secretary of State Certificate of Incorporation

I, Mark Ritchie, Secretary of State of Minnesota, do certify that: The following business entity has duly complied with the relevant provisions of Minnesota Statutes listed below, and is formed or authorized to do business in Minnesota on and after this date with all the powers, rights and privileges, and subject to the limitations, duties and restrictions, set forth in that chapter.

The business entity is now legally registered under the laws of Minnesota.

Name: Francophone African Chaplaincy

File Number: 446800900021

Minnesota Statutes, Chapter: 317A

This certificate has been issued on: 09/30/2011



Mark Ritchie

Mark Ritchie
Secretary of State
State of Minnesota



NP - original

**ARTICLES OF INCORPORATION
OF
FRANCOPHONE AFRICAN CHAPLAINCY**

The undersigned, for the purpose of forming a corporation pursuant to the provisions of the Minnesota Nonprofit Corporation Act, Minnesota Statutes, Chapter 317A, and all future laws amendatory thereto and supplementary thereto, adopt the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of this corporation is: Francophone African Chaplaincy. ✓

**ARTICLE II
PURPOSE**

The general purpose of this Corporation is to take charge of and manage all the temporal affairs of the Roman Catholic Chaplaincy; to promote the spiritual, educational and other interests of the said Roman Catholic Church in said Chaplaincy; including all the charitable, benevolent and eleemosynary work of said Chaplaincy; to take charge of, hold and manage all property, personal and real, that may at any time or in any manner come to or vest in this Corporation for any purpose whatever, whether by purchase, gift, grant, devise or otherwise, and to mortgage the same, sell or otherwise dispose of the same as the necessities of said Corporation may require.

**ARTICLE III
DURATION**

The existence of the corporation shall be perpetual.

**ARTICLE IV
REGISTERED OFFICE**

The registered office of this corporation is located at:

226 Summit Avenue
St. Paul, MN 55102 ✓

ARTICLE V
MEMBERS

The Members of the Corporation shall be the Archbishop of The Archdiocese of Saint Paul and Minneapolis (or, in the event of death or incapacity of said Archbishop, the Administrator of the Archdiocese and the Chancellor of the Archdiocese), the Vicar General of The Archdiocese of Saint Paul and Minneapolis, the canonically appointed Chaplain of the Chaplaincy and two lay members selected and designated by the above mentioned Archbishop of The Archdiocese of Saint Paul and Minneapolis, the Vicar General of said Archdiocese and the Chaplain of the said Chaplaincy, and their respective successors.

ARTICLE VI
BOARD OF DIRECTORS

The Board of Directors shall be composed of the Members, viz: The said Archbishop and the said Vicar General (or, in the event of the death or incapacity of said Archbishop, the Administrator of the Archdiocese and the Chancellor of the Archdiocese), the Chaplain and the two lay members selected and designated as aforesaid, and their respective successors, and said Board of Directors shall have power to transact all the business on behalf of the Corporation.

ARTICLE VII
OFFICERS

The officers of said Corporation shall be a President, Vice President, Secretary, and Treasurer. The Archbishop, or person appointed in his place or stead, shall be ex officio the President. The Chaplain of the Corporation shall be ex officio the Vice President. The Secretary and the Treasurer shall be chosen from the members of said Corporation. The term of office of the Secretary and the Treasurer and the duties of each, except so far as the same are fixed by the Articles of Incorporation, may be prescribed by the Bylaws. The Corporation may at any time remove any Secretary or Treasurer from such office as well as from membership in the Corporation and its Board of directors if it deems that the best interests of the Corporation require such removal, but the said Secretary or Treasurer, as the case may be, whose removal is in question, shall have no vote upon such question.

ARTICLE VIII
LIMITS ON DEBT

Limits of debt for which the Corporation may contract shall be as prescribed in the Bylaws. No real estate belonging to said Corporation shall be sold, mortgaged, encumbered, or disposed of in any way without the consent of all the members of said Corporation.

ARTICLE IX
BYLAWS

The members of said Corporation may, by unanimous vote, adopt such Bylaws, not contrary to the laws of the State, the statutes of said The Archdiocese of Saint Paul and Minneapolis, the discipline of the Roman Catholic Church and this Certificate, as may be deemed necessary for the proper government of this Corporation and the management of the property and business thereof; and may, by a like vote, alter or amend the same, and, when so adopted, such Bylaws and all amendments thereof shall, before they can take effect, be signed by each of said members and be recorded by the Secretary, in a book to be provided and kept for that purpose.

ARTICLE X
AMENDMENTS

These Articles of Incorporation shall not be repealed or amended except by a unanimous vote of all the members of the Corporation.

ARTICLE XI
PECUNIARY GAIN - INUREMENT

The corporation shall not, incidentally or otherwise, afford pecuniary gain to its members or members of the Board of Directors. No part of the net earnings of the corporation shall inure to the benefit of any Member, Director or Officer of this Corporation, or any private individual, except that reasonable compensation may be paid for services rendered to or for the corporation in the performance of its charitable and educational purposes.

ARTICLE XII
POLITICAL ACTIVITY

Not more than an insubstantial part of the activities of the corporation shall include carrying on propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE XIII
RECEIPT OF GIFTS, BEQUESTS, ETC.

In furtherance and not in limitation of the powers conferred by law, the corporation may take, receive and hold real and personal property, including the principal and interest of any money or other fund that is given, conveyed, bequeathed, devised to or otherwise vested in the corporation, in trust for a purpose consistent with the purposes set forth in these Articles of Incorporation and the rules and regulations and policies established by The Archdiocese of Saint Paul and Minneapolis for schools within The Archdiocese of Saint Paul and Minneapolis. The corporation may invest trust property or its proceeds in accordance with the law of the State of Minnesota and the rules, regulations and policies of The Archdiocese of Saint Paul and Minneapolis.

ARTICLE XIV
INDEMNIFICATION

The corporation shall indemnify each person who is a member of the Board of Directors, an officer of the corporation or members of any committee appointed by the Board of Directors, together with each person who is or was serving the corporation as an appointed representative to some other entity, for actions taken and decisions made by such persons on behalf of the corporation. All such persons shall be indemnified for any action taken in their official capacity to the full extent permitted under Minn. Stat. §317A.521. The officers, members of the Board of Directors shall not be personally liable to any extent whatsoever for any debts or obligations of this corporation.

ARTICLE XV
DISSOLUTION; DISTRIBUTION OF ASSETS

Upon dissolution of the Corporation, its property and assets shall be distributed in accordance with the laws of the State of Minnesota; provided, however, that after the payment of all liabilities and obligations of the corporation and all costs and expenses incurred by the corporation in connection with its dissolution, and subject to any condition or executory or special limitation requiring, by reason of dissolution of the corporation, the reversion, return, transfer or conveyance of any property or assets held by the corporation, any and all remaining property and assets of the corporation shall be distributed to The Archdiocese of Saint Paul and Minneapolis, a Minnesota religious diocesan corporation organized and existing under Minn. Stat. §315.16, to be used for religious and educational purposes. Notwithstanding the above distribution upon dissolution, in no event will assets be distributed to an organization that does not qualify as a tax exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or under such section or any provision of federal law as is or may hereinafter be applicable.

**Office of the Minnesota Secretary of State
Certificate of Involuntary Dissolution**

I, Mark Ritchie, Secretary of State of Minnesota, do certify: that the entity listed below has failed to file an annual renewal as required by the Minnesota Statute listed below. Therefore, the entity is hereby involuntarily dissolved in the state of Minnesota as of the date of this certificate.

Name: Francophone African Chaplaincy

File Number: 446800900021

Document Number: 65599890002

Minnesota Statutes, Chapter: 317A

Home Jurisdiction: Minnesota

This certificate has been issued on: 02/27/2013



Mark Ritchie

Mark Ritchie
Secretary of State
State of Minnesota



Work Item 655998900025
Original File Number 446800900021

STATE OF MINNESOTA
OFFICE OF THE SECRETARY OF STATE
FILED
02/27/2013 11:59 PM

Mark Ritchie

Mark Ritchie
Secretary of State

Exhibit 25

Office of the Minnesota Secretary of State Certificate of Incorporation

I, Mark Ritchie, Secretary of State of Minnesota, do certify that: The following business entity has duly complied with the relevant provisions of Minnesota Statutes listed below, and is formed or authorized to do business in Minnesota on and after this date with all the powers, rights and privileges, and subject to the limitations, duties and restrictions, set forth in that chapter.

The business entity is now legally registered under the laws of Minnesota.

Name: Aim Higher Minnesota Foundation

File Number: 455766800028

Minnesota Statutes, Chapter: 317A

This certificate has been issued on: 12/05/2011



Mark Ritchie

Mark Ritchie
Secretary of State
State of Minnesota



NP- original

**ARTICLES OF INCORPORATION
OF
AIM HIGHER MINNESOTA FOUNDATION**

The undersigned, for the purpose of forming a corporation pursuant to the provisions of the Minnesota Nonprofit Corporation Act, Minnesota Statutes, Chapter 317A, and all future laws amendatory thereto and supplementary thereto, adopt the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation shall be "Aim Higher Minnesota Foundation" (the "Foundation").

ARTICLE II

Duration

The Foundation shall have a perpetual duration.

ARTICLE III

Registered Office

The registered office of this Foundation is located at:

328 West Kellogg Blvd.
St. Paul, Minnesota, 55102.

ARTICLE IV

Purpose

This Foundation is organized and shall be operated exclusively for charitable and educational purposes, and shall be subject to and operated in conformance with the rules, regulations and standards established and permitted under Sections 170(c)(2) and 501(c)(3) of the Internal Revenue Code of 1986, as amended, and shall be operated and conducted in conformance with the Code of Canon Law of the Roman Catholic Church ("Canon Law") and the laws, theology, philosophy, teachings and doctrines of the Roman Catholic Church and of The Archdiocese of Saint Paul and Minneapolis. Within the framework and limitations of the foregoing, this Foundation is organized and shall be operated to receive, hold, administer and dispose of real property and tangible or intangible personal property, including money and including such property received by gift, grant, devise or bequest from any individual, corporation or other entity, either private or public, or governmental instrumentality, in order to provide for the support of Catholic Schools up through grades twelve located within the Archdioceses of Saint Paul and Minneapolis.

ARTICLE V
Powers

The Foundation shall have all the powers granted under the Minnesota Non-Profit Corporation Act, however, the Foundation shall have and exercise only such powers as are required by and are consistent with the exempt purposes of the Foundation and are within the contemplation of Sections 170(c)(2) and 501(c)(3) of the Internal Revenue Code of 1986, as amended, and Canon Law, and are not inconsistent with the laws, theology, philosophy, teachings and doctrines of the Roman Catholic Church and The Archdiocese of Saint Paul and Minneapolis. Subject to this limitation, the powers of the Foundation include, but are not limited to:

(a) The power to acquire and receive funds and property of every kind and nature whatsoever, whether by purchase, conveyance, lease, gift, grant, bequest, legacy, devise or otherwise, and whether in trust or otherwise and to hold, own, expend, make gifts, grants, and contributions of, and to convey, transfer and dispose of any fund and property and the income therefrom in furtherance of the purposes of this Foundation as set forth above, and to lease, mortgage, encumber and use the same, and such other powers that are consistent with purposes set forth above.

(b) The power to take, receive and hold and administer as trustee real and personal property, including the principal and interest of property or other fund, that is given, conveyed, bequeathed, devised to, or vested in the Foundation in trust where the Foundation or a related organization has a vested or contingent interest in the trust. The Foundation has the power to invest property or its proceeds in accordance with Minnesota Prudent Investor Act, or its successor act except where the gift or trust instrument prescribes otherwise.

(c) Subject to any limitations and rules under Minnesota law and Canon Law, the power to utilize the net income and/or principal or both of any gift, grant, devise, bequest in accordance with the terms thereof, provided however that any such gift, grant, devise or bequest shall be deemed subject to the condition that if and whenever it shall appear to the Board of Directors, that circumstances have so changed since the making thereof as to render any restrictions in effect, unnecessary, incapable of fulfillment or inconsistent with the mission of the Foundation, or that circumstances have so changed as to render the express desires of the donor or grantor as embodied in such terms no longer wise or advisable, the Board of Directors may at any time, or from time to time, direct the application of the income and/or principal or both of such gift, grant, devise, bequest to such other charitable and educational purposes consistent with the mission of the Foundation as will, in the opinion of the Board of Directors, most effectively accomplish the general purpose of the Foundation free of any restrictions, limitations or directions contained in the terms of said gift, grant, devise or bequest.

(d) The power to replace any custodian or agent for breach of fiduciary duty, and the power to replace any custodian or agent for failure to produce a reasonable

return consistent with the Foundation's needs for current income and with due regard to the safety of principal and furtherance of the exempt purpose of the Foundation.

(e) The power to commingle all or any part of the assets of the Foundation provided that the separate identity designated or restricted fund and trust accounts and the distributions therefrom are at all times maintained.

ARTICLE VI
Members

This Foundation shall have three voting Members, which shall all be Members ex-officio. The Members shall be (i) The Chair of the Catholic School Advisory Board of the Archdiocese of Saint Paul and Minneapolis, (ii) the Vicar General-Moderator of the Curia of the Archdiocese of Saint Paul and Minneapolis or if that position is not appointed then the Vicar General designated by the Archbishop, (iii) upon appointment by the Board of Directors of this Foundation, the Chairperson of the Board of Directors of this Foundation or if the person appointed as Chairperson of the Board of Directors is one of the above named Members then the President of the Foundation or if the President is one of the above named Members then another officer of the Foundation designated by the members of the Board of Directors of the Foundation. Until such time as the Chairperson of the Board of Directors or the person serving in the Chairperson's stead has been appointed, action taken by the other two Members shall constitute an act of the Members. For the purpose of these Articles of Incorporation, the "Archbishop of Saint Paul and Minneapolis" is defined as a person duly appointed as the Archbishop of Saint Paul and Minneapolis, according to the norm of Canon Law, or if the See of The Archdiocese of Saint Paul and Minneapolis is impeded or vacant, that person to whom belongs the covenants of the Archdiocese, in accordance with the provisions of Canon Law.

ARTICLE VII
Board of Directors

The management and direction of the business and affairs of the Foundation shall be vested in the Board of Directors, subject to any powers reserved to Members of the Foundation in the Bylaws. The number, qualifications, term of office, method of election, powers, authority, and duties of the Directors of the Foundation, the time and place of their meeting, and such other provisions with respect to them as are not inconsistent with the expressed provisions of these Articles of Incorporation shall be as specified in the Bylaws of the Foundation.

ARTICLE VIII

Written Action Without a Meeting

Any action required or permitted to be taken at a meeting of the Board of Directors may be taken by a written action, signed by the number of Directors that would be required to take the same action at a meeting of the Board of Directors at which all Directors were present; provided that all Directors are notified immediately of the text of the written action and effective date. The written action is effective when signed by all the required number of Directors, unless a different effective time is provided in the written action. A Director who does not sign consent of written action has no liability for action or actions thereby taken.

Any action required or permitted to be taken at a meeting of the Members of the Foundation may be taken without a meeting by written action signed by all of the Members of the Foundation entitled to vote on that action. The written action is effective when it has been signed by all of the Members of the Foundation, unless a different effective time is provided in the written action.

ARTICLE IX

No Lobbying

No substantial part of the activities of this Foundation shall be the carrying of propaganda, or otherwise attempting to influence legislation, or participating in, or intervening in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE X

Pecuniary Gain - Inurement

This Foundation shall not, incidentally or otherwise, afford or pay any pecuniary gain, dividends, or other pecuniary remuneration to its Members of the Foundation or to members of the Board of Directors as such, and no part of the net income or net earnings of this Foundation, shall be directly or indirectly distributed to or otherwise inure to the benefit of any Member of the Foundation, Director or individual, except that the Foundation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. This Foundation shall not lend any of its assets to any officer, Director, or Member of the Foundation nor guarantee to any person the payment of a loan by any officer, Director, or Member of the Foundation.

ARTICLE XI

Personal Liability - Indemnity

The officers, Directors, and Members of the Foundation shall not be personally liable to any extent whatsoever for any acts, debts, liabilities, or obligations of this Foundation. All Members of the Foundation, Directors, officers, employees and committee members of the Foundation shall be defended and indemnified for any action

taken in their official capacity to the full extent permitted under Minnesota Statutes §317A.521.

ARTICLE XII

Capital Stock

This Foundation shall have no capital stock, either authorized or issued.

ARTICLE XIII

Bylaws

The Power to adopt, amend or repeal the Bylaws is reserved to and vested in the Members of the Foundation.

ARTICLE XIV

Dissolution

This Foundation may be dissolved in accordance with the provisions of Minnesota Non-Profit Corporation Act by a plan of dissolution approved by a two-thirds vote of the members of the Board of Directors and a two-thirds vote of the Members of the Foundation then holding office. Upon dissolution of this Foundation, and after payment of all liabilities and obligations of the Foundation and all costs and expenses incurred by this Foundation in connection with such dissolution, the remaining assets shall be distributed to the Catholic Community Foundation in The Archdiocese of Saint Paul and Minneapolis or to The Archdiocese of Saint Paul and Minneapolis or both as set forth in the approved plan of dissolution, provided such successor organization is qualified as a tax exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986. Upon dissolution all assets distributed shall continue to be held and administered for the purposes set forth under Article IV of these Articles of Incorporation and consistent with the stated intentions of any donors or donor restrictions as to any separate funds.

ARTICLE XV

Amendment

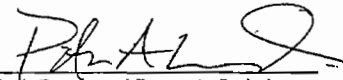
These Articles of Incorporation may be amended in accordance with the provisions of Minnesota Non-Profit Corporation Act by a two-thirds vote of the Members of the Foundation then holding office, provided that such amendments to the Articles of Incorporation could lawfully be included or omitted from the original Articles at the time the amendment is made, and provided such amendment is made so as to continue to qualify this Foundation as a tax exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 as now enacted or as hereinafter amended and provided further that such amendment shall be in compliance with Canon Law, the laws, theology, philosophy, teachings and doctrines of the Roman Catholic Church and The Archdiocese of Saint Paul and Minneapolis and of any federal or state laws as is or may hereinafter be applicable.

ARTICLE XVI
Incorporator

The name and address of the Incorporator, who is a natural person of full age is:

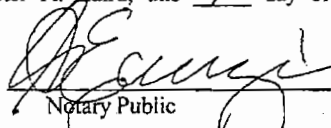
Very Reverend Peter A. Laird
226 Summit Ave.
St. Paul, MN 55102-2197

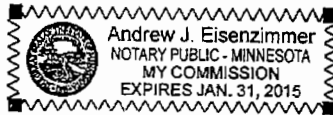
IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation
this 1 day of December 2011.


Very Reverend Peter A. Laird
Incorporator

STATE OF MINNESOTA)
) ss
COUNTY OF RAMSEY)

The foregoing Articles of Incorporation of Aim Higher Minnesota Foundation was
acknowledged before me by the Very Reverend Peter A. Laird, this 1 day of
December, 2011.


Notary Public



STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED *pc*

DEC 05 2011

Mark Kitchie
Secretary of State

4557668 00028

NP Amendment



46104930002

ARTICLES OF AMENDMENT

OF

AIM HIGHER MINNESOTA FOUNDATION

Pursuant to the provisions of Minnesota Statutes Section 317A.131, the following amendment to the Articles of Incorporation of Aim Higher Minnesota Foundation, a Minnesota Nonprofit Corporation, was unanimously approved and adopted by the Members of the Corporation by written action, effective December 15, 2011, signed by all of the Members entitled to vote.

Article IV of the Articles of Incorporation of Aim Higher Minnesota Foundation is hereby amended by replacing the words: "The Chair of the Catholic School Advisory Board" with the words "The Chair of the Archdiocesan Catholic Schools Advisory Council".

I swear that the foregoing is true and accurate and that I have the authority to sign these Articles of Amendment on behalf of the corporation.

Dated: 12/22/11

By: Andrew J. Eisenzimmer
Its: Secretary

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

JAN 25 2012

Secretary of State

Office of the Minnesota Secretary of State Certificate of Involuntary Dissolution

I, Mark Ritchie, Secretary of State of Minnesota, do certify: that the entity listed below has failed to file an annual renewal as required by the Minnesota Statute listed below. Therefore, the entity is hereby involuntarily dissolved in the state of Minnesota as of the date of this certificate.

Name: Aim Higher Minnesota Foundation

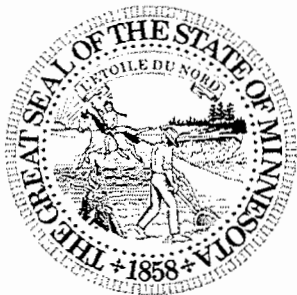
File Number: 455766800028

Document Number: 65683170002

Minnesota Statutes, Chapter: 317A

Home Jurisdiction: Minnesota

This certificate has been issued on: 02/27/2013



Mark Ritchie

Mark Ritchie
Secretary of State
State of Minnesota



Work Item 656831700022
Original File Number 455766800028

STATE OF MINNESOTA
OFFICE OF THE SECRETARY OF STATE
FILED
02/27/2013 11:59 PM

Mark Ritchie

Mark Ritchie
Secretary of State



Work Item 682442300023
Original File Number 455766800028

STATE OF MINNESOTA
OFFICE OF THE SECRETARY OF STATE
FILED
07/24/2013 11:59 PM

Mark Ritchie

Mark Ritchie
Secretary of State

Office of the Minnesota Secretary of State
Notice of Change of Registered Office/Registered Agent
Minnesota Statutes, 5.36



ORGANIZATION NAME: **Aim Higher Minnesota Foundation**

REGISTERED OFFICE OR AGENT CHANGES:

Name

Address:

10350 Bren Road West Minnetonka MN 55343 USA

If the business entity has changed their agent or the registered office address, this change was authorized by a resolution approved by the affirmative vote of a majority of the governing body of the business entity as required by Section 5.36, Subd. 3. If the agent has changed their name or their address, then a copy of the change has been sent to the business entity or their legal representative as required by Section 5.36, Subd. 5. In compliance with Section 5.36, the address of the registered office and the address of the business office of the registered agent(s) are identical.

By typing my name, I, the undersigned, certify that I am signing this document as the person whose signature is required, or as agent of the person(s) whose signature would be required who has authorized me to sign this document on his/her behalf, or in both capacities. I further certify that I have completed all required fields, and that the information in this document is true and correct and in compliance with the applicable chapter of Minnesota Statutes. I understand that by signing this document I am subject to the penalties of perjury as set forth in Section 609.48 as if I had signed this document under oath.

SIGNED BY: **Karen Rauenhorst**

EMAIL FOR OFFICIAL NOTICES:

jeank@aimhigherfoundation.org

Agricultural Status: Does this entity own, lease or have any financial interest in agricultural land or land capable of being farmed? **No**



Work Item 695510400024
Original File Number 455766800028

STATE OF MINNESOTA
OFFICE OF THE SECRETARY OF STATE
FILED
08/16/2013 11:59 PM

Mark Ritchie

Mark Ritchie
Secretary of State

**Office of the Minnesota Secretary of State
Certificate of Involuntary Dissolution**

I, Steve Simon, Secretary of State of Minnesota, do certify: that the entity listed below has failed to file an annual renewal as required by the Minnesota Statute listed below. Therefore, the entity is hereby involuntarily dissolved in the state of Minnesota as of the date of this certificate.

Name: Aim Higher Minnesota Foundation

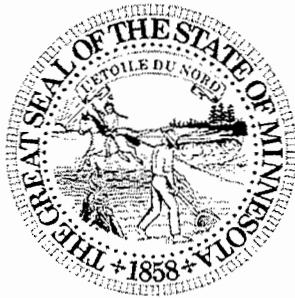
File Number: 455766800028

Document Number: 82965250176

Minnesota Statutes, Chapter: 317A

Home Jurisdiction: Minnesota

This certificate has been issued on: 06/11/2015



Steve Simon

Steve Simon
Secretary of State
State of Minnesota



Work Item 829652501768
Original File Number 455766800028

STATE OF MINNESOTA
OFFICE OF THE SECRETARY OF STATE
FILED
06/11/2015 11:59 PM

Steve Simon

Steve Simon
Secretary of State

Exhibit 26

Office of the Minnesota Secretary of State
Certificate of Incorporation

I, Mark Ritchie, Secretary of State of Minnesota, do certify that: The following business entity has duly complied with the relevant provisions of Minnesota Statutes listed below, and is formed or authorized to do business in Minnesota on and after this date with all the powers, rights and privileges, and subject to the limitations, duties and restrictions, set forth in that chapter.

The business entity is now legally registered under the laws of Minnesota.

Name: Catholic Services Appeal Foundation of the Saint Paul and Minneapolis Area

File Number: 718983400025

Minnesota Statutes, Chapter: 317A

This certificate has been issued on: 12/17/2013



Mark Ritchie

Mark Ritchie
Secretary of State
State of Minnesota

Office of the Minnesota Secretary of State
Minnesota Nonprofit Corporation/Articles of Incorporation
Minnesota Statutes, 317A



The individual(s) listed below who is (are each) 18 years of age or older, hereby adopt(s) the following Articles of Incorporation:

Article 1 CORPORATE NAME:

Catholic Services Appeal Foundation of the Saint Paul and Minneapolis Area

Article 2 REGISTERED OFFICE AND AGENT(S), IF ANY AT THAT OFFICE:

Name Address:
328 West Kellogg Boulevard St. Paul MN 55102 USA

Article 3 INCORPORATOR(S):

Name: Address:
Timothy J Healy 5704 Newport Drive Edina MN 55436

DURATION: PERPETUAL

If you submit an attachment, it will be incorporated into this document. If the attachment conflicts with the information specifically set forth in this document, this document supersedes the data referenced in the attachment.

By typing my name, I, the undersigned, certify that I am signing this document as the person whose signature is required, or as agent of the person(s) whose signature would be required who has authorized me to sign this document on his/her behalf, or in both capacities. I further certify that I have completed all required fields, and that the information in this document is true and correct and in compliance with the applicable chapter of Minnesota Statutes. I understand that by signing this document I am subject to the penalties of perjury as set forth in Section 609.48 as if I had signed this document under oath.

SIGNED BY: Charles M Bichler

MAILING ADDRESS:

None Provided

EMAIL FOR OFFICIAL NOTICES:

cbichler@mkqlaw.com

**ARTICLES OF INCORPORATION
OF
CATHOLIC SERVICES APPEAL FOUNDATION
OF
THE SAINT PAUL AND MINNEAPOLIS AREA**

The undersigned incorporator, being a natural person 18 years of age or older, for the purpose of forming a corporation under and pursuant to Chapter 317A of Minnesota Statutes, known as the Minnesota Nonprofit Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation shall be the "**Catholic Services Appeal Foundation of the Saint Paul and Minneapolis Area**" (the "Foundation").

ARTICLE II

Duration

The Foundation shall have a perpetual duration.

ARTICLE III

Registered Office

The registered office of this Foundation is located at 328 West Kellogg Boulevard, St. Paul, Minnesota, 55102.

ARTICLE IV

Purpose

This Foundation is organized and shall be operated exclusively for religious, charitable and educational purposes, and shall be subject to and operated in conformance with the rules, regulations and standards established and permitted under 170(c)(2) and 501(c)(3) of the Internal Revenue Code of 1986, as amended, and shall be operated and conducted in conformance with the Code of Canon Law of the Roman Catholic Church and the laws, theology, philosophy, teachings and doctrines of the Roman Catholic Church. Within the framework and limitations of the foregoing, this Foundation is organized and shall be operated to receive and distribute any real property, tangible or intangible personal property, including money by gift, grant, devise or bequest from any individual, foundation or corporation or other entity, either private or public, or governmental instrumentality for the benefit and to carry out the work of the Catholic Services Appeal Foundation ministries that serve within The Archdiocese of Saint Paul and Minneapolis, including, but not limited to, ministries that serve families, strengthen parishes, support Catholic schools, and form clergy and parish leaders and such other Catholic ministries that serve within The Archdiocese of Saint Paul and Minneapolis designated by the Board of Directors from time to time.

ARTICLE V

Powers

The Foundation shall have all the powers granted under the Minnesota Non-Profit Corporation Act, however, the Foundation shall have and exercise only such powers as are required by and are consistent with the exempt purposes of the Foundation and are within the contemplation of Sections 170(c)(2) and 501(c)(3) of the Internal Revenue Code of 1986, as amended, the Code of Canon Law of the Roman Catholic Church, and are not inconsistent with the laws, theology, philosophy, teachings and doctrines of the Roman Catholic Church. Subject to this limitation, the powers of the Foundation include, but are not limited to:

(a) The power to acquire and receive funds and property of every kind and nature whatsoever, whether by purchase, conveyance, lease, gift, grant, bequest, legacy, devise or otherwise, and whether in trust or otherwise and to hold, own, expend, make gifts, grants, and contributions of, and to convey, transfer and dispose of any fund and property and the income therefrom in furtherance of the purposes of this Foundation as set forth above, and to lease, mortgage, encumber and use the same, and such other powers that are consistent with purposes set forth above.

(b) The power to take, receive and hold real and personal property, including the principal and interest of property or other fund, that is given, conveyed, bequeathed, devised to, or vested in the Foundation in trust where the Foundation or a related organization has a vested or contingent interest in the trust. The Foundation has the power to invest property or its proceeds in accordance with Minnesota Statute §501B.10, as amended, except where the trust instrument prescribes otherwise.

(c) The power to, consistent with Section 170 of the Internal Revenue Code of 1986 and the regulations promulgated thereunder relating to community trusts and foundations, and subject to any limitations imposed under Minnesota law and the Code of Canon Law of the Roman Catholic Church, to modify any restrictions or conditions on the distributions of funds for any specified charitable purpose or to specified organizations if, in the sole judgment of the Board of Directors, such restrictions become, in effect, unnecessary, incapable of fulfillment, or inconsistent with the general needs of the ministries served by the Foundation within The Archdiocese of Saint Paul and Minneapolis.

(d) The power to replace any custodian or agent for breach of fiduciary duty, and the power to replace any custodian or agent for failure to produce a reasonable return consistent with the Foundation's needs for current income and with due regard to the safety of principal and the furtherance of the exempt purpose of the Foundation.

ARTICLE VI
Members

This corporation shall not have members.

ARTICLE VII
Board of Directors

The management and direction of the business and affairs of the corporation shall be vested in the Board of Directors, which shall consist of at least three (3) members. The number, qualifications, term of office, method of election, powers, authority, and duties of the directors of the corporation, at the time and place of their meeting, and such other provisions with respect to them as are not inconsistent with the expressed provisions of these Articles of Incorporation shall be as specified in the Bylaws of the Foundation.

ARTICLE VIII
Written Action Without a Meeting

Any action required or permitted to be taken at a meeting of the Board of Directors may be taken by a written action, signed by the number of directors that would be required to take the same action at a meeting of the Board of Directors at which all directors were present; provided that all directors are notified immediately of the text of the written action and effective date. The written action is effective when signed by all the required number of directors, unless a different effective time is provided in the written action. A director who does not sign a consent of written action has no liability for action or actions thereby taken.

ARTICLE IX
No Lobbying

No substantial part of the activities of this Foundation shall be the carrying of propaganda, or otherwise attempting to influence legislation, or participating in, or intervening in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE X
No Pecuniary Gain - Inurement

This Foundation shall not, incidentally or otherwise, afford or pay any pecuniary gain, dividends, or other pecuniary remuneration to its directors and no part of the net income or net earnings of this Foundation, shall be directly or indirectly distributed to or otherwise inure to the benefit of any director or individual, except that the Foundation shall be authorized and empowered to pay reasonable compensation or services rendered and to make payments and distributions in furtherance of the purposes set forth herein. This Foundation shall not lend any of its assets to any

officer or director of this Foundation nor guarantee to any person the payment of a loan by any officer or director of this Foundation.

ARTICLE XI
Personal Liability - Indemnity

The officers and directors of this Foundation shall not be personally liable to any extent whatsoever for any acts, debts, liabilities, or obligations of this Foundation. All directors, officers, employees and committee members of this Foundation shall be indemnified for any action taken in their official capacity to the full extent permitted under Minnesota Statutes §317A.521.

ARTICLE XII
Capital Stock

This Foundation shall have no capital stock, either authorized or issued.

ARTICLE XIII
Dissolution

This Foundation may be dissolved in accordance with the laws of the State of Minnesota pursuant to a plan of dissolution adopted by majority vote of the members of the Board of Directors then holding office. Upon dissolution of this Foundation, and after payment of all liabilities and obligations of the Foundation and all costs and expenses incurred by this Foundation in connection with such dissolution, the remaining assets shall be distributed, or used, pursuant to any designation or restriction of the donor and remaining assets shall be distributed proportionately to those organizations advancing the ministries for which the Foundation was established, as determined by the Board of Directors. In no event shall any of the remaining assets be distributed to any organization that does not qualify as a tax exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986.

ARTICLE XIV
Amendment

These Articles of Incorporation may be amended in accordance with the provisions of Minnesota Non-Profit Corporation Act by the unanimous vote of the members of the Board of Directors of the corporation then holding office, provided that such amendments to the Articles of Incorporation could lawfully be included or omitted from the original Articles at the time the amendment is made, and provided such amendment is made so as to continue to qualify this corporation as a tax exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 as now enacted or as hereinafter amended; provided further that such amendment shall be in compliance with the Code of Canon Law of the Roman Catholic Church, the laws, theology, philosophy, teachings and doctrines of the Roman Catholic Church and of any federal or state laws as is or may hereinafter be applicable; and provided further that no amendment to Article IV shall

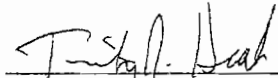
be effective without the written approval of the Archbishop of The Archdiocese of Saint Paul and
Minneapolis.

ARTICLE XV
Incorporator

The name and address of the person acting as incorporator is:

Timothy J. Healy
5704 Newport Drive
Edina, MN 55436

IN WITNESS WHEREOF, I have hereunto set my hand this 12 day of December, 2013.



Timothy J. Healy



Work Item 718983400025
Original File Number 718983400025

STATE OF MINNESOTA
OFFICE OF THE SECRETARY OF STATE
FILED
12/17/2013 11:59 PM

Mark Ritchie

Mark Ritchie
Secretary of State



Office of the Minnesota Secretary of State

Notice of Change of Registered Office/Registered Agent

Minnesota Statutes, Chapter 5.36



Read the instructions before completing this form. Note: See instructions for filing fees.

1. Entity Name: (Required)

Catholic Services Appeal Foundation of the Saint Paul and Minneapolis Area

2. New Registered Office Address:

12805 Highway 55, Suite 210 Plymouth MN 55441
Street Address (A post office box by itself is not acceptable) City State Zip Code

3. New Registered Agent:

NONE

If you do not wish to designate an agent, you must list "NONE" in this box. An entity formed under the laws of another jurisdiction must designate a registered agent in Minnesota. **DO NOT LIST THE ENTITY NAME.**

4. If the business entity has changed their agent or the registered office address, this change was authorized by a resolution approved by the affirmative vote of a majority of the governing body of the business entity as required by Section 5.36, Subd. 3. If the agent has changed their name or their address, then a copy of the change has been sent to the business entity or their legal representative as required by Section 5.36, Subd. 5. In compliance with Section 5.36, the address of the registered office and the address of the business office of the registered agent(s) are identical.

5. I, the undersigned, certify that I am signing this document as the person whose signature is required, or as agent of the person(s) whose signature would be required who has authorized me to sign this document on his/her behalf, or in both capacities. I further certify that I have completed all required fields, and that the information in this document is true and correct and in compliance with the applicable chapter of Minnesota Statutes. I understand that by signing this document I am subject to the penalties of perjury as set forth in Section 609.48 as if I had signed this document under oath.

 04/10/2015
Signature of Authorized Person or Authorized Agent Date

Email Address for Official Notices

Enter an email address to which the Secretary of State can forward official notices required by law and other notices:
CBichler@mkqlaw.com

Check here to have your email address excluded from requests for bulk data, to the extent allowed by Minnesota law.

List a name and daytime phone number of a person who can be contacted about this form:

Charles M. Bichler 651.228.1911
Contact Name Phone Number

Entities that own, lease, or have any financial interest in agricultural land or land capable of being farmed must register with the MN Dept. of Agriculture's Corporate Farm Program..

Does this entity own, lease, or have any financial interest in agricultural land or land capable of being farmed?
Yes No



Work Item 822398000039
Original File Number 718983400025

STATE OF MINNESOTA
OFFICE OF THE SECRETARY OF STATE
FILED
04/15/2015 11:59 PM

Steve Simon

Steve Simon
Secretary of State

Exhibit 28

File # 5968

CERTIFICATE OF INCORPORATION

of

THE CATHOLIC CEMETERIES

WHEREAS, The undersigned Leo Binz, Roman Catholic Archbishop of The Archdiocese of Saint Paul and Minneapolis, Minnesota, deems it advisable to have created and organized a religious corporation within this state, pursuant to the provisions of Minnesota Statutes Annotated, Section 315.16, and has associated, and does hereby associate with him for that purpose, Leo C. Byrne, Vicar General of said Archdiocese, and Terrance W. Berntson, Chancellor of said Archdiocese, and

WHEREAS, The said Archbishop, Vicar General and Chancellor have selected and designated, and do hereby select and designate, to be associated with them in the formation of said corporation Paul Daggett and B. Charles Tierney, two lay members of the Roman Catholic Church, both belonging to said Archdiocese of Saint Paul and Minneapolis and residents therein;

NOW, THEREFORE, Know all men by these presents, that we, Leo Binz, Archbishop as aforesaid, Leo C. Byrne, Vicar General as aforesaid, Terrance W. Berntson, Chancellor as aforesaid, Paul Daggett and B. Charles Tierney, lay members of said church as aforesaid, do hereby associate ourselves together for the purpose of becoming incorporated as a religious corporation of the Roman Catholic Church in the Archdiocese of Saint Paul and Minneapolis under the name hereinafter stated, pursuant to the provisions of Minnesota Statutes Annotated, Section 315.16, and all laws amendatory thereof and supplementary thereto, and do now adopt and sign in duplicate, the following Certificate of Incorporation, viz:

ARTICLE I

NAME

SECTION 1. The name of this corporation shall be THE CATHOLIC
CEMETERIES.

ARTICLE II

PURPOSE

SECTION 1. The general purpose of this corporation shall be to establish
and maintain one or more cemeteries in accordance with Minnesota Statutes
Section 307.01, and to receive, hold, manage, buy, sell, convey and
transfer real and personal property and to do all things necessary, custom-
ary, or appropriate for the regulation and maintenance of such cemetery or
cemeteries.

ARTICLE III

DURATION

SECTION 1. The duration of this corporation shall be perpetual.

ARTICLE IV

MEMBERS

SECTION 1. The ex officio members shall be the said Archbishop, Vicar
General and Chancellor within and for such Archdiocese and their successors
in office. By virtue of their representative offices they shall always be
members of such corporation; but on ceasing to hold such office the corpo-
rate membership of each shall at once cease.

SECTION 2. The appointive members shall be two other members of such
religious denomination, residents of such Archdiocese. The appointive
members and their successors in office shall always be selected and appointed
by the said Archbishop, Vicar General and Chancellor, or the majority of
them, for a term of two years and until their successors are chosen.

SECTION 3. In the event of vacancies in the office of Archbishop, Vicar General or Chancellor, then the ex officio members of this corporation shall be those persons acting in their stead as defined by the bylaws.

ARTICLE V

BOARD OF DIRECTORS

SECTION 1. The members of this corporation as set forth in Article IV shall constitute the Board of Directors and as such shall have power to conduct all the business of this corporation.

ARTICLE VI

EXECUTIVE COMMITTEE

SECTION 1. The Board of Directors may designate three or more of its members to constitute an Executive Committee.

SECTION 2. The authority of the Executive Committee shall be prescribed by the bylaws.

ARTICLE VII

OFFICERS

SECTION 1. The officers of this corporation shall be a president, a vice president, a secretary, a treasurer, and any other officers which the Board of Directors may deem necessary or desirable.

SECTION 2. The secretary of this corporation shall perform the duties of the actuary as provided by the statutes of the State of Minnesota.

SECTION 3. The qualifications, term of office, authority and duties of the officers shall be prescribed by the bylaws.

ARTICLE VIII

REGISTERED OFFICE

SECTION 1. The location of the registered office of this corporation in this state is the City of Saint Paul, County of Ramsey.

ARTICLE IX

INCORPORATORS AND FIRST BOARD OF DIRECTORS

SECTION 1. The name and address of each incorporator and of each member of the first Board of Directors of this corporation is:

<u>Name</u>	<u>Address</u>
Leo Binz	226 Summit Avenue, St. Paul, Minnesota
Leo C. Byrne	226 Summit Avenue, St. Paul, Minnesota
Terrance W. Berntson	226 Summit Avenue, St. Paul, Minnesota
Paul Daggett	244 Dayton Avenue, St. Paul, Minnesota
B. Charles Tierney	244 Dayton Avenue, St. Paul, Minnesota

ARTICLE X

MEETINGS

SECTION 1. Meetings of the members and meetings of the Board of Directors may be held at any place within or without the state, as determined by the bylaws.

SECTION 2. There shall be an annual meeting of the Board of Directors at the time and place prescribed by the bylaws. The notice of such annual meeting shall include matters concerning which special notice is required.

SECTION 3. Special meetings may be called for any purpose, at any time, by the president, or the Board of Directors, or by any other means prescribed by the bylaws.

ARTICLE XI

BYLAWS

SECTION 1. The Directors within the authority conferred by law shall adopt the bylaws and the rules and regulations with respect to said corporation and the cemeteries which it owns and operates and, from time to time, amend the same.

ARTICLE XII

DISSOLUTION

SECTION 1. In the event that this corporation shall be dissolved, or shall cease to exist or to maintain its organizations, all its remaining real and personal property shall vest in and be transferred to The Diocese of Saint Paul, a Minnesota corporation, in the manner provided in Chapter 315, Minnesota Statutes Annotated.

IN TESTIMONY WHEREOF, we have hereunto subscribed our names
this 24th day of November, A.D., 1969.


Witnesses:

Howard J. Jop
Laurie Simensen

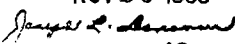
Leo Binsf
Les E. Byrne
Terrance W. Berntson
Paul Daggett
B. Charles Perry

STATE OF MINNESOTA)
)ss
COUNTY OF RAMSEY)

On this 24 day of November, 1969, before me, a Notary Public in and for Ramsey County, Minnesota, personally appeared Leo Binz, Leo C. Byrne, Terrance W. Berntson, Paul Daggett and B. Charles Tierney, to me known to be the persons named in and who executed the foregoing Certificate of Incorporation and each acknowledged that he executed the same as his free act and deed and for the uses and purposes therein expressed.


Notary Public, Ramsey County, Minn.
My Commission expires July 9, 1976.

TIMOTHY P. QUINN
Notary Public, Ramsey County, Minn.
My Commission Expires July 9, 1976.

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED
NOV 26 1969

Secretary of State

5968-111

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**CERTIFICATE
OF AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
THE CATHOLIC CEMETERIES**

The undersigned, Harry J. Flynn and John M. Cherek, respectively the President and the Secretary of The Catholic Cemeteries, a religious corporation organized under Minnesota Statutes, Section 315.16, hereby certify that the resolutions as hereinafter set forth, adopting Amended and Restated Articles of Incorporation, were adopted by a vote of the Members and Board of Directors of said corporation, at a regular meeting of the Members and Board of Directors, held in the City of Saint Paul, County of Ramsey, State of Minnesota, on the 22nd day of December, 1997, notice of said regular meeting and the proposed Amendment and Restatement of Articles of Incorporation having been given according to the law:

"BE IT RESOLVED, by the Members and Board of Directors of The Catholic Cemeteries, that the Amended and Restated Articles of Incorporation of The Catholic Cemeteries are hereby adopted in their entirety, as follows:

**ARTICLE I
Name**

The name of this corporation is:

The Catholic Cemeteries

**ARTICLE II
Purpose**

This corporation is organized and shall be operated exclusively for religious, educational and charitable purposes, and shall be subject to and operated in conformance

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with the laws, rules, regulations and standards established and permitted by Section 170(c)(2) and Section 501(c)(6) of the Internal Revenue Code of 1986, as amended. Within the framework and limitations of the foregoing, this corporation is organized to establish, maintain and operate one or more cemeteries in accordance with Minnesota Statutes, Section 307.01, and to receive, hold, manage, buy, sell, convey and transfer real and personal property and to do all things necessary, customary, or appropriate for the regulation and maintenance of such cemetery or cemeteries. This corporation shall be subject to and operated in conformance with the laws, theology, philosophy, teachings and doctrines of the Roman Catholic Church in The Archdiocese of Saint Paul and Minneapolis.

ARTICLE III
Duration

The existence of this corporation shall be perpetual.

ARTICLE IV
Registered Office

The location of the registered office of this corporation in this state is in the City of Saint Paul, County of Ramsey, at:

400 Selby Avenue, Suite S
St. Paul, Minnesota 55102

ARTICLE V
Members

There shall be three ex officio members of this corporation and two appointive members as follows:

Section 5.1, Ex officio Members. The ex officio members shall be the Roman Catholic Archbishop of The Archdiocese of Saint Paul and Minneapolis, the Vicar General

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and Chancellor within and for such Archdiocese and their successors in office. By virtue of their representative offices they shall always be members of such corporation; but on ceasing to hold such office the corporate membership of each shall at once cease.

Section 5.2, Appointive Members. The appointive members shall be two other members of such religious denomination, residents of such Archdiocese. The appointive members and their successors in office shall always be selected and appointed by the said Archbishop, Vicar General and Chancellor, or the majority of them, for a term of two years or until their successors are chosen.

Section 5.3, Vacancies. In the event of vacancies in the office of Archbishop, Vicar General or Chancellor, then the ex officio members of this corporation shall be those persons acting in their stead as defined by the bylaws.

Section 5.4, Written Authorization Without A Meeting. Any action required or permitted to be taken at a meeting of the members may be taken without a meeting by written action signed by all the members entitled to vote on that action. Written action is effective when it has been signed by all the members, unless a different effective date is provided in the written action.

ARTICLE VI Board of Directors

The management and direction of the operations and affairs of the corporation shall be vested in a Board of Directors, composed of the following persons:

Section 6.1, Composition. The Board of Directors shall be composed of no less than five (5) members, as determined by the Bylaws. The five (5) members of the corporation shall at all times be members of the Board of Directors; other members of the Board of Directors, if any, shall be selected and chosen in accordance with the Bylaws.

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Section 6.2, Powers. The Board of Directors shall have power to conduct and transact all the business by this corporation and is authorized to exercise all the powers of the corporation.

ARTICLE VII
Officers

There shall be officers of this corporation as follows:

Section 7.1, Officers. The officers of this corporation shall be a President, a Vice President, a Secretary, a treasurer, and such other officers which the Board of Directors may deem necessary or desirable.

Section 7.2, Selection. The said Archbishop or person appointed in his place or stead shall be ex officio President. The Vicar General shall be ex officio Vice President. The Secretary and Treasurer shall be chosen by the Board of Directors. The Board of Directors may at any time remove the Secretary or Treasurer if the Board of Directors shall deem that the best interests of the corporation require such removal.

Section 7.3, Term. The qualifications, term of office, authority and duties of the Secretary and Treasurer and any other officers shall be prescribed by the bylaws.

ARTICLE VIII
Bylaws

The members of this corporation may, by a majority vote, adopt such Bylaws and the rules and regulations with respect to said corporation and the cemeteries which it owns and operates not contrary to the laws of this State and the discipline of the Roman Catholic Church and these Articles, as may be deemed necessary for the proper government of this corporation and the management of the property and business thereof, and may, by a like

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vote, alter or amend the same and when so adopted such Bylaws and rules and regulations and all amendments thereof shall be recorded by the Secretary in a book to be provided and kept for that purpose.

ARTICLE IX
Written Action - Without Meeting

Any action required or permitted to be taken at a meeting of the Board of Directors may be taken by written action, signed by the number of Directors that would be required to take the same action at a meeting of the Board at which all Directors were present; provided that all Directors are notified immediately of its text and effective date. The written action is effective when signed by the required number of Directors, unless a different effective time is provided in the written action. A Director who does not sign a consent of their written action has no liability for action or actions thereby taken.

ARTICLE X
Political Activity - Lobbying

No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, or participating in, or intervening in, (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE XI
Indemnification

The corporation shall indemnify each person who is a member of the Board of Directors or an officer of the corporation, together with each person who is or was serving the corporation as an appointed representative to some other entity, for actions taken and decisions made by such persons on behalf of the corporation. All such persons shall be

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indemnified for any action taken in their official capacity to the full extent permitted under Minnesota law. The officers and members of the Board of Directors shall not be personally liable to any extent whatsoever for any debts or obligations of this corporation.

ARTICLE XII
Dissolution

This corporation may be dissolved in accordance with the laws of the State of Minnesota. Upon dissolution of this corporation and after payment of all liabilities and obligations of this corporation and all costs and expenses incurred by this corporation in connection with such dissolution, subject always to the further provisions of this Article XII, any remaining assets shall be distributed or used exclusively in accordance with the doctrine and Canon Law of the Roman Catholic Church provided that, at that time, the remaining assets shall be distributed to The Archdiocese of Saint Paul and Minneapolis to be held for the maintenance, operation and benefit of such cemeteries operated by the corporation or the assets may be distributed to a successor corporation with an established purpose and powers not inconsistent with the purposes and powers established under these Articles of Incorporation, provided that such organizations qualify as tax exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1985.

ARTICLE XIII
Amendment

These Articles of Incorporation may be amended by a majority of the members of the corporation then in office in accordance with the provisions of Minnesota Statutes, as amended, provided that such amendments to the Articles of Incorporation could lawfully be included or omitted from the original Articles at the time the amendment is made, and provided such amendment is made so as to continue to qualify this corporation as an exempt



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MINNESOTA SECRETARY OF STATE
NOTICE OF CHANGE OF
REGISTERED OFFICE/REGISTERED AGENT

Please read the instructions on the back before completing this form.

- Entity Name:
The Catholic Cemeteries
- Registered Office Address (No. & Street): List a complete street address or rural route and rural route box number. A post office box is not acceptable.
2105 Lexington Avenue S Mendota Heights MN 55120
Street City State Zip Code
- Registered Agent (Registered agents are required for foreign entities but optional for Minnesota entities):
None
If you do not wish to designate an agent, you must list "NONE" in this box. DO NOT LIST THE ENTITY NAME.

In compliance with Minnesota Statutes, Section 302A.123, 303.10, 308A.025, 317A.123 or 322B.135 I certify that the above listed company has resolved to change the entity's registered office and/or agent as listed above.

I certify that I am authorized to execute this notice and I further certify that I understand that by signing this notice I am subject to the penalties of perjury as set forth in Minnesota Statutes Section 609.48 as if I had signed this notice under oath.

John M. Cherek, SECRETARY
Signature of Authorized Person

Name and Telephone Number of a Contact Person : John M. Cherek (651) 228-9991
please print legibly

Filing Fee: For Profit Minnesota Corporations, Cooperatives and Limited Liability Companies: \$35.00.

Minnesota Nonprofit Corporations: No \$35.00 fee is due unless you are adding or removing an agent.

Non-Minnesota Corporations: \$50.00.

Make checks payable to Secretary of State (YOUR CANCELLED CHECK IS YOUR RECEIPT).

MAIL TO: Secretary of State
Corporate Division
180 State Office Building
100 Rev. Dr. Martin Luther King Jr. Blvd
St. Paul, MN 55155-1299

(No walk-in service available at this location for corporate, UCC or notary)

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

FEB - 8 2007

Markus Ritchie
Secretary of State

Walk-in service is available at our public counter located in the Minnesota State Retirement System Bldg, 60 Empire Drive, Suite #100, St. Paul, MN 55103.

Exhibit 29

State of Minnesota

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SECRETARY OF STATE

CERTIFICATE OF INCORPORATION

I, Joan Anderson Grows, Secretary of State of Minnesota, do certify that: Articles of Incorporation, duly signed and acknowledged under oath, have been filed on this date in the Office of the Secretary of State for the incorporation of the following corporation, under and in accordance with the provisions of the chapter of Minnesota Statutes listed below.

This corporation is now legally organized under the laws of Minnesota.

Corporate Name: The Archdiocese of Saint Paul and Minneapolis Catholic Community Foundation

Corporate Charter Number: 11-293

Chapter Formed Under: 317A

This certificate has been issued on 11/10/1992.



Joan Anderson Grows
Secretary of State

11-293

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ARTICLES OF INCORPORATION

OF

THE ARCHDIOCESE OF SAINT PAUL AND MINNEAPOLIS
CATHOLIC COMMUNITY FOUNDATION

The undersigned, for the purpose of forming a corporation pursuant to the provisions of the Minnesota Nonprofit Corporation Act, Minnesota Statutes, Chapter 317A, and for purposes of forming a corporation for religious purposes under Chapter 317A.909, and all future laws amendatory thereto and supplementary thereto, adopt the following Articles of Incorporation:

ARTICLE I
Name

The name of the corporation shall be "The Archdiocese of Saint Paul and Minneapolis Catholic Community Foundation" (the "Foundation").

ARTICLE II
Duration

The Foundation shall have a perpetual duration.

ARTICLE III
Registered Office

The registered office of this Foundation is located at 226 Summit Avenue, St. Paul, Minnesota, 55102.

ARTICLE IV
Incorporators

The name and address of the incorporator, who is a natural person of full age, is:

Reverend Kevin M. McDonough
Moderator of the Curia and Vicar General
The Archdiocese of Saint Paul and Minneapolis
226 Summit Avenue
St. Paul, MN 55102

ARTICLE V
Purpose

This Foundation is organized and shall be operated exclusively for religious, charitable and educational purposes, and shall be subject to and operated in conformance with the rules, regulations and standards established and permitted under Sections 170(c)(2) and 501(c)(3) of the Internal Revenue Code of 1986, as amended, and

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shall be operated and conducted in conformance with the Code of Canon Law of the Roman Catholic Church and the laws, theology, philosophy, teachings and doctrines of the Roman Catholic Church and of The Archdiocese of Saint Paul and Minneapolis. Within the framework and limitations of the foregoing, this Foundation is organized and shall be operated to receive any real property, tangible or intangible personal property, including money by gift, grant, devise or bequest from any individual, foundation or corporation or other entity, either private or public, or governmental instrumentality, in order to carry out the work of the Catholic Community within The Archdiocese of Saint Paul and Minneapolis, to provide proper management of resources, and to provide not only for the current needs of the Catholic Community of The Archdiocese of Saint Paul and Minneapolis, but also to plan and to provide for the future.

ARTICLE VI
POWERS

The Foundation shall have all the powers granted under the Minnesota Non-Profit Corporation Act, however, the Foundation shall have and exercise only such powers as are required by and are consistent with the exempt purposes of the Foundation and are within the contemplation of Sections 170(c)(2) and 501(c)(3) of the Internal Revenue Code of 1986, as amended, the Code of Canon Law of the Roman Catholic Church, and are not inconsistent with the laws, theology, philosophy, teachings and doctrines of the Roman Catholic Church and The Archdiocese of Saint Paul and Minneapolis. Subject to this limitation, the powers of the Foundation include, but are not limited to:

(a) The power to acquire and receive funds and property of every kind and nature whatsoever, whether by purchase, conveyance, lease, gift, grant, bequest, legacy, devise or otherwise, and whether in trust or otherwise and to hold, own, expend, make gifts, grants, and contributions of, and to convey, transfer and dispose of any fund and property and the income therefrom in furtherance of the purposes of this Foundation as set forth above, and to lease, mortgage, encumber and use the same, and such other powers that are consistent with purposes set forth above.

(b) The power to take, receive and hold real and personal property, including the principal and interest of property or other fund, that is given, conveyed, bequeathed, devised to, or vested in the Foundation in trust where the Foundation or a related organization has a vested or contingent interest in the trust. The Foundation has the power to invest property or its proceeds in accordance with Minnesota Statute §501B:10, except where the trust instrument prescribes otherwise.

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(c) The power to, consistent with Section 170 of the Internal Revenue Code of 1986 and the regulations promulgated thereunder relating to community trusts and foundations, and subject to any limitations imposed under Minnesota law and the Code of Canon Law of the Roman Catholic Church, to modify any restrictions or conditions on the distributions of funds for any specified charitable purpose or to specified organizations if, in the sole judgment of the Board of Directors, such restrictions become, in effect, unnecessary, incapable of fulfillment, or inconsistent with the general needs of the Catholic Community of The Archdiocese of Saint Paul and Minneapolis.

(d) The power to replace any custodian or agent for breach of fiduciary duty, and the power to replace any custodian or agent for failure to produce a reasonable return consistent with the Foundation's needs for current income and with due regard to the safety of principal and the furtherance of the exempt purpose of the Foundation.

ARTICLE VII
Members

This corporation shall have voting Members. The members of the Board of Directors of The Archdiocese of Saint Paul and Minneapolis, for their successors in office, shall be the only Members of this Foundation:

ARTICLE VIII
Board of Directors

The management and direction of the business and affairs of the corporation shall be vested in the Board of Directors subject to any powers reserved to members in the By-Laws or by a resolution adopted by the Members. The number, qualifications, term of office, method of election, powers, authority, and duties of the directors of the corporation, at the time and place of their meeting, and such other provisions with respect to them as are not inconsistent with the expressed provisions of these Articles of Incorporation shall be as specified in the By-Laws of the Foundation.

The name and address of the first members of the Board of Directors are:

THE MOST REVEREND JOHN R. ROACH, D.D.
Archbishop of Saint Paul and Minneapolis
The Archdiocese of Saint Paul and Minneapolis
226 Summit Avenue
St. Paul, Minnesota 55102

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REVEREND KEVIN E. McDONOUGH
Moderator of the Curia and Vicar General
The Archdiocese of Saint Paul and Minneapolis
226 Summit Avenue
St. Paul, MN 55102

MR. WILLIAM S. FALLON
Chancellor
The Archdiocese of Saint Paul and Minneapolis
226 Summit Avenue
St. Paul, MN 55102

REVEREND AUSTIN T. WARD
Director of Administrative/Financial Services
The Archdiocese of Saint Paul and Minneapolis
226 Summit Avenue
St. Paul, MN 55102

THE MOST REVEREND ROBERT J. CARLSON, F.D.
Auxiliary Bishop of Saint Paul and Minneapolis
The Archdiocese of Saint Paul and Minneapolis
226 Summit Avenue
St. Paul, MN 55102

MONSIGNOR AMBROSE V. HAYDEN
Cathedral of Saint Paul
239 Selby Avenue
St. Paul, MN 55102

THE MOST REVEREND JOSEPH L. CHARRON, CPPS, JLC
Auxiliary Bishop of Saint Paul and Minneapolis
The Archdiocese of Saint Paul and Minneapolis
226 Summit Avenue
St. Paul, MN 55102

THE MOST REVEREND LAWRENCE WELSH
Auxiliary Bishop of Saint Paul and Minneapolis
The Archdiocese of Saint Paul and Minneapolis
226 Summit Avenue
St. Paul, MN 55102

MR. THOMAS HOLLORAN
University of St. Thomas
2115 Summit Ave., #4069
St. Paul, MN 55105

MS. MARY FREY
6231 Fox Meadow Lane
Edina, MN 55436

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MR. JEROME MALLORAN
31 Benhill Road
St. Paul, MN 55105

MS. CHERYL O'SHAUGHNESSY
5750 Hardscrabble Circle
Minnetrista, MN 56364

The term of office of each such member of the first Board of Directors of this Foundation shall be until the annual meeting of the members in the year 1993, or until the directors' successors have been elected.

ARTICLE IX
Written Action Without a Meeting

Any action required or permitted to be taken at a meeting of the Board of Directors may be taken by a written action, signed by the number of directors that would be required to take the same action at a meeting of the Board of Directors at which all directors were present; provided that all directors are notified immediately of the text of the written action and effective date. The written action is effective when signed by all the required number of directors, unless a different effective time is provided in the written action. A director who does not sign a consent of written action has no liability for action or actions thereby taken.

Any action required or permitted to be taken at a meeting of the Members of the Foundation may be taken without a meeting by written action signed by all of the Members entitled to vote on that action. The written action is effective when it has been signed by all of the Members, unless a different effective time is provided in the written action.

ARTICLE X
No Lobbying

No substantial part of the activities of this Foundation shall be the carrying of propaganda, or otherwise attempting to influence legislation, or participating in, or intervening in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE XI
Pecuniary Gain - Inurement

This Foundation shall not, incidentally or otherwise, afford or pay any pecuniary gain, dividends, or other pecuniary remuneration to its members or directors as such, and no part of the net income or net earnings of this Foundation, shall be directly or indirectly distributed to or otherwise inure to the

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benefit of any Member, director or individual, except that the Foundation shall be authorized and empowered to pay reasonable compensation or services rendered and to make payments and distributions in furtherance of the purposes set forth herein. This Foundation shall not lend any of its assets to any officer, director, or Member of this Foundation nor guarantee to any person the payment of a loan by any officer, director, or Member of this Foundation.

ARTICLE XII
Personal Liability - Indemnity

The officers, directors, and Members of this Foundation shall not be personally liable to any extent whatsoever for any acts, debts, liabilities, or obligations of this Foundation. All Members, directors, officers, employees and committee members of this Foundation shall be indemnified for any action taken in their official capacity to the full extent permitted under Minnesota Statutes §317A.521.

ARTICLE XIII
Capital Stock

This Foundation shall have no capital stock, either authorized or issued.

ARTICLE XIV
Dissolution

This Foundation may be dissolved in accordance with the laws of the State of Minnesota pursuant to a plan of dissolution adopted by two-thirds of the members then holding office with the consent of the Ordinary of the Archdiocese of Saint Paul and Minneapolis. Upon dissolution of this Foundation, and after payment of all liabilities and obligations of the Foundation and all costs and expenses incurred by this Foundation in connection with such dissolution, the remaining assets shall be distributed to such organizations for which endowments were established and held by the Foundation, or to The Archdiocese of Saint Paul and Minneapolis to be held for the benefit of such organizations, and the balance of the assets shall be distributed to The Archdiocese of Saint Paul and Minneapolis for use and purposes designated upon the establishment of a fund. Upon dissolution, the assets may be distributed to a successor community foundation with an established purpose and powers not inconsistent with the purposes and powers established under these Articles of Incorporation. In no event shall any of the remaining assets be distributed to any organization that does not qualify as a tax exempt organization under section 501(c)(3) of the Internal Revenue Code of 1986.

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ARTICLE XV
Amendment

These Articles of Incorporation may be amended in accordance with the provisions of Minnesota Non-Profit Corporation Act by the affirmative vote of two-thirds of the Members of the Corporation then holding office with the approval of the Ordinary of The Archdiocese of Saint Paul and Minneapolis, provided that such amendments to the Articles of Incorporation could lawfully be included or omitted from the original Articles at the time the amendment is made, and provided such amendment is made so as to continue to qualify this corporation as a tax exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 as now enacted or as hereinafter amended and provided further that such amendment shall be in compliance with the Code of Canon Law of the Roman Catholic Church, the laws, theology, philosophy, teachings and doctrines of the Roman Catholic Church and The Archdiocese of Saint Paul and Minneapolis and of any federal or state laws as is or may hereinafter be applicable.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles this 6 day of NOVEMBER, 1992.

[Signature]
Reverend Kevin M. McDonough
Vicar General-Moderator of the Curia

STATE OF MINNESOTA)
) SS.
COUNTY OF RAMSEY)

Subscribed and sworn to before me this
6 day of November, 1992 by
Reverend Kevin M. McDonough.

[Signature]
Notary Public.



STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED
NOV 10 1992
[Signature]
Secretary of State

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ARTICLES OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
THE ARCHDIOCESE OF SAINT PAUL AND MINNEAPOLIS
CATHOLIC COMMUNITY FOUNDATION

The undersigned, Alfred O. Elder, being the Secretary of The Archdiocese of Saint Paul and Minneapolis Catholic Community Foundation ("Catholic Community Foundation"), a Corporation organized and existing under Minnesota Statutes 317A, as amended, does hereby certify that in conformance with Minnesota Statute Section 317A.133 and Article XV of the Articles of Incorporation, and in accordance with the recommendation of the Board of Directors of the Catholic Community Foundation at a meeting of the Board of Directors held on June 17, 1996, the Members of the Catholic Community Foundation have adopted by written action signed by all the Members entitled to vote pursuant to Minnesota Statute Section 317A.445 the following resolution to wit:

RESOLVED, that the Articles of Incorporation of The Archdiocese of Saint Paul and Minneapolis Catholic Community Foundation as adopted on November 6, 1992, and filed with the office of the Secretary of State for the State of Minnesota on November 10, 1992, and all amendments thereto be and are hereby deleted in their entirety and the Restated Articles of Incorporation attached hereto are hereby adopted in lieu thereof, effective as of the date that the Articles of Amendment setting forth the Restated Articles of Incorporation are filed with the office of the Secretary of State for the State of Minnesota.

IN WITNESS WHEREOF, the undersigned have executed these Restated Articles of Amendment on the 20 day of September, 1996.

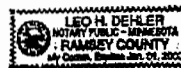
Alfred O. Elder
Alfred O. Elder

STATE OF MINNESOTA)
) ss.
COUNTY OF RAMSEY)

The foregoing instrument was acknowledged before me this 20 day of September, 1996, by Alfred O. Elder, the Secretary of The Archdiocese of Saint Paul and Minneapolis Catholic Community Foundation, a nonprofit Minnesota corporation, on behalf of the corporation.

Leo H. Dehler
Notary Public

This corporation has not adopted a corporate seal.



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ARTICLES OF INCORPORATION
OF
THE ARCHDIOCESE OF SAINT PAUL AND MINNEAPOLIS
CATHOLIC COMMUNITY FOUNDATION
(Restated on August 19, 1996)

ARTICLE I

Name

The name of the corporation shall be "The Archdiocese of Saint Paul and Minneapolis Catholic Community Foundation" (the "Foundation").

ARTICLE II

Duration

The Foundation shall have a perpetual duration.

ARTICLE III

Registered Office

The registered office of this Foundation is located at 328 West Kellogg Boulevard, St. Paul, Minnesota, 55102.

ARTICLE IV

Purpose

This Foundation is organized and shall be operated exclusively for religious, charitable and educational purposes, and shall be subject to and operated in conformance with the rules, regulations and standards established and permitted under Sections 170(c)(2) and 501(c)(3) of the Internal Revenue Code of 1986, as amended, and shall be operated and conducted in conformance with the Code of Canon Law of the Roman Catholic Church and the laws, theology, philosophy, teachings and doctrines of the Roman Catholic Church and of The Archdiocese of Saint Paul and Minneapolis. Within the framework and limitations of the foregoing, this Foundation is organized and shall be operated to receive any real property, tangible or intangible personal property, including money by gift, grant, devise or bequest from any individual, foundation or corporation or other entity, either private or public, or governmental instrumentality, in order to carry out the work of the Catholic Community within The Archdiocese of Saint Paul and Minneapolis, to provide proper management of resources, and to provide not only for the current needs of the Catholic Community of The Archdiocese of Saint Paul and Minneapolis, but also to plan and to provide for the future.

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ARTICLE V
Powers

The Foundation shall have all the powers granted under the Minnesota Non-Profit Corporation Act, however, the Foundation shall have and exercise only such powers as are required by and are consistent with the exempt purposes of the Foundation and are within the contemplation of Sections 170(e)(2) and 501(c)(3) of the Internal Revenue Code of 1986, as amended, the Code of Canon Law of the Roman Catholic Church, and are not inconsistent with the laws, theology, philosophy, teachings and doctrines of the Roman Catholic Church and The Archdiocese of Saint Paul and Minneapolis. Subject to this limitation, the powers of the Foundation include, but are not limited to:

(a) The power to acquire and receive funds and property of every kind and nature whatsoever, whether by purchase, conveyance, lease, gift, grant, bequest, legacy, devise or otherwise, and whether in trust or otherwise and to hold, own, expend, make gifts, grants, and contributions of, and to convey, transfer and dispose of any fund and property and the income therefrom in furtherance of the purposes of this Foundation as set forth above, and to lease, mortgage, encumber and use the same, and such other powers that are consistent with purposes set forth above.

(b) The power to take, receive and hold real and personal property, including the principal and interest of property or other fund, that is given, conveyed, bequeathed, devised to, or vested in the Foundation in trust where the Foundation or a related organization has a vested or contingent interest in the trust. The Foundation has the power to invest property or its proceeds in accordance with Minnesota Statute §501B.10, except where the trust instrument prescribes otherwise.

(c) The power to, consistent with Section 170 of the Internal Revenue Code of 1986 and the regulations promulgated thereunder relating to community trusts and foundations, and subject to any limitations imposed under Minnesota law and the Code of Canon Law of the Roman Catholic Church, to modify any restrictions or conditions on the distributions of funds for any specified charitable purpose or to specified organizations if, in the sole judgment of the Board of Directors, such restrictions become, in effect, unnecessary, incapable of fulfillment, or inconsistent with the general needs of the Catholic Community of The Archdiocese of Saint Paul and Minneapolis.

(d) The power to replace any custodian or agent for breach of fiduciary duty, and the power to replace any custodian or agent for failure to produce a reasonable return consistent with the Foundation's needs for current income and with due regard to the safety of principal and the furtherance of the exempt purpose of the Foundation.

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ARTICLE VI
Members

This corporation shall have voting Members. There shall be three Members. The three Members shall be Members ex-officio. Those Members shall be the Archbishop of Saint Paul and Minneapolis, the Vicar General of The Archdiocese of Saint Paul and Minneapolis, and the Chancellor of The Archdiocese of Saint Paul and Minneapolis. For the purpose of these Articles of Incorporation, the "Archbishop of Saint Paul and Minneapolis" is defined as a person duly appointed as the Archbishop of Saint Paul and Minneapolis, according to the norm of Canon Law or if the See of The Archdiocese of Saint Paul and Minneapolis is impeded or vacant that person to whom belongs the covenants of the Archdiocese, in accordance with the provisions of Canon Law.

ARTICLE VII
Board of Directors

The management and direction of the business and affairs of the corporation shall be vested in the Board of Directors subject to any powers reserved to members in the By-Laws or by a resolution adopted by the Members. The number, qualifications, term of office, method of election, powers, authority, and duties of the directors of the corporation, at the time and place of their meeting, and such other provisions with respect to them as are not inconsistent with the expressed provisions of these Articles of Incorporation shall be as specified in the By-Laws of the Foundation.

ARTICLE VIII
Written Action Without a Meeting

Any action required or permitted to be taken at a meeting of the Board of Directors may be taken by a written action, signed by the number of directors that would be required to take the same action at a meeting of the Board of Directors at which all directors were present; provided that all directors are notified immediately of the text of the written action and effective date. The written action is effective when signed by all the required number of directors, unless a different effective time is provided in the written action. A director who does not sign a consent of written action has no liability for action or actions thereby taken.

Any action required or permitted to be taken at a meeting of the Members of the Foundation may be taken without a meeting by written action signed by all of the Members entitled to vote on that action. The written action is effective when it has been signed by all of the Members, unless a different effective time is provided in the written action.

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ARTICLE IX

No Lobbying

No substantial part of the activities of this Foundation shall be the carrying of propaganda, or otherwise attempting to influence legislation, or participating in, or intervening in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE X

Pecuniary Gain - Inurement

This Foundation shall not, incidentally or otherwise, afford or pay any pecuniary gain, dividends, or other pecuniary remuneration to its Members or directors as such, and no part of the net income or net earnings of this Foundation, shall be directly or indirectly distributed to or otherwise inure to the benefit of any Member, director or individual, except that the Foundation shall be authorized and empowered to pay reasonable compensation or services rendered and to make payments and distributions in furtherance of the purposes set forth herein. This Foundation shall not lend any of its assets to any officer, director, or Member of this Foundation nor guarantee to any person the payment of a loan by any officer, director, or Member of this Foundation.

ARTICLE XI

Personal Liability - Indemnity

The officers, directors, and Members of this Foundation shall not be personally liable to any extent whatsoever for any acts, debts, liabilities, or obligations of this Foundation. All Members, directors, officers, employees and committee members of this Foundation shall be indemnified for any action taken in their official capacity to the full extent permitted under Minnesota Statutes §317A.521.

ARTICLE XII

Capital Stock

This Foundation shall have no capital stock, either authorized or issued.

ARTICLE XIII

Dissolution

This Foundation may be dissolved in accordance with the laws of the State of Minnesota pursuant to a plan of dissolution adopted by the unanimous vote of the Members then holding office. Upon dissolution of this Foundation, and after payment of all liabilities and obligations of the Foundation and all costs and expenses incurred by this Foundation in connection with such dissolution, the remaining assets shall be distributed to such organizations for which endowments were established and held by the Foundation, or to The

4845

Archdiocese of Saint Paul and Minneapolis to be held for the benefit of such organizations, and the balance of the assets shall be distributed to The Archdiocese of Saint Paul and Minneapolis for use and purposes designated upon the establishment of the fund. Upon dissolution, the assets may be distributed to a successor community foundation with an established purpose and powers not inconsistent with the purposes and powers established under these Articles of Incorporation. In no event shall any of the remaining assets be distributed to any organization that does not qualify as a tax exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986.

ARTICLE XIV
Amendment

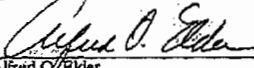
These Articles of Incorporation may be amended in accordance with the provisions of Minnesota Non-Profit Corporation Act by the unanimous vote of the Members of the corporation then holding office, provided that such amendments to the Articles of Incorporation could lawfully be included or omitted from the original Articles at the time the amendment is made, and provided such amendment is made so as to continue to qualify this corporation as a tax exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 as now enacted or as hereinafter amended and provided further that such amendment shall be in compliance with the Code of Canon Law of the Roman Catholic Church, the laws, theology, philosophy, teachings and doctrines of the Roman Catholic Church and The Archdiocese of Saint Paul and Minneapolis and of any federal or state laws as is or may hereinafter be applicable.

ARTICLE XV
General Historical Information

This corporation was original incorporated under its present name on November 6, 1992. The original Articles of Incorporation were filed in the office of the Secretary of State on November 10, 1992. The original incorporator was Kevin M. McDonough, Vicar General-Moderator of the Curia of The Archdiocese of Saint Paul and Minneapolis. The first members of the Board of Directors were The Most Reverend John R. Rouch, D.D., Archbishop of Saint Paul and Minneapolis, Reverend Kevin M. McDonough, Vicar General-Moderator of the Curia of The Archdiocese of Saint Paul and Minneapolis, Mr. William S. Fallon, Chancellor of The Archdiocese of Saint Paul and Minneapolis, Reverend Austin T. Ward, Director of Administrative/Financial Services of The Archdiocese of Saint Paul and Minneapolis, The Most Reverend Robert J. Carlson, D.D., Auxiliary Bishop of Saint Paul and Minneapolis, The Most Reverend Joseph L. Charron, CPFS, JLC, Auxiliary Bishop of Saint Paul and Minneapolis, The Most Reverend Lawrence Welsh, Auxiliary Bishop of Saint Paul and Minneapolis, Monsignor Ambrose V. Hayden, Mr. Thomas Holloran, Ms. Mary Frey, Mr. Jerome Holloran, and Ms. Cheryl O'Shaughnessy.

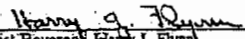
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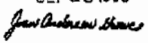
Articles of Amendment of The Archdiocese of Saint Paul and Minneapolis Catholic Community Foundation revising the Articles of Incorporation were adopted by all members of the foundation by consent resolution dated August 19, 1996.


Alfred O. Elder
Secretary of the Foundation

Approved By:

The Archbishop of
The Archdiocese of Saint Paul and Minneapolis
on the 19 day of August, 1996.


The Most Reverend Harry J. Flynn

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED
SEP 20 1996

Secretary of State

11-293

ARTICLES OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
THE ARCHDIOCESE OF SAINT PAUL AND MINNEAPOLIS
CATHOLIC COMMUNITY FOUNDATION

2689

The undersigned, Alfred O. Elder, being the Secretary of The Archdiocese of Saint Paul and Minneapolis Catholic Community Foundation ("Catholic Community Foundation"), a Corporation organized and existing under Minnesota Statutes 317A, as amended, does hereby certify that in conformance with Minnesota Statute Section 317A.133 and Article XV of the Articles of Incorporation and in accordance with the recommendation of the Board of Directors of the Catholic Community Foundation at a meeting of the Board of Directors held on June 23, 1997, the Members of the Catholic Community Foundation have adopted by written action signed by all the Members entitled to vote pursuant to Minnesota Statute Section 317A.445 the following resolution to wit:

1. RESOLVED that the Articles of Incorporation of The Archdiocese of Saint Paul and Minneapolis Catholic Community Foundation as adopted on November 6, 1992, and restated on September 20, 1996 and filed in the Office of the Secretary of State on September 20, 1996 and all amendments thereto be and hereby are amended in the following manner:

(a) The name of the corporation is changed from "The Archdiocese of Saint Paul and Minneapolis Catholic Community Foundation" to "Catholic Community Foundation in The Archdiocese of Saint Paul and Minneapolis" so that as amended, Article I reads as follows:

*ARTICLE I
NAME

The name of the corporation shall be:

Catholic Community Foundation
in
The Archdiocese of Saint Paul and Minneapolis

(b) Article VI, Members, is hereby deleted in its entirety and substituted in lieu thereof is the following Article VI:

*ARTICLE VI
Members

This corporation shall have voting Members. There shall be four Members. The four Members shall be Members ex-officio. Those Members shall be the Archbishop of Saint Paul and Minneapolis, the Vicar General of The Archdiocese of Saint Paul and Minneapolis, the Chancellor of The Archdiocese of Saint Paul and Minneapolis and the President of the Corporation. For the purpose of these Articles of Incorporation, the "Archbishop of Saint Paul and Minneapolis" is defined as a person duly appointed as the Archbishop of Saint Paul and Minneapolis, according to the norm of Canon Law or if the See of The Archdiocese of Saint Paul and Minneapolis is impeded or vacant that person to whom belongs the covenants of the Archdiocese, in accordance with the provisions of Canon Law.

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15-293

ARTICLES OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
CATHOLIC COMMUNITY FOUNDATION
IN
THE ARCHDIOCESE OF SAINT PAUL AND MINNEAPOLIS

The undersigned, Alfred O. Elder, being the Secretary of the Catholic Community Foundation in The Archdiocese of Saint Paul and Minneapolis ("Catholic Community Foundation"), a Corporation organized and existing under Minnesota Statutes 317A, as amended, does hereby certify that in conformance with Minnesota Statute Section 317A.133 and Article XV of the Articles of Incorporation, and in accordance with the recommendation of the Board of Directors of the Catholic Community Foundation at a meeting of the Board of Directors held on September 27, 2001, the Members of the Catholic Community Foundation have adopted by written action signed by all the Member entitled to vote pursuant to Minnesota Statute Section 317A.445 the following resolution to wit:

1. RESOLVED, that the Articles of Incorporation of Catholic Community Foundation in The Archdiocese of Saint Paul and Minneapolis as adopted on November 6, 1992, and restated on September 20, 1996 and filed in the Office of the Secretary of State on September 20, 1996 and all amendments thereto be and hereby are amended by deleting Article VI in its entirety and substituting in lieu thereof the following Article VI:

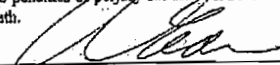
"ARTICLE VI
Members

This corporation shall have voting Members. There shall be four Members. The four Members shall be Members ex-officio. Those Members shall be the Archbishop of Saint Paul and Minneapolis, the Vicar General of The Archdiocese of Saint Paul and Minneapolis, the Chancellor of The Archdiocese of Saint Paul and Minneapolis and the Vice Chairperson of the Board of Directors of the Corporation. For the purpose of these Articles of Incorporation, the "Archbishop of Saint Paul and Minneapolis" is defined as a person duly appointed as the Archbishop of Saint Paul and Minneapolis, according to the norm of Canon Law or if the See of The Archdiocese of Saint Paul and Minneapolis is impeded or vacant that person to whom belongs the covenants of the Archdiocese, in accordance with the provisions of Canon Law."

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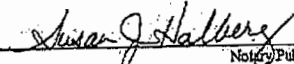
2. RESOLVED, that this Amendment to the Articles of Incorporation shall be effective on the later of _____ or the date the Articles of Amendment are filed with the Office of the Secretary of State.

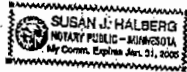
This Amendment has been approved pursuant to Minn. Stat. Chapter 317A. I certify that I am authorized to execute this Amendment and I further certify that I understand that by signing this Amendment I am subject to penalties of perjury set forth in Section 609.48 as if I had signed this Amendment under oath.


Alfred O. Elder

STATE OF MINNESOTA)
) ss.
COUNTY OF RAMSEY)

Alfred O. Elder, the Secretary of The Archdiocese of Saint Paul and Minneapolis Catholic Community Foundation, a nonprofit Minnesota corporation, on behalf of the corporation, acknowledged the foregoing instrument before me this 23rd day of May, 2002.


Notary Public



STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED 
JUN 11 2002

Secretary of State

CS1045amendof-Articles.doc

15-293

ARTICLES OF AMENDMENT
OF
ARTICLES OF INCORPORATION
OF
CATHOLIC COMMUNITY FOUNDATION
IN
THE ARCHDIOCESE OF SAINT PAUL AND MINNEAPOLIS

The undersigned, Thomas Gainor, being the Secretary of Catholic Community Foundation in The Archdiocese of Saint Paul and Minneapolis ("Catholic Community Foundation"), a Corporation organized and existing under Minnesota Statutes 317A, as amended, does hereby certify that in conformance with Minnesota Statute Section 317A.133 and Article XIV of the current Articles of Incorporation, and in accordance with the recommendation of the Board of Directors of the Catholic Community Foundation at a meeting of the Board of Directors held on August 13, 2002, the Members of the Catholic Community Foundation, at a meeting of the Members held on September 16, 2002 at which all Members were present, have adopted by unanimous vote the Restated Articles of Incorporation attached hereto replacing in their entirety the existing Restated and Amended Articles of Incorporation. The attached Restated Articles of Incorporation are effective as of the date these Articles of Amendment with the attached Restated Articles of Incorporation are filed with the office of the Secretary of State for the State of Minnesota.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Amendment on the 27th day of September, 2002.

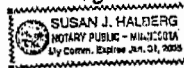
Thomas Gainor
Thomas Gainor

STATE OF MINNESOTA)
)ss.
COUNTY OF RAMSEY)

The foregoing instrument was acknowledged before me this 27th day of September, 2002 by Thomas Gainor, the Secretary of Catholic Community Foundation in The Archdiocese of Saint Paul and Minneapolis, a nonprofit Minnesota corporation, on behalf of the corporation.

Susan J. Halberg
Notary Public

This corporation has not adopted a corporate seal.
3845.amended-02



121273

ARTICLES OF INCORPORATION
(Restated on September 16, 2002)
OF
CATHOLIC COMMUNITY FOUNDATION
IN
THE ARCHDIOCESE OF SAINT PAUL AND MINNEAPOLIS

ARTICLE I

Name

The name of the corporation shall be "Catholic Community Foundation in The Archdiocese of Saint Paul and Minneapolis" (the "Foundation").

ARTICLE II

Duration

The Foundation shall have a perpetual duration.

ARTICLE III

Registered Office

The registered office of this Foundation is located at 328 West Kellogg Boulevard, St. Paul, Minnesota, 55102.

ARTICLE IV

Purpose

This Foundation is organized and shall be operated exclusively for religious, charitable and educational purposes, and shall be subject to and operated in conformance with the rules, regulations and standards established and permitted under Sections 170(c)(2) and 501(c)(3) of the Internal Revenue Code of 1986, as amended, and shall be operated and conducted in conformance with the Code of Canon Law of the Roman Catholic Church and the laws, theology, philosophy, teachings and doctrines of the Roman Catholic Church and of The Archdiocese of Saint Paul and Minneapolis. Within the framework and limitations of the foregoing, this Foundation is organized and shall be operated to receive any real property, tangible or intangible personal property, including money by gift, grant, devise or bequest from any individual, foundation or corporation or other entity, either private or public, or governmental instrumentality, in order to carry out the work of the Catholic Community within The Archdiocese of Saint Paul and Minneapolis, to provide proper management of resources, and to provide not only for the current needs of the Catholic Community of The Archdiocese of Saint Paul and Minneapolis, but also to plan and to provide for the future.

ARTICLE V
Powers

The Foundation shall have all the powers granted under the Minnesota Non-Profit Corporation Act, however, the Foundation shall have and exercise only such powers as are required by and are consistent with the exempt purposes of the Foundation and are within the contemplation of Sections 170(c)(2) and 501(c)(3) of the Internal Revenue Code of 1986, as amended, the Code of Canon Law of the Roman Catholic Church, and are not inconsistent with the laws, theology, philosophy, teachings and doctrines of the Roman Catholic Church and The Archdiocese of Saint Paul and Minneapolis. Subject to this limitation, the powers of the Foundation include, but are not limited to:

(a) The power to acquire and receive funds and property of every kind and nature whatsoever, whether by purchase, conveyance, lease, gift, grant, bequest, legacy, devise or otherwise, and whether in trust or otherwise and to hold, own, expend, make gifts, grants, and contributions of, and to convey, transfer and dispose of any fund and property and the income therefrom in furtherance of the purposes of this Foundation as set forth above; and to lease, mortgage, encumber and use the same, and such other powers that are consistent with purposes set forth above.

(b) The power to take, receive and hold real and personal property, including the principal and interest of property or other fund, that is given, conveyed, bequeathed, devised to, or vested in the Foundation in trust where the Foundation or a related organization has a vested or contingent interest in the trust. The Foundation has the power to invest property or its proceeds in accordance with Minnesota Statute §501B.10, except where the trust instrument prescribes otherwise.

(c) The power to, consistent with Section 170 of the Internal Revenue Code of 1986 and the regulations promulgated thereunder relating to community trusts and foundations, and subject to any limitations imposed under Minnesota law and the Code of Canon Law of the Roman Catholic Church, to modify any restrictions or conditions on the distributions of funds for any specified charitable purpose or to specified organizations if, in the sole judgment of the Board of Directors, such restrictions become, in effect, unnecessary, incapable of fulfillment, or inconsistent with the general needs of the Catholic Community of The Archdiocese of Saint Paul and Minneapolis.

(d) The power to replace any custodian or agent for breach of fiduciary duty, and the power to replace any custodian or agent for failure to produce a reasonable return consistent with the Foundation's needs for current income and with due regard to the safety of principal and the furtherance of the exempt purpose of the Foundation.

ARTICLE VI
Members

This Foundation shall have voting Members. There shall be five Members. The five Members shall be Members *ex-officio*. Those Members shall be the Archbishop of Saint Paul and Minneapolis, the Vicar General of The Archdiocese of Saint Paul and Minneapolis, the Chancellor of The Archdiocese of Saint Paul and Minneapolis, the Vice Chairperson of the Board of Directors of the Foundation, and the Treasurer of the Foundation. For the purpose of these Articles of Incorporation, the "Archbishop of Saint Paul and Minneapolis" is defined as a person duly appointed as the Archbishop of Saint Paul and Minneapolis, according to the norm of Canon Law or if the See of The Archdiocese of Saint Paul and Minneapolis is impeded or vacant that person to whom belongs the governance of the Archdiocese, in accordance with the provisions of Canon Law. For purposes of this document, "Vicar General" is defined as the person appointed as the Vicar General-Moderator of the Curia or the equivalent chief operating officer of the Archdiocese of Saint Paul and Minneapolis. For purposes of this document, "Chancellor" is the person appointed as Chancellor for Civil Affairs of The Archdiocese of Saint Paul and Minneapolis.

ARTICLE VII
Board of Directors

The management and direction of the business and affairs of the Foundation shall be vested in the Board of Directors subject to any powers reserved to members in the By-Laws or by a resolution adopted by the Members. The number, qualifications, term of office, method of election, powers, authority, and duties of the directors of the Foundation, at the time and place of their meeting, and such other provisions with respect to them as are not inconsistent with the expressed provisions of these Articles of Incorporation shall be as specified in the By-Laws of the Foundation.

ARTICLE VIII
Written Action Without a Meeting

Any action required or permitted to be taken at a meeting of the Board of Directors may be taken by a written action, signed by the number of directors that would be required to take the same action at a meeting of the Board of Directors at which *all* directors were present; provided that all directors are notified immediately of the text of the written action and effective date. The written action is effective when signed by all the required number of directors, unless a different effective time is provided in the written action. A director who does not sign a consent of written action has no liability for action or actions thereby taken.

Any action required or permitted to be taken at a meeting of the Members of the Foundation may be taken without a meeting by written action signed by all of the Members entitled to vote on that action. The written action is effective when it has been signed by all of the Members, unless a different effective time is provided in the written action.

ARTICLE IX
No Lobbying

No substantial part of the activities of this Foundation shall be the carrying of propaganda, or otherwise attempting to influence legislation, or participating in, or intervening in (including the publication of distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE X
Pecuniary Gain - Inurement

This Foundation shall not, incidentally or otherwise, afford or pay any pecuniary gain, dividends, or other pecuniary remuneration to its Members or directors as such, and no part of the net income or net earnings of this Foundation, shall be directly or indirectly distributed to or otherwise inure to the benefit of any Member, director or individual, except that the Foundation shall be authorized and empowered to pay reasonable compensation or services rendered and to make payments and distributions in furtherance of the purposes set forth herein. This Foundation shall not lend any of its assets to any officer, director, or Member of this Foundation nor guarantee to any person the payment of a loan by any officer, director, or Member of this Foundation.

ARTICLE XI
Personal Liability - Indemnity

The officers, directors, and Members of this Foundation shall not be personally liable to any extent whatsoever for any acts, debts, liabilities, or obligations of this Foundation. All Members, directors, officers, employees and committee members of this Foundation shall be indemnified for any action taken in their official capacity to the full extent permitted under Minnesota Statutes §317A.521.

ARTICLE XII
Capital Stock

This Foundation shall have no capital stock, either authorized or issued.

ARTICLE XIII
Dissolution

This Foundation may be dissolved in accordance with the laws of the State of Minnesota pursuant to a plan of dissolution adopted by the unanimous vote of the Members then holding office. Upon dissolution of this Foundation, and after payment of all liabilities and obligations of the Foundation and all costs and expenses incurred by this Foundation in connection with such dissolution, the remaining assets shall be distributed to such organizations for which endowments

were established and held by the Foundation, or to The Archdiocese of Saint Paul and Minneapolis to be held for the benefit of such organizations, and the balance of the assets shall be distributed to The Archdiocese of Saint Paul and Minneapolis for use and purposes designated upon the establishment of the fund. Upon dissolution, the assets may be distributed to a successor community foundation with an established purpose and powers not inconsistent with the purposes and powers established under these Articles of Incorporation. In no event shall any of the remaining assets be distributed to any organization that does not qualify as a tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986.

ARTICLE XIV
Amendment

These Articles of Incorporation may be amended in accordance with the provisions of Minnesota Non-Profit Corporation Act by the unanimous vote of the Members of the Foundation then holding office, provided that such amendments to the Articles of Incorporation could lawfully be included or omitted from the original Articles at the time the amendment is made, and provided such amendment is made so as to continue to qualify this Foundation as a tax exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 as now enacted or as hereinafter amended and provided further that such amendment shall be in compliance with the Code of Canon Law of the Roman Catholic Church, the laws, theology, philosophy, teachings and doctrines of the Roman Catholic Church and The Archdiocese of Saint Paul and Minneapolis and of any federal or state laws as is or may hereinafter be applicable.

ARTICLE XV
General Historical Information

This Foundation was originally incorporated under its present name on November 6, 1992. The original Articles of Incorporation were filed in the office of the Secretary of State on November 10, 1992. The original incorporator was Kevin M. McDonough, Vicar General-Moderator of the Curia of The Archdiocese of Saint Paul and Minneapolis. The first Members of the Board of Directors were The Most Reverend John R. Roach, D.D., Archbishop of Saint Paul and Minneapolis, Reverend Kevin M. McDonough, Vicar General-Moderator of the Curia of The Archdiocese of Saint Paul and Minneapolis, Mr. William S. Fallon, Chancellor of The Archdiocese of Saint Paul and Minneapolis, Reverend Austin T. Ward, Director of Administrative/Financial Services of The Archdiocese of Saint Paul and Minneapolis, The Most Reverend Robert J. Carlson, D.D., Auxiliary Bishop of Saint Paul and Minneapolis, The Most Reverend Joseph L. Charon, CPPS, JLC, Auxiliary Bishop of Saint Paul and Minneapolis, The Most Reverend Lawrence Welsh, Auxiliary Bishop of Saint Paul and Minneapolis, Monsignor Ambrose V. Hayden, Mr. Thomas Holloran, Ms. Mary Frey, Mr. Jerome Halloran, and Ms. Cheryl O'Shaughnessy.

Articles of Amendment of Catholic Community Foundation in The Archdiocese of Saint Paul and Minneapolis restating the Articles of Incorporation were adopted by all Members of the Foundation by consent resolution dated September 16, 2002.

Thomas E. Galtor
Thomas Galtor
Secretary of the Foundation

Approved By:

The Archbishop of
The Archdiocese of Saint Paul and Minneapolis
on the 16 day of September, 2002.

Henry J. Flynn
The Most Reverend Henry J. Flynn

C:\23345.m23

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

OCT 03 2002

Mary W. Higgins
Secretary of State

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**ARTICLES OF AMENDMENT OF
ARTICLES OF INCORPORATION OF
CATHOLIC COMMUNITY FOUNDATION
IN**

THE ARCHDIOCESE OF SAINT PAUL AND MINNEAPOLIS

The undersigned, Alfred O. Elder, being the Secretary of the **Catholic Community Foundation in The Archdiocese of Saint Paul and Minneapolis** ("Catholic Community Foundation"), a Corporation organized and existing under Minnesota Statutes 317A, as amended, does hereby certify that in conformance with Minnesota Statute Section 317A.133 and Article XIV of the Articles of Incorporation, and in accordance with the recommendation of the Board of Directors of the Catholic Community Foundation at a meeting held on May 18, 2004, the Members of the Catholic Community Foundation, at a meeting of the Members held on September 23, 2004 have adopted by unanimous resolution by all Members entitled to vote pursuant to Minnesota Statute Section 317A.445 the following resolution to wit:

1. **RESOLVED**, that the Articles of Incorporation of **Catholic Community Foundation in The Archdiocese of Saint Paul and Minneapolis** as adopted on November 6, 1992, and restated on September 20, 1996 and restated again on September 27, 2002 and filed in the Office of the Secretary of State, and all amendments thereto be and hereby are amended by deleting the current Article IV in its entirety and substituting in lieu thereof the following:

**"ARTICLE IV
PURPOSE**

This Foundation is organized and shall be operated exclusively for religious, charitable and educational purposes, and shall be subject to and operated in conformance with both (1) the rules, regulations and standards established and permitted under Sections 170(c)(2) and 501(c)(3) of the Internal Revenue Code of 1986, as amended, and (2) the Code of Canon Law of the Roman Catholic Church and the laws, theology, philosophy, teachings and doctrines of the Roman Catholic Church and of The Archdiocese of Saint Paul and Minneapolis. Within the framework and limitations of the foregoing, this Foundation is organized and shall be operated (1) to receive any real property, tangible or intangible personal property, including money by gift, grant, devise or bequest from any individual, foundation or corporation or other entity, either private or public, or governmental instrumentality, in order to support financially the present and future spiritual, educational and social needs of our Catholic community especially the Catholic community within the State of



MINNESOTA SECRETARY OF STATE
NOTICE OF CHANGE OF REGISTERED OFFICE/
REGISTERED AGENT



11-293

NP-RO

Please read the instructions on the back before completing this form.

1. Entity Name:

Catholic Community Foundation in the Archdiocese of
ST. PAUL AND MINNEAPOLIS

2. Registered Office Address (No. & Street): List a complete street address or rural route and rural route box number.
A post office box is not acceptable.

One WATER STREET ST. PAUL MN 55107
Street City State Zip Code

3. Registered Agent (Registered agents are required for foreign entities but optional for Minnesota entities):

If you do not wish to designate an agent, you must list "NONE" in this box. DO NOT LIST THE ENTITY NAME.

In compliance with Minnesota Statutes, Section 302A.123, 303.10, 308A.025, 317A.123 or 322B.135 I certify that the above listed company has resolved to change the entity's registered office and/or agent as listed above.

I certify that I am authorized to execute this notice and I further certify that I understand that by signing this notice I am subject to the penalties of perjury as set forth in Minnesota Statutes Section 609.48 as if I had signed this notice under oath.

Signature of Authorized Person

Name and Telephone Number of a Contact Person: Nancy B. Pozzetto (651) 389-0300
please print legibly

Filing Fee: For Profit Minnesota Corporations, Cooperatives and Limited Liability Companies: \$35.00.

Minnesota Nonprofit Corporations: No \$35.00 fee is due unless you are adding or removing an agent.

Non-Minnesota Corporations: \$50.00.

Make checks payable to Secretary of State
Return to: Minnesota Secretary of State
180 State Office Bldg.
100 Rev. Dr. Martin Luther King Jr. Blvd.
St. Paul, MN 55155-1299
(651) 296-2803

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

DEC 02 2005

Secretary of State

Office of the Minnesota Secretary of State

Certificate of Administrative Dissolution, Revocation, Involuntary Dissolution or Administrative Termination

The Office of the Secretary of State of Minnesota hereby certifies, as signified by the presence of the Great Seal of the State of Minnesota below: that the entity listed below has failed to file an annual renewal as required by the Minnesota Statute listed below. Therefore, the entity is hereby administratively dissolved in the state of Minnesota as of the date of this certificate.

Name: Catholic Community Foundation in The Archdiocese
of Saint Paul and Minneapolis

File Number: II-293

Document Number: 2006002399

Minnesota Statutes, Chapter: 317A

Home Jurisdiction: Minnesota

This certificate has been issued on: 01/26/2006

Office of the Secretary of State





MINNESOTA SECRETARY OF STATE
MINNESOTA NONPROFIT CORPORATION ANNUAL
RENEWAL



Minnesota Statutes Chapter 317A
Must be filed by December 31

File online at https://online.sos.state.mn.us/abr/corp_annual_filing.asp

READ THE INSTRUCTIONS BEFORE COMPLETING THIS FORM

CURRENT INFORMATION:

1. File #: 1 I-293

2. Corporate Name: (Required)

Catholic Community Foundation in the Archdiocese of
ST PAUL & MINNEAPOLIS

3. Registered Office Address: (Required)

1 WATER STREET WEST - Suite 200

Street: (A PO Box by itself is not acceptable)

ST PAUL

City:

MN

State:

55107

Zip:

None

Agent Name: (if applicable)

4. Name and business address of the Corporate President: (Required)

MARILou ELDRED

Name:

1 WATER STREET WEST - Suite 200

Street:

ST PAUL

City:

MN

State:

55107

Zip:

5. Does this corporation own, lease, or have any financial interest in agricultural land or land capable of being farmed? Yes No

6. Name, daytime telephone number and e-mail address of contact person for th:

NANCY R. BORZO

Name:

651-389-0300

Phone:

borzo@cCF-mn.org

E-Mail Address:

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

NOV 05 2007

Monte Ritchie
Secretary of State

✓

NOTICE: Failure to file this form by December 31 of this year will result in the dissolution of this corporation without further notice from the Secretary of State, pursuant to Minnesota Statutes, section 317A.823, subdivision 2, paragraph (b).

11-293

NP-RO



MINNESOTA SECRETARY OF STATE
NOTICE OF CHANGE OF
REGISTERED OFFICE/REGISTERED AGENT

Read the instructions before completing this form.

1. Entity Name:

Catholic Community Foundation in the Archdiocese of
ST PAUL & MINNEAPOLIS

2. Registered Office Address: List a complete street address or rural route and rural route box number.
(A post office box by itself is not acceptable)

1 Water Street West-Suite 200 ST PAUL MN 55107 ✓
Street City State Zip Code

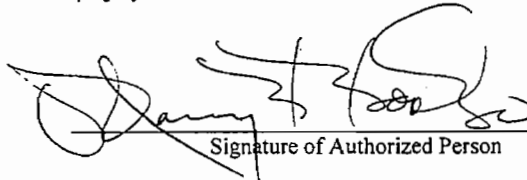
3. Registered Agent (Registered agents are required for foreign entities, but optional for Minnesota entities):

None

If you do not wish to designate an agent, you must list "NONE" in this box. DO NOT LIST THE ENTITY NAME.

In compliance with Minnesota Statutes, Section 302A.123, 303.10, 308A.025, 308B, 317A.123 or 322B.135, I certify that the above listed company has resolved to change the entity's registered office and/or agent as listed above.

I certify that I am authorized to execute this notice and I further certify that I understand that by signing this notice I am subject to the penalties of perjury as set forth in Minnesota Statutes Section 609.48 as if I had signed this notice under oath.


Signature of Authorized Person

Name & Telephone Number of a Contact Person:

Nancy B. Borzo (651) 389-0300
Name please print legibly Telephone

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

NOV 05 2007
VA

Mark Ritchie
Secretary of State

Filing Fee payable to the MN Secretary of State

Profit Minnesota Corporations, Cooperatives and Limited Liability Companies: \$35.00.

Minnesota Nonprofit Corporations: No \$35.00 fee is due, unless you are adding, removing or changing the agent.

Non-Minnesota Corporations: \$50.00.

11-293

NP RESTATE
BUS NAME
REG OFFICE



ARTICLES OF INCORPORATION
(Amended and Restated on October 18, 2013)
OF
CATHOLIC COMMUNITY FOUNDATION
IN THE ARCHDIOCESE OF SAINT PAUL AND MINNEAPOLIS

ARTICLE I
Name

The name of the corporation shall be "Catholic Community Foundation of Minnesota" (the "Foundation").

ARTICLE II
Duration

The Foundation shall have a perpetual duration.

ARTICLE III
Registered Office

The registered office of this Foundation is located at Court West Suite 500, 2610 University Avenue West, Saint Paul, MN 55114.

ARTICLE IV
Purpose

This Foundation is organized and shall be operated exclusively for religious, charitable and educational purposes, and shall be subject to and operated in conformance with the rules, regulations and standards established and permitted under Sections 170(c)(2) and 501(c)(3) of the Internal Revenue Code of 1986, as amended. Within the framework and limitations of the foregoing, this Foundation is organized and shall be operated (1) to receive any real property, tangible or intangible personal property, including money by gift, grant, devise or bequest from any individual, foundation or corporation or other entity, either private or public, or governmental instrumentality, in order to support financially the present and future spiritual, educational and social needs of our Catholic community especially the Catholic community within the State of Minnesota with the principal focus on the support of the Catholic community of Saint Paul and Minneapolis; (2) to provide responsible and effective financial management of resources; and (3) to assist Catholic Dioceses within the State of Minnesota in providing for the support of their local Catholic community.

ARTICLE V
Powers

The Foundation shall have all the powers granted under the Minnesota Non-Profit Corporation Act, however, the Foundation shall have and exercise only such powers as are required by and are consistent with the exempt purposes of the Foundation and are within the contemplation of Sections 170(c)(2) and 501(c)(3) of the Internal Revenue Code of 1986, as amended. Subject to this limitation, the powers of the Foundation include, but are not limited to:

(a) The power to acquire and receive funds and property of every kind and nature whatsoever, whether by purchase, conveyance, lease, gift, grant, bequest, legacy, devise or otherwise, and whether in trust or otherwise and to hold, own, expend, make gifts, grants, and contributions of, and to convey, transfer and dispose of any fund and property and the income therefrom in furtherance of the purposes of this Foundation as set forth above, and to lease, mortgage, encumber and use the same, and such other powers that are consistent with purposes set forth above.

(b) The power to take, receive and hold real and personal property, including the principal and interest of property or other fund, that is given, conveyed, bequested, devised to, or vested in the Foundation in trust where the Foundation or a related organization has a vested or contingent interest in the trust. The Foundation has the power to invest property or its proceeds in accordance with Minnesota Statute §501B.10, except where the trust instrument prescribes otherwise.

(c) The power to, consistent with Section 170 of the Internal Revenue Code of 1986 and the regulations promulgated thereunder relating to community trusts and foundations, and subject to any limitations imposed under Minnesota law, to modify any restrictions or conditions on the distributions of funds for any specified charitable purpose or to specified organizations if, in the sole judgment of the Board of Directors, such restrictions become, in effect, unnecessary, incapable of fulfillment, or inconsistent with the general needs of the Catholic Community of Saint Paul and Minneapolis.

(d) The power to replace any custodian or agent for breach of fiduciary duty, and the power to replace any custodian or agent for failure to produce a reasonable return consistent with the Foundation's needs for current income and with due regard to the safety of principal and the furtherance of the exempt purpose of the Foundation.

ARTICLE VI

Members

This Foundation shall have no Members.

ARTICLE VII

Board of Directors

The management and direction of the business and affairs of the Foundation shall be vested in the Board of Directors. The number, qualifications, term of office, method of election, powers, authority, and duties of the directors of the Foundation, at the time and place of their meeting, and such other provisions with respect to them as are not inconsistent with the expressed provisions of these Articles of Incorporation shall be as specified in the Bylaws of the Foundation.

ARTICLE VIII

Written Action Without a Meeting

Any action required or permitted to be taken at a meeting of the Board of Directors may be taken by a written action, signed by the number of directors that would be required to take the

same action at a meeting of the Board of Directors at which all directors were present; provided that all directors are notified immediately of the text of the written action and effective date. The written action is effective when signed by all the required number of directors, unless a different effective time is provided in the written action. A director who does not sign a consent of written action has no liability for action or actions thereby taken.

ARTICLE IX
No Lobbying

No substantial part of the activities of this Foundation shall be the carrying of propaganda, or otherwise attempting to influence legislation, or participating in, or intervening in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE X
Pecuniary Gain – Inurement

This Foundation shall not, incidentally or otherwise, afford or pay any pecuniary gain, dividends, or other pecuniary remuneration to its directors as such, and no part of the net income or net earnings of this Foundation, shall be directly or indirectly distributed to or otherwise inure to the benefit of any director or individual, except that the Foundation shall be authorized and empowered to pay reasonable compensation or services rendered and to make payments and distributions in furtherance of the purposes set forth herein. This Foundation shall not lend any of its assets to any officer or director of this Foundation nor guarantee to any person the payment of a loan by any officer or director of this Foundation.

ARTICLE XI
Personal Liability – Indemnity

The officers and directors of this Foundation shall not be personally liable to any extent whatsoever for any acts, debts, liabilities, or obligations of this Foundation. All directors, officers, employees and committee members of this Foundation shall be indemnified for any action taken in their official capacity to the full extent permitted under Minnesota Statutes §317A.521.

ARTICLE XII
Capital Stock

This Foundation shall have no capital stock, either authorized or issued.

ARTICLE XIII
Dissolution

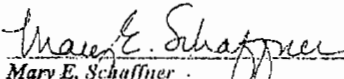
This Foundation may be dissolved in accordance with the laws of the State of Minnesota pursuant to a plan of dissolution adopted by the vote of 60% or more of the members of the Board of Directors with voting rights then holding office. Upon dissolution of this Foundation, and after payment of all liabilities and obligations of the Foundation and all costs and expenses incurred by this Foundation in connection with such dissolution, the remaining assets shall be

distributed to such organizations for which endowments were established and held by the Foundation, and the balance of the assets shall be distributed to an alternative community foundation with an established purpose and powers not inconsistent with the purposes and powers established under these Articles of Incorporation. In no event shall any of the remaining assets be distributed to any organization that does not qualify as a tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986.

ARTICLE XIV
Amendment

These Articles of Incorporation may be amended in accordance with the provisions of Minnesota Non-Profit Corporation Act by the vote of 60% or more of the members of the Board of Directors with voting rights then holding office, provided that such amendment is made so as to continue to qualify this Foundation as a tax exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 as now enacted or as hereinafter amended and provided further that such amendment shall be in compliance with any federal or state laws as is or may hereinafter be applicable.

These Amended and Restated Articles of Incorporation (the "Articles") of Catholic Community Foundation of Minnesota were adopted by all Members of the Foundation by unanimous written consent action dated October 18, 2013 and approved pursuant to Minn. Stat. Chapter 317A. I certify that I am authorized to execute the Articles and I further certify that I understand that by signing the Articles I am subject to penalties of perjury set forth in Section 609.48 as if I had signed the Articles under oath.


Mary E. Schaffner
Secretary of the Foundation

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

OCT 21 2013


Mark Ritchie
Secretary of State



1E293

NP

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
CATHOLIC COMMUNITY FOUNDATION
OF MINNESOTA

ARTICLE I

Name

The name of the corporation shall be "Catholic Community Foundation of Minnesota" (the "Foundation").

ARTICLE II

Duration

The Foundation shall have a perpetual duration.

ARTICLE III

Registered Office

The registered office of this Foundation is located at Court West Suite 500, 2610 University Avenue West, Saint Paul, MN 55114.

ARTICLE IV

Purpose

This Foundation is organized and shall be operated exclusively for religious, charitable and educational purposes, and shall be subject to and operated in conformance with the rules, regulations and standards established and permitted under Sections 170(c)(2) and 501(c)(3) of the Internal Revenue Code of 1986, as amended. Within the framework and limitations of the foregoing, this Foundation is organized and shall be operated (1) to receive any real property, tangible or intangible personal property, including money by gift, grant, devise or bequest from any individual, foundation or corporation or other entity, either private or public, or governmental instrumentality, in order to support financially the present and future spiritual, educational and social needs of our Catholic community especially the Catholic community within the State of Minnesota with the principal focus on the support of the Catholic community of Saint Paul and Minneapolis; (2) to provide responsible and effective financial management of resources; and (3) to assist Catholic Dioceses within the State of Minnesota in providing for the support of their local Catholic community.

ARTICLE V

Powers

The Foundation shall have all the powers granted under the Minnesota Non-Profit Corporation Act, however, the Foundation shall have and exercise only such powers as are required by and are consistent with the exempt purposes of the Foundation and are within the contemplation of Sections 170(c)(2) and 501(c)(3) of the Internal Revenue Code of 1986, as amended. Subject to this limitation, the powers of the Foundation include, but are not limited to:

(a) The power to acquire and receive funds and property of every kind and nature whatsoever, whether by purchase, conveyance, lease, gift, grant, bequest, legacy, devise or otherwise, and whether in trust or otherwise and to hold, own, expend, make gifts, grants, and contributions of, and to convey, transfer and dispose of any fund and property and the income therefrom in furtherance of the purposes of this Foundation as set forth above, and to lease, mortgage, encumber and use the same, and such other powers that are consistent with purposes set forth above.

(b) The power to take, receive and hold real and personal property, including the principal and interest of property or other fund, that is given, conveyed, bequested, devised to, or vested in the Foundation in trust where the Foundation or a related organization has a vested or contingent interest in the trust. The Foundation has the power to invest property or its proceeds in accordance with Minnesota Statute §501B.10, except where the trust instrument prescribes otherwise.

(c) The power to, consistent with Section 170 of the Internal Revenue Code of 1986 and the regulations promulgated thereunder relating to community trusts and foundations, and subject to any limitations imposed under Minnesota law, to modify any restrictions or conditions on the distributions of funds for any specified charitable purpose or to specified organizations if, in the sole judgment of the Board of Directors, such restrictions become, in effect, unnecessary, incapable of fulfillment, or inconsistent with the general needs of the Catholic Community of Saint Paul and Minneapolis.

(d) The power to replace any custodian or agent for breach of fiduciary duty, and the power to replace any custodian or agent for failure to produce a reasonable return consistent with the Foundation's needs for current income and with due regard to the safety of principal and the furtherance of the exempt purpose of the Foundation.

ARTICLE VI
Members

This Foundation shall have no Members.

ARTICLE VII
Board of Directors

The management and direction of the business and affairs of the Foundation shall be vested in the Board of Directors. The number, qualifications, term of office, method of election, powers, authority, and duties of the directors of the Foundation, at the time and place of their meeting, and such other provisions with respect to them as are not inconsistent with the expressed provisions of these Articles of Incorporation shall be as specified in the Bylaws of the Foundation.

ARTICLE VIII
Written Action Without a Meeting

Any action required or permitted to be taken at a meeting of the Board of Directors may be taken by a written action, signed by the number of directors that would be required to take the

same action at a meeting of the Board of Directors at which all directors were present; provided that all directors are notified immediately of the text of the written action and effective date. The written action is effective when signed by all the required number of directors, unless a different effective time is provided in the written action. A director who does not sign a consent of written action has no liability for action or actions thereby taken.

ARTICLE IX
No Lobbying

No substantial part of the activities of this Foundation shall be the carrying of propaganda, or otherwise attempting to influence legislation, or participating in, or intervening in (including the publication of distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE X
Pecuniary Gain – Inurement

This Foundation shall not, incidentally or otherwise, afford or pay any pecuniary gain, dividends, or other pecuniary remuneration to its directors as such, and no part of the net income or net earnings of this Foundation, shall be directly or indirectly distributed to or otherwise inure to the benefit of any director or individual, except that the Foundation shall be authorized and empowered to pay reasonable compensation or services rendered and to make payments and distributions in furtherance of the purposes set forth herein. This Foundation shall not lend any of its assets to any officer or director of this Foundation nor guarantee to any person the payment of a loan by any officer or director of this Foundation.

ARTICLE XI
Personal Liability – Indemnity

The officers and directors of this Foundation shall not be personally liable to any extent whatsoever for any acts, debts, liabilities, or obligations of this Foundation. All directors, officers, employees and committee members of this Foundation shall be indemnified for any action taken in their official capacity to the full extent permitted under Minnesota Statutes §317A.521.

ARTICLE XII
Capital Stock

This Foundation shall have no capital stock, either authorized or issued.

ARTICLE XIII
Dissolution

This Foundation may be dissolved in accordance with the laws of the State of Minnesota pursuant to a plan of dissolution adopted by the vote of 60% or more of the members of the Board of Directors with voting rights then holding office. Upon dissolution of this Foundation, and after payment of all liabilities and obligations of the Foundation and all costs and expenses incurred by this Foundation in connection with such dissolution, the remaining assets shall be

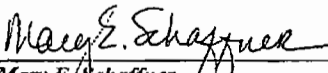
distributed to such organizations for which endowments were established and held by the Foundation, and the balance of the assets shall be distributed to an alternative community foundation with an established purpose and powers not inconsistent with the purposes and powers established under these Articles of Incorporation. In no event shall any of the remaining assets be distributed to any organization that does not qualify as a tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986.

ARTICLE XIV
Amendment


These Articles of Incorporation may be amended in accordance with the provisions of Minnesota Non-Profit Corporation Act by the vote of 60% or more of the members of the Board of Directors with voting rights then holding office, provided that such amendment is made so as to continue to qualify this Foundation as a tax exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 as now enacted or as hereinafter amended and provided further that such amendment shall be in compliance with any federal or state laws as is or may hereinafter be applicable.

These Amended and Restated Articles of Incorporation (the "Articles") of Catholic Community Foundation of Minnesota were adopted by all Members of the Foundation by unanimous written consent action dated October 18, 2013 and approved pursuant to Minn. Stat. Chapter 317A. I certify that I am authorized to execute the Articles and I further certify that I understand that by signing the Articles I am subject to penalties of perjury set forth in Section 609.48 as if I had signed the Articles under oath.

Dated: October 22, 2013


Mary E. Schaffner
Secretary of the Foundation

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

OCT 23 2013 


Secretary of State

Exhibit 30



MINNESOTA SECRETARY OF STATE

To Whom It May Concern,

Please be advised that some of the images we have for this document is of substandard quality and may be difficult to read. Our office has produced the best copies available.

We apologize for any inconvenience this may cause. If you have any questions, please contact our Business Services Information Line at 651-296-2803 or 1-877-551-6767.

Office of the Minnesota Secretary of State
Business Services Division

State of Minnesota

SECRETARY OF STATE

CERTIFICATE OF INCORPORATION

I, Mary Kiffmeyer, Secretary of State of Minnesota, do certify that: Articles of Incorporation, duly signed and acknowledged under oath, have been filed on this date in the Office of the Secretary of State, for the incorporation of the following corporation, under and in accordance with the provisions of the chapter of Minnesota Statutes listed below.

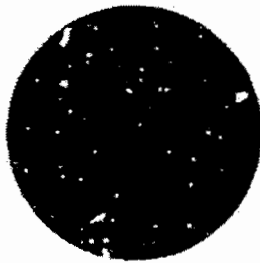
This corporation is now legally organized under the laws of Minnesota.

Corporate Name: Catholic Finance Corporation

Corporate Charter Number: 14-801

Chapter Formed Under: 317A

This certificate has been issued on 07/14/2006.



Mary Kiffmeyer
Secretary of State.

16-801

**ARTICLES OF INCORPORATION
OF
CATHOLIC FINANCE CORPORATION**

The undersigned, being of full age, for the purpose of forming a nonprofit corporation under Chapter 317A of the Minnesota Statutes, as amended, does hereby form a body corporate and adopt these Articles of Incorporation.

ARTICLE I

Name

The name of the corporation is: Catholic Finance Corporation. †

ARTICLE II

Purpose

The corporation shall be operated exclusively for charitable purposes, as such purposes are legally defined; excluding, however, any purpose that is not exclusively charitable within the meaning of sections 170(c)(2), 501(c)(3), 2055(a)(2) and 2522(a)(2) of the Internal Revenue Code of 1986 (the "Code"). All references in these Articles of Incorporation to a particular section of the Code shall mean and include, as now enacted or as hereafter amended, such section and any provisions of federal or state law as now are or may hereafter be applicable, cognate to such section. Within the scope and in furtherance of the charitable purposes herein provided, the corporation is organized and shall be operated exclusively for the benefit of, to perform services for, or to carry out the purposes of The Archdiocese of Saint Paul and Minneapolis (the "Archdiocese") and other organizations under the supervision and control of the Archdiocese, each a nonprofit corporation and a qualified charity under Sections 501(c)(3) of the Code (collectively, "Catholic Organizations").

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060: N6;

Inc. holds IP- 29 32

The corporation shall engage in all manner of activities relating to the providing of financial, educational and advisory services to Catholic Organizations. In furtherance of the purposes herein provided, the corporation shall serve as a vehicle for: raising and borrowing funds, loaning funds to Catholic Organizations, providing administrative services with respect to such loans, functioning as a purchasing agent on behalf of Catholic Organizations, serving as an information clearinghouse for Catholic Organizations, and providing educational and advisory services to Catholic Organizations. The corporation shall be operated and conducted in conformance with the laws, theology, philosophy, teachings and doctrines of the Roman Catholic Church and promulgated by the Archdiocese. The corporation is organized and shall be operated in accordance with the Minnesota Non-Profit Corporation Act, Minnesota Statutes Chapter 317A.

ARTICLE III

Duration

The existence of the corporation shall be perpetual.

ARTICLE IV

Registered Office

The registered office of the corporation shall be located at 226 Summit Avenue, St. Paul, Minnesota 55102-2197. There shall be no registered agent.

ARTICLE V

Members

The corporation shall not have capital stock, but it shall have a Member, namely, The Archdiocese of Saint Paul and Minneapolis. The powers, authority, duties, rights and privileges of the Member and such other provisions with respect to the Member as are not inconsistent with the

laws of the State of Minnesota and the express provisions of these Articles of Incorporation shall be as specified in the Bylaws of the corporation.

ARTICLE VI

Board of Directors

The management and direction of the business and affairs of the corporation shall be vested in a Board of Directors. The number, appointment, qualifications, term of office, powers, authority, and duties of the directors, the time and place of their meetings, and such other provisions with respect to them as are not inconsistent with the laws of the State of Minnesota and the express provisions of these Articles of Incorporation shall be as specified in the Bylaws of the corporation. An action, other than an action requiring Member approval, may be taken by written action signed by the number of directors that would be required to take the same action at a meeting of the board at which all directors were present, ~~provided, however,~~ all directors must be promptly notified of its text and effective date.

ARTICLE VII

Limitations on Board of Directors

Notwithstanding any other provision of these Articles of Incorporation or the Bylaws of the corporation, no action by the Board of Directors or any officer with respect to any of the following shall be effective without the approval of the Member:

1. To change the mission, general objectives, philosophy, values and ethical and religious directives of and pertaining to the corporation or of any corporation of which the corporation is the controlling member;
2. To adopt, amend or repeal the Articles of Incorporation or Bylaws of the corporation or of any corporation of which the corporation is the controlling member;

2. To approve the dissolution and/or liquidation of the corporation or of any corporation of which the corporation is the controlling member, or the consolidation or merger of the corporation or of any corporation of which the corporation is the controlling member with another corporation or entity.

ARTICLE VIII

External Liability

Neither the Member, the directors nor officers of the corporation shall have personal liability for any debts or obligations of the corporation.

ARTICLE IX

Pecuniary Gain; Investment

The corporation shall not, incidentally or otherwise, afford pecuniary gain to its Member. No part of the net earnings of the corporation shall otherwise inure to the benefit of the Member or any directors or officers of the corporation or any private individual, except that reasonable compensation may be paid for services rendered to or for the corporation in the performance of its corporate purpose.

ARTICLE X

Political Activity

Not more than an insubstantial part of the activities of the corporation shall include carrying on propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, (including the publishing or distributing of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

ARTICLE XI

Receipts of Gifts, Bequests, Etc.

In furtherance and not in limitation of the powers conferred by law, the corporation may take, receive and hold real and personal property, including the principal and interest of any money or other fund that is given, conveyed, bequeathed, devised to, or otherwise vested in the corporation in trust for a purpose consistent with the purposes set forth in these Articles of Incorporation. Except where a trust instrument prescribes otherwise, the corporation may invest trust property or its proceeds in accordance with the laws of the State of Minnesota.

ARTICLE XII

Dissolution; Distribution of Assets

Upon dissolution and liquidation of this corporation, all assets of the corporation remaining after all liabilities and obligations of the corporation shall be paid, satisfied and discharged, or adequate provision shall be made therefor, shall be transferred, conveyed and distributed to its sole member, which is exempt from federal income tax under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986 (as the same may be hereafter amended or supplemented); provided, however, that if, on the date of such proposed distribution, said distributee no longer exists or is not operated exclusively for purposes specified in, or shall not otherwise qualify under, Section 501(c)(3) of the Internal Revenue Code of 1986 (as the same may hereafter be amended and supplemented) then, in such event, the assets of this corporation, upon its dissolution and liquidation, shall be transferred, conveyed and distributed to such other non-profit organization or organizations as may be specified in or provided for under the plan of distribution adopted by the corporation pursuant to the laws of the State of Minnesota; but in any event, each such distributee organization

shall be organized and operated exclusively for charitable or educational purposes, shall be affiliated with the Roman Catholic Church, and shall be exempt from federal income tax under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986 (as the same may be hereafter amended or supplemented). In no event shall the assets of this corporation, upon its dissolution and liquidation, be distributed for purposes and uses other than those set forth in Section 501(c)(3) of the Internal Revenue Code of 1986 (as the same may hereafter be amended).

ARTICLE XIII

Amendment

These Articles may be amended from time to time by the affirmative recommendation of a majority of directors then in office, at a meeting for which notice of the meeting and the proposed amendments have been given. The amendments shall not be effective until approved by the Member, The Archdiocese of Saint Paul and Minneapolis.

ARTICLE XIV

Incorporator

The name and address of the incorporator of this corporation is:

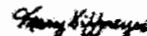
Michael P. Schaefer
226 Summit Avenue
St. Paul, MN 55102-2197

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 13 day of July, 2000.


Michael P. Schaefer, Incorporator

STATE OF MINNESOTA
FILED

JUL 14 2000


Secretary of State

IV-801

**FIRST AMENDMENT TO
ARTICLES OF INCORPORATION
OF
CATHOLIC FINANCE CORPORATION**

The undersigned, Michael P. Schaefer, the Executive Director and Secretary of Catholic Finance Corporation, a Minnesota nonprofit corporation (the "Corporation"), with the purpose of amending the Corporation's Articles of Incorporation under the provisions of Minnesota Statutes Sections 317A.131 and 317A.133, state that:

1. The name of the Corporation is: Catholic Finance Corporation.
2. Article V of the Corporation's Articles of Incorporation is amended in its entirety to provide as follows:

**ARTICLE V
MEMBERS**

"The Corporation shall not have capital stock, but it shall have members, namely, the persons from time to time serving as: the Archbishop of the Archdiocese of St. Paul and Minneapolis, the Vicar General of the Archdiocese of St. Paul and Minneapolis and the Chancellor for Civil Affairs of the Archdiocese of St. Paul and Minneapolis. The powers, authority, duties, rights, and privileges of the members and the other provisions with respect to members as are not inconsistent with the laws of the State of Minnesota and the expressed provisions of these Articles of Incorporation shall be as specified in the Bylaws of the Corporation."

3. Article XII of the Corporation's Articles of Incorporation is hereby amended to replace the words "its sole member" in the fourth line of Article XII with "the Archdiocese of St. Paul and Minneapolis."
4. Article XIII of the Corporation's Articles of Incorporation is amended in its entirety to provide as follows:

**ARTICLE XIII
AMENDMENT**

These Articles may be amended from time to time by the affirmative recommendation of a majority of directors then in office, at a meeting for which notice of the meeting and the proposed amendments have been given. The amendments shall not be effective until approved by a majority of the Members.

5. The Corporation's Articles of Incorporation are further amended so that all references to "Member" shall hereinafter be revised and replaced with the word, "Members".

064663

6. These amendments to the Articles of Incorporation of the Corporation were unanimously approved by the Directors and Sole Member of the Corporation pursuant to Minnesota Statutes Chapter 317A and the undersigned is authorized to execute same.

7. These amendments to the Articles of Incorporation of the Corporation are to be effective March 1, 2002.

IN WITNESS WHEREOF, the undersigned has executed this amendment to the Articles of Incorporation on this 13 day of February, 2002.



Michael P. Schaefer
Executive Director and Secretary

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

FEB 19 2002


Mary Hoffmann
Secretary of State



MINNESOTA SECRETARY OF STATE

NP IV-801

**NOTICE OF CHANGE OF REGISTERED OFFICE/
REGISTERED AGENT**

Please read the instructions on the back before completing this form.

1. Entity Name:

Catholic Finance Corporation

2. Registered Office Address (No. & Street): List a complete street address or rural route and rural route box number. A post office box is not acceptable.

<u>5826 Blackshire Path</u>	<u>Inver Grove Heights</u>	<u>MN</u>	<u>55076</u>
Street	City	State	Zip Code

3. Registered Agent (Registered agents are required for foreign entities but optional for Minnesota entities):

NONE

If you do not wish to designate an agent, you must list "NONE" in this box. **DO NOT LIST THE ENTITY NAME.**

In compliance with *Minnesota Statutes, Section 302A.123, 303.10, 308A.025, 317A.123 or 322B.1351* certify that the above listed company has resolved to change the entity's registered office and/or agent as listed above.

I certify that I am authorized to execute this notice and I further certify that I understand that by signing this notice I am subject to the penalties of perjury as set forth in *Minnesota Statutes Section 609.48* as if I had signed this notice under oath.

Michael P. Schaefer
Signature of Authorized Person

Name and Telephone Number of a Contact Person: Michael P. Schaefer (651) 389-1070
please print legibly

Filing Fee: Minnesota Corporations, Cooperatives and Limited Liability Companies: \$35.00.

Non-Minnesota Corporations: \$50.00.

Make checks payable to Secretary of State

Return to: Minnesota Secretary of State
180 State Office Bldg.
100 Constitution Ave.
St. Paul, MN 55155-1299
(651)296-2803

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

APR 25 2002

RM

Mary Kiffmeyer
Secretary of State

03930275 Rev. 11/98

081663

Office of the Minnesota Secretary of State

Certificate of Administrative Dissolution, Revocation, Involuntary Dissolution or Administrative Termination

The Office of the Secretary of State of Minnesota hereby certifies , as signified by the presence of the Great Seal of the State of Minnesota below: that the entity listed below has failed to file an annual renewal as required by the Minnesota Statute listed below. Therefore, the entity is hereby administratively dissolved in the state of Minnesota as of the date of this certificate.

Name: Catholic Finance Corporation

File Number: 1V-801

Document Number: 2006003225

Minnesota Statutes, Chapter: 317A

Home Jurisdiction: Minnesota

This certificate has been issued on: 01/26/2006

Office of the Secretary of State



NP-RT



MINNESOTA SECRETARY OF STATE
MINNESOTA NONPROFIT CORPORATION ANNUAL
RENEWAL

Minnesota Statutes Chapter 317A
Must be filed by December 31

File online at https://online.sos.state.mn.us/abr/corp_annual_filing.asp

READ INSTRUCTIONS ON BACK BEFORE COMPLETING THIS FORM

CURRENT INFORMATION:

1. File #: IV-801

2. Corporate Name: (Required)

Catholic Finance Corporation

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

APR 26 2007

3. Registered Office Address: (Required)

Street: 5826 Blackshire Path

Mark Ritchie
Secretary of State

(A PO Box by itself is not acceptable)

City: Inver Grove Heights

State: MN

Zip: 55076

Agent Name: (if applicable):

4. Name and business address of the Corporate President: (Required)

Name: Michael P. Schaefer

Street: 5826 Blackshire Path

City: Inver Grove Heights

State: MN

Zip: 55076

5. Does this corporation own, lease, or have any financial interest in agricultural land or land capable of being farmed? Yes No

6. Name, daytime telephone number and e-mail address of contact person for the corporation:

Name: Al Erickson

Phone (651) 389-1073

Ext.

E-Mail Address: aerickson@catholicfinance.org

NOTICE: Failure to file this form by December 31 of this year will result in the dissolution of this corporation without further notice from the Secretary of State, pursuant to Minnesota Statutes, section 317A.823, subdivision 2, paragraph (b).

1V-801

NP RESTATED ARTICLES



ARTICLES OF AMENDMENT OF ARTICLES OF INCORPORATION OF CATHOLIC FINANCE CORPORATION

The undersigned, John Bierbaum, being the Secretary of Catholic Finance Corporation, a Corporation organized and existing under Minnesota Statutes 317A, as amended, does hereby certify that in conformance with Minnesota Statute Section 317A.133 and Article XIII of the current Articles of Incorporation, the Board of Directors of the Catholic Finance Corporation at a meeting of the Board of Directors held on August 17, 2011 have adopted by unanimous vote the Restated Articles of Incorporation attached hereto replacing in their entirety the existing Articles of Incorporation, and the undersigned further certifies that such Restated Articles of Incorporation were adopted and approved by the Members of the Catholic Finance Corporation pursuant to a Written Action executed by all Members effective August 17, 2011. The attached Restated Articles of Incorporation are effective as of the date these Articles of Amendment with the attached Restated Articles of Incorporation are filed with the office of the Secretary of State for the State of Minnesota.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Amendment on the 17th day of August 2011.

[Signature] John Bierbaum Secretary

STATE OF MINNESOTA))ss. COUNTY OF RAMSEY)

The foregoing instrument was acknowledged before me this 31 day of August 2011 by John Bierbaum the Secretary of Catholic Finance Corporation, a Minnesota nonprofit corporation, on behalf of the corporation.

[Signature] Ruth E. Porter Notary Public

This corporation has not adopted a corporate seal.



ARTICLES OF INCORPORATION
OF
CATHOLIC FINANCE CORPORATION
(Restated on August 17, 2011)

The undersigned, being of full age, for the purpose of forming a nonprofit corporation under Chapter 317A of the Minnesota Statutes, as amended, does hereby form a body corporate and adopt these Articles of Incorporation.

ARTICLE I

Name

The name of the corporation is: Catholic Finance Corporation.

ARTICLE II

Purposes

The corporation shall be operated exclusively for charitable purposes, as such purposes are legally defined; excluding, however, any purpose that is not exclusively charitable within the meaning of sections 170(c)(2), 501(c)(3), 2055(a)(2) and 2522(a)(2) of the Internal Revenue Code of 1986 (the "Code"). All references in these Articles of Incorporation to a particular section of the Code shall mean and include, as now enacted or as hereafter amended, such section and any provisions of federal or state law as now are or may hereafter be applicable, cognate to such section. Within the scope and in furtherance of the charitable purposes herein provided, the corporation is organized and shall be operated exclusively for the benefit of, to perform services for, or to carry out the purposes of The Archdiocese of Saint Paul and Minneapolis (the "Archdiocese") and Catholic Parishes and Catholic Schools within the geographical boundaries of the Archdiocese, each a nonprofit corporation and a qualified charity under Sections 501(c)(3) of the Code (collectively, "Catholic Organizations").

The Corporation shall serve The Archdiocese of Saint Paul and Minneapolis by increasing the effective and efficient stewardship of Temporal Goods. This includes, but is not limited to, providing financial management, lending, analytical, educational and consulting services for the Catholic organizations. The Corporation shall be operated and conducted in conformance with the laws, theology, philosophy, teachings and doctrines of the Roman Catholic Church and promulgated by the Archdiocese. The corporation is organized and shall be operated in accordance with the Minnesota Non-Profit Corporation Act, Minnesota Statutes Chapter 317A.

ARTICLE III

Duration

The existence of the corporation shall be perpetual.

ARTICLE IV

Registered Office

The registered office of the corporation shall be located at 5826 Blackshire Path, Inver Grove Heights, Minnesota 55076. There shall be no registered agent.

ARTICLE V

Members

The Corporation shall not have capital stock, but it shall have Members, namely, the persons from time to time serving as: the Archbishop of the Archdiocese of St. Paul and Minneapolis, the Vicar General - Moderator of the Curia of the Archdiocese of St. Paul and Minneapolis and the Chancellor for Civil Affairs of the Archdiocese of St. Paul and Minneapolis. The powers, authority, duties, rights, and privileges of the members and the other provisions with respect to Members as are not inconsistent with the laws of the State of Minnesota and the

expressed provisions of these Articles of Incorporation shall be as specified in the Bylaws of the Corporation.

ARTICLE VI

Board of Directors

The management and direction of the business and affairs of the corporation shall be vested in a Board of Directors. The number, appointment, qualifications, term of office, powers, authority, and duties of the directors, the time and place of their meetings, and such other provisions with respect to them as are not inconsistent with the laws of the State of Minnesota and the express provisions of these Articles of Incorporation shall be as specified in the Bylaws of the corporation. An action, other than an action requiring Member approval, may be taken by written action signed by the number of directors that would be required to take the same action at a meeting of the board at which all directors were present, provided, however, all directors must be promptly notified of its text and effective date.

ARTICLE VII

Limitations on Board of Directors

Notwithstanding any other provision of these Articles of Incorporation or the bylaws of the corporation, no action by the Board of Directors or any officer with respect to any of the following shall be effective without the approval of a majority of the Members:

1. To change the mission, general objectives, philosophy, values and ethical and religious directives of and pertaining to the corporation or of any corporation of which the corporation is the controlling member;

2. To adopt, amend or repeal the Articles of Incorporation or Bylaws of the corporation or of any corporation of which the corporation is the controlling member;

3. To approve the dissolution and/or liquidation of the corporation or of any corporation of which the corporation is the controlling member, or the consolidation or merger of the corporation or of any corporation of which the corporation is the controlling member with another corporation or entity.

ARTICLE VIII

Personal Liability

Neither the Members, the directors nor officers of the corporation shall have personal liability for any debts or obligations of the corporation.

ARTICLE IX

Pecuniary Gain; Inurement

The corporation shall not, incidentally or otherwise, afford pecuniary gain to a Member. No part of the net earnings of the corporation shall otherwise inure to the benefit of a Member or any directors or officers of the corporation or any private individual, except that reasonable compensation may be paid for services rendered to or for the corporation in the performance of its corporate purpose.

ARTICLE X

Political Activity

Not more than an insubstantial part of the activities of the corporation shall include carrying on propaganda or otherwise attempting to influence legislation, and the corporation

shall not participate in, or intervene in, (including the publishing or distributing of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

ARTICLE XI

Receipts of Gifts, Bequests, Etc.

In furtherance and not in limitation of the powers conferred by law, the corporation may take, receive and hold real and personal property, including the principal and interest of any money or other fund that is given, conveyed, bequeathed, devised to, or otherwise vested in the corporation in trust for a purpose consistent with the purposes set forth in these Articles of Incorporation. Except where a trust instrument prescribes otherwise, the corporation may invest trust property or its proceeds in accordance with the laws of the State of Minnesota.

ARTICLE XII

Dissolution: Distribution of Assets

Upon dissolution and liquidation of this corporation, all assets of the corporation remaining after all liabilities and obligations of the corporation shall be paid, satisfied and discharged, or adequate provision shall be made therefor, shall be transferred, conveyed and distributed to The Archdiocese of Saint Paul and Minneapolis, which is exempt from federal income tax under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986 (as the same may be hereafter amended or supplemented); provided, however, that if, on the date of such proposed distribution, said distributee no longer exists or is not operated exclusively for purposes specified in, or shall not otherwise qualify under, Section 501(6)(3) of the Internal Revenue Code of 1986 (as the same may hereafter be amended and supplemented) then, in such event, the assets of this corporation, upon its dissolution and liquidation, shall be transferred, conveyed and distributed to such other non-profit organization or organizations as may be

specified in or provided for under the plan of distribution adopted by the corporation pursuant to the laws of the State of Minnesota; but in any event, each such distributee organization shall be organized and operated exclusively for charitable or educational purposes, shall be affiliated with the Roman Catholic Church, and shall be exempt from federal income tax under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986 (as the same may be hereafter amended or supplemented). In no event shall the assets of this corporation, upon its dissolution and liquidation, be distributed for purposes and uses other than those set forth in Section 501(c)(3) of the Internal Revenue Code of 1986 (as the same may hereafter be amended).

ARTICLE XIII

Amendment

These Articles may be amended from time to time by the affirmative recommendation of a majority of directors then in office, at a meeting for which notice of the meeting and the proposed amendments have been given. The amendments shall not be effective until approved by a majority of the Members.

ARTICLE XIV

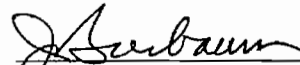
General Historical Information

This Corporation was originally incorporated under the present name pursuant to Articles of Incorporation executed on July 13, 2000 and filed in the Office of the Secretary of State on July 14, 2000. The original incorporator was Michael P. Schaefer. On February 19, 2002, Articles of Amendment to the Articles of Incorporation were filed with the Office of the Secretary of State with an effective date of March 1, 2002. Such Articles of Amendment were

unanimously approved by the Directors and the sole members of the Corporation and had the effect of increasing the number of Members of the Corporation.

CERTIFICATION

The undersigned Secretary hereby certifies that the foregoing Amended and restated Articles of Incorporation of Catholic Finance Corporation were adopted by unanimous vote of the Board of Directors at a meeting of the Board of Directors held on the 17th day of August 2011 and were approved and adopted by all of the Members of the Corporation by written action, without a meeting, signed by all of the Members effective 17th day of August 2011.



John Bierbaum
Secretary

STATE OF MINNESOTA
DEPARTMENT OF STATE
FILED

OCT, 18 2011


Secretary of State

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
CATHOLIC FINANCE CORPORATION**

The undersigned, John Bierbaum, the Secretary of Catholic Finance Corporation, a Minnesota nonprofit corporation (the "Corporation"), with the purpose of amending the Corporation's Articles of Incorporation under the provisions of Minnesota Statutes Sections 317A.131 and 317A.133, states that:

1. The name of the Corporation is: Catholic Finance Corporation.
2. Article II of the Corporation's Articles of Incorporation is amended and restated so that as amended and restated it reads in its entirety as follows:

**"ARTICLE II
Purposes**

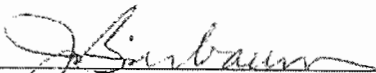
The corporation shall be operated exclusively for charitable purposes, as such purposes are legally defined; excluding, however, any purpose that is not exclusively charitable within the meaning of sections 170(c)(2), 501(c)(3), 2055(a)(2) and 2522(a)(2) of the Internal Revenue Code of 1986 (the "Code"). All references in these Articles of Incorporation to a particular section of the Code shall mean and include, as now enacted or as hereafter amended, such section and any provisions of federal or state law as now are or may hereafter be applicable, cognate to such section. Within the scope and in furtherance of the charitable purposes herein provided, the corporation is organized and shall be operated for the benefit of, to perform services for, or to carry out the purposes of The Archdiocese of Saint Paul and Minneapolis (the "Archdiocese"), Catholic Parishes and Catholic Schools within the geographical boundaries of the Archdiocese, dioceses, archdioceses, Catholic Parishes and Catholic Schools outside of The Archdiocese of Saint Paul and Minneapolis and within the United States, each a nonprofit corporation and a qualified charity under Sections 501(c)(3) and 509(a)(1) and (2) of the Code (collectively, "Catholic Organizations").

The Corporation shall serve The Archdiocese of Saint Paul and Minneapolis by increasing the effective and efficient stewardship of Temporal Goods. This includes, but is not limited to, providing financial management, lending, analytical, educational and consulting services for the Catholic organizations. The Corporation shall be operated and conducted in conformance with the laws, theology, philosophy, teachings and doctrines of the Roman Catholic Church and promulgated by the Archdiocese. The corporation is organized and shall be operated in accordance with the Minnesota Non-Profit Corporation Act, Minnesota Statutes Chapter 317A."

3. This amendment to the Articles of Incorporation of the Corporation was adopted and approved by the Board of Directors and the Members of the Corporation pursuant to Minnesota Statutes Chapter 317A and the undersigned is authorized to execute same.

[SIGNATURE PAGE FOLLOWS]

IN WITNESS WHEREOF, the undersigned has executed this amendment to the Articles
of Incorporation on this 24th day of July, 2015.



John Bierbaum,
Secretary

[SIGNATURE PAGE TO ARTICLES OF AMENDMENT]



Work Item 834324300022
Original File Number 1V-801

STATE OF MINNESOTA
OFFICE OF THE SECRETARY OF STATE
FILED
07/24/2015 11:59 PM

Steve Simon

Steve Simon
Secretary of State