



## Archdiocese of Boston

### Code of Conduct and Conflict of Interest Policy

#### Preamble

The Roman Catholic Archbishop of Boston, a Corporation Sole, organized and existing under the laws of the Commonwealth of Massachusetts, Chapter 506 of the Special Acts of 1897, (hereafter, “the Archdiocese”) places the highest value on the integrity and high moral standards of each of the bishops, priests, deacons, religious, seminarians, pastoral ministers, administrators, lay employees, officers, directors, trustees, governors, members, and volunteers (collectively, “Church Personnel”) in our parishes, agencies, schools and organizations sponsored by the Archdiocese or for which the Archdiocese or the Roman Catholic Archbishop of Boston (the “Archbishop”) has the direct or indirect right (whether alone or in conjunction with others) to elect or appoint officers, directors, trustees, governors and/or members (collectively, “Archdiocesan Affiliated Organizations”). All Church Personnel are responsible for complying with (i) all applicable federal and Massachusetts laws, rules and regulations, (iii) the *Code of Canon Law*, (ii) this Code of Conduct and Conflict of Interest Policy of the Archdiocese of Boston (hereafter the “Code”) and (iv) all other applicable policies of the Archdiocese and applicable Archdiocesan Affiliated Organizations. All Church Personnel must uphold Christian values and conduct and work diligently to serve and enhance the mission of the Church. This Code provides a set of standards for conduct in certain situations and is designed to deter wrongdoing and to promote honest and ethical conduct.

The public and private conduct of Church Personnel can be a source of inspiration and motivation, but it can also scandalize and undermine the faith of the people that are served. Church Personnel must at all times be aware of the responsibilities that accompany their work. It is essential, therefore, that anyone who undertakes a position of ministry, employment or leadership in the Archdiocese or for any Archdiocesan Affiliated Organization, be ever mindful of the trust that has been placed in him or her. The faithful discharge of the responsibilities that accompany this work requires constant and prayerful reflection since all of us must be sustained by God’s goodness and grace.

Responsibility for adherence to the Code rests with each individual. This responsibility requires all Church Personnel to periodically take a personal inventory. It is hoped that the Code will assist in this task. Church Personnel who disregard or violate this Code will be subject to remedial action. This action can take several forms, from an oral or written warning to removal and termination of employment or services, depending on the nature and circumstances of the offense.

While no policy can anticipate all of the challenges and situations that may arise, the Code communicates key guidelines and will assist in making decisions that are ethical and in accordance with applicable legal requirements, and, to the extent applicable to various Church Personnel, the Archdiocesan Code of Ministerial Behavior, the Pastoral Center Staff Handbook, the Archdiocesan Finance Council Charter, the Parish Administration Manual, the governing documents and policies of Archdiocesan Affiliated Organizations and other Archdiocesan policies. Each year all Church Personnel will read or have read to them or listen on CD or tape to, this Code and sign the proper acknowledgement of receipt form attached to this Code and submit such form to their Human Resource Department or to such other person as may be designated in writing.

### **Principles of Ethics and Integrity**

As representatives of the Archdiocese or any Archdiocesan Affiliated Organization, and regardless of the pressures inherent in conducting Church affairs, all Church Personnel must act responsibly and in a manner that will reflect favorably on the Archdiocese. Accordingly:

- Church Personnel will conduct themselves in a manner that is consistent with the teachings of the Roman Catholic Church as enunciated by the Holy Father and the Bishops in communion with him; more specifically, Church Personnel shall, in all such matters, accept, rely upon and defer to the teaching authority of the Archbishop in all matters of faith and morals.
- Church Personnel will exhibit the highest Christian ethical standards and personal integrity.
- Church Personnel will continually and objectively examine and evaluate their own actions and intentions to ensure that their behavior promotes the welfare of the Archdiocese and each applicable Archdiocesan Affiliated Organization and exemplifies the moral traditions of the Church.
- Church personnel will always be in compliance with applicable law.
- Church Personnel will establish clear, appropriate boundaries with anyone with whom they have a ministerial, business, professional or social relationship.
- Church Personnel will provide an environment that is free from physical, psychological, emotional, written or oral intimidation or harassment.
- Church Personnel will conduct their relationships with others in a manner that is free of deception, manipulation and/or exploitation.

- Church Personnel will not take unfair advantage of a counseling relationship for their personal benefit.
- Church Personnel will not use their position to exercise unreasonable or inappropriate power, influence or authority.
- Church Personnel are never to offer or accept inducements or gratuities that can subject them or the Archdiocese or any Archdiocesan Affiliated Organization to criminal or civil penalties.
- Personal loans from the Archdiocese or any Archdiocesan Affiliated Organization to any board member of any Archdiocesan Affiliated Organization are strictly prohibited.
- Church Personnel may never authorize payment knowing that any part of the payment will be used for any purpose other than what is described in documents supporting the payment.
- Church Personnel will be responsible stewards of the resources, human and financial, of the Archdiocese and any Archdiocesan Affiliated Organization with which they are associated, observing both canon and civil law, and making decisions concerning the disposition of resources that reflect Catholic social teaching.
- Church Personnel will not make false accusations against another, or reveal the faults and failings of others to anyone who is not in a position that necessitates a need to know.
- Church Personnel will share concerns about suspicions of inappropriate behavior with the appropriate supervisory or management representative.

## **Confidentiality**

All records and information of the Archdiocese and each Archdiocesan Affiliated Organization (“Archdiocesan Information”) are considered confidential. Therefore, Church Personnel must treat all Archdiocesan Information accordingly. No Archdiocesan Information, including, without limitation, documents, notes, files, records, oral information, computer files or similar materials may be removed, copied or forwarded from the premises of the Archdiocese or any Archdiocesan Affiliated Organization without permission from an appropriate supervisory or management representative or except in the ordinary course of performing duties on behalf of the Archdiocese.

Church Personnel may not disclose or forward any confidential information, purposefully or inadvertently through casual conversation, to any unauthorized person inside or outside the Archdiocese or any Archdiocesan Affiliated Organization. Church Personnel who are unsure about the confidential nature of specific information should ask an appropriate supervisory or management representative for clarification.

## **Accountability**

The Archdiocese and all Archdiocesan Affiliated Organizations are responsible to their respective stakeholders, which include donors and others who have placed their trust in the Church. To uphold this trust, all Church Personnel will:

- Promote responsible stewardship of all resources of the Archdiocese and Archdiocesan Affiliated Organizations, including donations, grants, program fees, and all financial support.
- Use all resources of the Archdiocese and Archdiocesan Affiliated Organizations only for Church-related purposes. Church resources are never to be used for personal purposes, even if the use is intended to be temporary.
- Use all resources of the Archdiocese and Archdiocesan Affiliated Organizations in a prudent-like manner, avoiding unnecessary and excessive spending and wastefulness.
- Use credit cards, vendor relationships and lines of credit of the Archdiocese and Archdiocesan Affiliated Organizations only for their permitted purposes. They are never to be used for personal transactions, even if it is intended that funds of the Archdiocese and Archdiocesan Affiliated Organizations will not be used for payment.
- Not be a party to any fraud or embezzlement, or neglect their duty to safeguard all assets of the Archdiocese and Archdiocesan Affiliated Organizations.

## **Conflicts of Interest**

All Church Personnel, as well as members of their Immediate Family (as defined below), should avoid any situation that may *create or appear to create* a conflict between his or her personal interests and the interests of the Archdiocese or any Archdiocesan Affiliated Organization.

- A conflict of interest can exist when persons employed by the Archdiocese (such as parishes, parish schools, the Pastoral Center) or an Archdiocesan Affiliated Organization (such as an independent school sponsored by the Archdiocese or a corporation or organization under the auspices of the Archdiocese), or volunteering for the Archdiocese or an Archdiocesan Affiliated Organization by serving as a trustee, director, governor, officer or having other governance authority or by serving on advisory or consultative boards or committees have a direct or indirect “financial interest” as defined below.
- A person has a “financial interest” if the person has, directly or indirectly, through business, investment or Immediate Family ( “Immediate Family” meaning such person’s spouse, parents, stepparents, children, stepchildren, siblings, mothers and fathers-in-law, sons and daughters-in-law, and brothers and sisters-in-law and any person sharing the household of such person (other than a tenant or employee). any one of the following:
  - An ownership or investment interest in any entity or individual with which the Archdiocese or an Archdiocesan Affiliated Organization has a transaction or arrangement.
  - A compensation arrangement with the Archdiocese or an Archdiocesan Affiliated Organization or with any entity or individual with whom the Archdiocese and/or any Archdiocesan Affiliated Organization has a transaction or arrangement.
  - A potential ownership or investment interest in, or compensation arrangement with, any entity or individual with whom the Archdiocese or an Archdiocesan Affiliated Organization is negotiating a transaction or arrangement.
  - Compensation includes direct and indirect remuneration as well as gifts or favors that are substantial in nature.

In order to avoid any situation that may create or appear to create a conflict between his or her personal interests and the interests of the Archdiocese or any Archdiocesan Affiliated Organization, the following general guidelines shall be followed:

- Church Personnel are not to take advantage of anyone to whom they are providing ministry or service in order to further their own personal, religious, political, business or economic interests.
- Church Personnel are not to solicit, accept or give any personal gifts, favors, or things of value which could influence, or which could be construed as influencing any decision or obligation to the performance of one’s duties.

- Except as set forth below, reasonable business-related entertainment and gifts from business relationships of not more than \$50 are permitted, including traditional promotional events, as long as what is offered is consistent with usual business practice, cannot be construed as a bribe or a payoff, is not in violation of any law, and would not embarrass the Archdiocese, any Archdiocesan Affiliated Organization or the individual if disclosed publicly. If there is any reasonable doubt concerning the propriety of business-related entertainment and gifts, the matter should be discussed in advance with the individual's supervisor or the Archdiocesan General Counsel.
- It is to be noted that the restrictions contained in the preceding bullet are *not* intended to interfere with, or prevent, traditional arrangements, accommodations and relationships between bishops, priests, deacons and other religious, on the one hand, and those to whom they minister, on the other hand. In such cases, of course, reflective pastoral discretion is encouraged, especially in cases where the person to whom they minister may also be a supplier or vendor or potential supplier or vendor to the Archdiocesan Affiliated Organization with which the bishop, priest, deacon or other religious may be associated.
- In no event should a gift be accepted from a supplier or vendor or potential supplier or vendor during, or in connection with, contract negotiations with such person.
- In addition to the foregoing, an occasional meal or entertainment in the normal course of activities and business relations on behalf of the Archdiocese or any Archdiocesan Affiliated Organization, paid for by a business partner, is permitted provided that such hospitality is not excessive or unusual in nature.
- It is never acceptable to solicit gifts, gratuities or business courtesies for the benefit of any Church Personnel, Immediate Family member or friend.
- Church Personnel are not to knowingly take any action or make any statement that is intended to influence any undertaking of the Archdiocese or any Archdiocesan Affiliated Organization in such a way as to confer any benefit on such individual or anyone in the individual's Immediate Family or business.
- No Church Personnel serving on a board or committee of the Archdiocese or any Archdiocesan Affiliated Organization is to vote in connection with any decision that may constitute a conflict of interest; provided, however, that following a full and fair disclosure of such conflict of interest to the board or

committee, the other members of such board or committee may permit the disclosing person to participate in the discussion of the matter. In addition, nothing in this Code is intended to preclude any Church Personnel from serving on one or more boards or committees (whether or not they are associated with the Archdiocese or any Archdiocesan Affiliated Organization) provided that, when appropriate, full and fair disclosure of such multiple relationships is made to each such board and committee.

- If any Church Personnel have any question about a possible conflict of interest, he or she is encouraged to talk with his or her supervisor and, if the circumstances require further interpretation, then with the Archdiocesan General Counsel.
- The Archdiocesan General Counsel will be the authority to determine, in the exercise of his sole discretion, if a conflict of interest or an appearance of a conflict of interest exists.
- General oversight of the Archdiocesan Administration of the Code of Conduct and Conflict of Interest Policy shall be the responsibility of the Audit Committee of the Archdiocesan Finance Council.

## **Political Activity**

The Archdiocese encourages individual participation in civic affairs. However, Church Personnel are not to engage in political activities in a manner that may create the appearance that such activity is by or on behalf of the diocese. In this regard:

- Funds of the Archdiocese or any Archdiocesan Affiliated Organization may not be used for political contributions, directly or indirectly, in support of any party or candidate.
- Wherever lawful, however, the Archdiocese or any Archdiocesan Affiliated Organization may contribute to an occasional local initiative where the charitable works or purposes and goals of the Catholic Church are furthered. However, no such contribution can and must not favor a candidate nor support a political campaign. Contributions to local initiatives must obtain advance permission from the Vicar General and Moderator of the Curia of the Archdiocese and the Archdiocesan General Counsel.
- Church Personnel are not to use any facilities, financial resources, or personnel of the Archdiocese or any Archdiocesan Affiliated Organization to endorse or oppose a candidate for public office.

- As interested citizens, Church Personnel are free to make lawful, individual, personal contributions to political candidates or campaigns but are in no way to do so in their capacity as employees, agents or representatives of the Archdiocese or any Archdiocesan Affiliated Organization.
- Before any Church Personnel who are employees of the Archdiocese or any Archdiocesan Affiliated Organization seeks any elected or appointed political office, including a local position (such as school board member), he or she must discuss this matter with the Vicar General and Moderator of the Curia's Office to ensure that no potential conflict of interest exists or appears to exist.

## **Disclosure**

In connection with any actual or possible conflict of interest, an interested person must disclose the existence and nature of his or her financial interest and all material facts. In the event that an individual is uncertain whether an actual or potential conflict of interest exists, the individual should make disclosure of the circumstances that may give rise to an actual or potential conflict. Employees must make initial disclosure to their respective human resources office and clergy and volunteers should make initial disclosure to the Cabinet Secretary overseeing their Archdiocesan Affiliated Organization's activities.

A Disclosure Questionnaire (see **Exhibit A**) will be filled out annually by all individuals subject to this Code in order to determine actual or possible conflicts of interest.

## **Reporting/Confidentiality/No Retaliation**

All Church Personnel are required to report any reasonably perceived violation of: (a) federal, state or local laws, rules and/or regulations; (b) this Code; (c) the Archdiocesan Code of Ministerial Behavior; (d) Archdiocesan personnel policies; (e) Archdiocesan financial policies, including questionable or improper accounting or auditing matters; as well as gross mismanagement, waste, fraud, embezzlement, neglect of duty; and actions that threaten or are viewed as harmful to the health, safety and welfare of others and any other financial, legal or canonical concerns (hereinafter collectively referred to as "Concerns").

- Reports of Concerns should be made to the pastor, principal, Vicar General, Chancellor, and/or Archdiocesan General Counsel or may be made to the independent and confidential service described on the attached **Exhibit B**. Reports made to pastors and principals are to be reported to the Vicar General and Moderator of the Curia and the Chancellor. All Concerns are to be reported as soon as possible. Reports of Concerns should include all



relevant information about the suspected act, including any material evidence that exists.

- Anyone reporting a Concern must act in good faith and have reasonable grounds for believing the information disclosed is reliable. The act of making allegations that prove to be unsubstantiated, and that prove to have been made maliciously, recklessly, or with the foreknowledge that the allegations are false, will be viewed as a serious disciplinary offense and may result in discipline, up to and including dismissal from their position with the Archdiocese and/or the Archdiocesan Affiliated Organization, as the case may be. Such conduct may also give rise to other actions, including civil lawsuits.
- Reports of Concerns, and investigations pertaining thereto, shall be kept confidential when permitted by law, consistent with the need to conduct an adequate investigation. Disclosure of reports of Concerns to individuals not involved in the investigation will be viewed as a serious disciplinary offense and may result in discipline, up to and including termination of the violator's position with the Archdiocese and/or the Archdiocesan Affiliated Organization, as the case may be. Such conduct may also give rise to other actions, including civil lawsuits.
- Church Personnel may confront an ethical issue where this Code or any other policy of the Archdiocese or Archdiocesan Affiliated Organization does not expressly provide an answer. Individuals should feel comfortable contacting the Archdiocesan General Counsel or using one of the other authorities described in this section.
- All reported violations of this Code will be investigated by the appropriate authority and, where appropriate, reported, including actions taken, to the Audit Committee of the Finance Council.
- The Archdiocese prohibits retaliation against Church Personnel who, in good faith, report or participate in the investigation of any Concerns. If any Church Personnel believe that they or others are the subject of retaliation for reporting Concerns or participating in an investigation, he or she must report it to the Vicar General and Moderator of the Curia, the Chancellor, and/or Archdiocesan General Counsel.
- All Church Personnel must cooperate completely in any investigation relating to the Archdiocese or any Archdiocesan Affiliated Organization, and must be truthful at all times. Church Personnel may never interfere with or obstruct an investigation conducted by the Archdiocese or any Archdiocesan Affiliated Organization or any government agency. In addition, Church Personnel may never disclose or discuss an investigation with unauthorized persons.

**Legal Notice**

This Code is not an employment contract. Adherence to the standards of the Code is, however, a condition of continued employment or other service to the Archdiocese and its Archdiocesan Affiliated Organizations. This Code does not give Church Personnel rights of any kind, and may be changed by the Archdiocese at any time without notice.

Failure to comply with any responsibilities established by this Code may result in disciplinary action, up to and including termination of employment or service, as the case may be, as appropriate, and may also require restitution or reimbursement from the Church Personnel involved and referral of the matter to government authorities under the guidance of the Archbishop, the Vicar General and Moderator of the Curia, the Archdiocesan General Counsel or their respective delegate.

**ROMAN CATHOLIC ARCHBISHOP OF BOSTON**

By:   
Sean Cardinal O'Malley, O.F.M., Cap.  
Archbishop of Boston

Date: February 28, 2011

By:   
James P. McDonough  
Chancellor and Assistant Clerk

Date: February 28, 2011

**Acknowledgement of Receipt**

**Archdiocese of Boston Code of Conduct and Conflict of Interest Policy**

This will acknowledge that I have personally received a copy of the Archdiocese of Boston Code of Conduct and Conflict of Interest Policy, and that I have read it, had it read to me, or listened to it on CD or tape. I understand the contents of the Code and agree to comply with them.

\_\_\_\_\_  
Signature

Date: \_\_\_\_\_

\_\_\_\_\_  
Printed Name

Name of Employer or Name of Archdiocesan Affiliated Organization with which you are serving as an officer, Trustee, director, governor, member, volunteer, etc.:

\_\_\_\_\_



## **Exhibit A**

### **Archdiocese of Boston**

### **Code of Conduct and Conflict of Interest Policy**

### **Disclosure Questionnaire**

Name: \_\_\_\_\_

Name of Employer or Name of Archdiocesan Affiliated Organization with which you are serving as an employee, officer, Trustee, director, governor, member, volunteer, etc.:

\_\_\_\_\_

Capitalized terms used herein and not defined herein shall have the respective meanings set forth in the Archdiocese of Boston Code of Conduct and Conflict of Interest Policy (the "Code").

Describe your job or position: \_\_\_\_\_

1. Are you or any member of your Immediate Family an officer, director, trustee, partner (general or limited), employee or regularly retained consultant of any company, firm, organization or other entity that presently has business dealings with the Archdiocese or any Archdiocesan Affiliated Organization or which might reasonably be expected to have business dealings with the Archdiocese or any Archdiocesan Affiliated Organization in the coming year? If so, please list the name of the company, firm, organization or other entity, the position held and the nature of the business.

2. Do you or does any member of your Immediate Family have a financial or personal interest in any company, firm, organization or other entity in which the Archdiocese or any Archdiocesan Affiliated Organization has a financial or other business interest?
  
3. Have you or any member of your Immediate Family accepted gifts, gratuities, lodging, dining or entertainment that might reasonably appear to influence your judgment or actions concerning the business of the Archdiocese or any Archdiocesan Affiliated Organization or were otherwise in violation of the Code ?
  
4. Do you have any other interest or role in any company, firm, organization or other entity where that interest or relationship might reasonably be expected to create an impression or suspicion among the public having knowledge of your acts that you engaged in conduct in violation of the Code or your trust as a bishop, priest, deacon, religious, seminarian, pastoral minister, administrator, lay employee, officer, director, trustee, governor, member or volunteer, as the case may be?

Signature: \_\_\_\_\_

Print name: \_\_\_\_\_

Date: \_\_\_\_\_

## **Exhibit B**

### **Reporting to EthicsPoint® of Violations of the Code of Conduct and Conflict of Interest Policy**

The Archdiocese of Boston has a firm commitment to financial transparency and fiscal responsibility. In recent years we have strengthened this commitment in a variety of ways, from publishing annual reports, requiring parish audits, undergoing a consultative budget process and more. We have also provided numerous policies, procedures and training to assist our clergy, religious, employees, staff and volunteers to be better financial stewards.

Another important way that we can remain good stewards of the financial resources entrusted to us is to provide a confidential method of reporting suspected ethics violations, financial improprieties or other such matters to an independent third party. EthicsPoint® will assist the Archdiocese by providing that support, allowing our employees to report their concerns in a confidential manner.

Reports may be filed either via the internet at [www.rcab.ethicspoint.com](http://www.rcab.ethicspoint.com)\* or via one of EthicsPoint's® trained specialists at 1-866-491-5283.

We pray that this may remind us all of our duty to be good stewards of the gifts that God has given to us.

*\*Attention: This website is hosted on EthicsPoint's® secure servers and is not part of the Roman Catholic Archdiocese of Boston website or intranet.*