

## Statement of Ann M. Catino, Chair, Board of Trustees

It profoundly saddens me to write to you today on behalf of the Board of Trustees of Saint Anselm College. Like all of you, our Trustees – virtually all of whom are alumni - truly love our College and our community and we often reflect fondly on our days on the Hilltop. As a Trustee, I find a notable sense of purpose as I experience the College community in a different capacity.

Now, as a fiduciary and guardian of our College's future, I embrace our school and want it to grow, thrive and be a beacon for future generations in the Catholic, Benedictine tradition.

I speak for all the Trustees when I say that we take comfort in the spiritual leadership and continuity of our founders, the Benedictines, on campus and in our lives. Their role in and with our College community is vitally important to us all. Over the last ten years, the Trustees and the Members of the Monastic Community have accomplished much together to preserve our Catholic, Benedictine history. But there is more to accomplish for the future of our College and in respect of its mission.

For the Trustees, the College comes first. The Trustees' focus is steadfastly on our students, their parents, our faculty, administration, staff, alumni and the Manchester Community we serve. Our goal is to provide our students with a distinctive liberal arts education in the Catholic, Benedictine tradition. Given our College's history and commitment to the Rule of Saint Benedict - where we embrace hospitality and listening with the ear of the heart - recent events are most disappointing, disturbing and inexplicable.

At this moment our College is undergoing its 10-year reaccreditation. Reaccreditation is the first and foremost strategic goal of the Board of Trustees and the College administration. Our mission to educate students requires maintaining our accreditation according to the standards set by the New England Council of Higher Education (NECHE) – the independent accrediting agency for colleges and universities in all six New England states. To be clear, the NECHE standards are compulsory. They apply to all colleges and universities across the Northeast, including all other colleges and universities with Catholic identities and sponsorships just like ours.

For almost two years, if not longer, in anticipation of our 10-year reaccreditation cycle, the Trustees have sought

necessary changes to the governance structure of the College (which is set forth in our College's bylaws) so that our College complies with the NECHE standards. The challenge of conforming to those standards stretches back more than two decades but has become increasingly acute during this phase of reaccreditation.

By way of background, in 1999, during a reaccreditation review, the accrediting agency demanded clarification in the institution's governance structure, specifically the roles and responsibilities of and the boundaries between the Abbey, the governing board and the college administration. The accreditation authority required that an appropriate governance structure be developed and defined. This new governance structure was not created for another 10 years, essentially on the eve of the next accreditation visit. It was adopted in 2009 by the Members of Saint Anselm Abbey and the legally required separation of the Abbey from the College occurred. It was approved by Abbot Mark Cooper (then Father Mark) and the Abbey monks who remain in residence today. In 2009, the adoption of the College's internal bylaws and the creation of the Board of Trustees was heralded, but the accreditation agency considered the bylaws to be a work in progress as not all the organizational challenges were addressed. Thus, the College was reminded by the

agency of the accreditation standards on organization and governance and the need to achieve them.

During our 2019 accreditation visit by the NECHE Visiting Team, echoes of issues delayed, unresolved and problematic resounded. Issues were clearly identified that required corrective action before our College would be presented to the full NECHE Commission and a final action taken. In part, the issues are due to growing pains and the internal challenges of operating under a new governance structure, where a Board of Trustees serves in a meaningful fiduciary role as opposed to the structure that existed for over 100 years; in other part, it is due to a need to improve our governance structure to align with the accreditation standards that require the Board of Trustees to have “sufficient independence.”

With that imperative in mind, the Board has worked diligently, responsibly and respectfully with Abbot Mark Cooper and Members of the Monastic Community to reach the standards for reaccreditation, particularly the standard on governance. Despite some progress, further clarification is needed to define more clearly the respective roles of the Trustees and the Monastery. Instead of developing a governance structure aligning with the NECHE standards, where the Board has

sufficient independence to fulfill its fiduciary duties to the College while preserving our Benedictine heritage, culture and identity, there has been resistance and opposition from the Abbot and a number of the Members of the Monastic Community.

Certainly, navigating the requirements while preserving our Benedictine identity has not been easy, and some resistance by the Abbot and the Members was expected. The Trustees completely respect the Benedictine importance, presence, and role in our College community, and we have taken many steps to insure it is preserved under the evolving governance structure. But further governance modifications are necessary to meet today's accreditation standards. While achieving the governance standard published by NECHE has been raised as an issue for decades, it is now at a critical inflection point. And, regrettably, we are at an impasse.

Rather than embracing and collaboratively navigating our future together to preserve the College's identity in a way that achieves today's standards, Abbot Mark on behalf of the Members has filed a lawsuit elevating our internal disagreements to the court of law and a court of public opinion. In so doing, he accuses the Trustees of secularizing the College and the discussion has devolved

to personal attacks on the motives of the Trustees. And, considerable misinformation is being spread regarding proposals offered (or not offered) for consideration.

Please be assured, the Trustees have a solemn duty of loyalty and fidelity to the College and maintaining its mission and identity. The Trustees are seeking to preserve our history as we grapple with evolving standards that are designed to achieve principles of good governance. The positions taken under the leadership of Abbot Mark Cooper – to abruptly halt discussions at the heart of the NECHE governance standard, to reject Board-approved changes to our bylaws that directly address those concerns and now to sue the Board over interpretations of law, colored by flagrant mischaracterizations relating to the actions and motives of the Trustees, misses the point that changes are inevitable and long overdue in order to preserve the College we all love for future generations.

It is particularly disappointing and shocking because only 10 years ago, the Members themselves agreed to move away from a lay board of advisors to empower a more robust Board of Trustees with fiduciary responsibilities for overseeing and guiding the College's growth and development, consistent with its sacred mission. Yet

today, what was created and embraced 10 years ago is being reconsidered (at best) or recharacterized as a fiction (at worst) and without regard to the consequences. Furthermore, it is truly regrettable that our internal disagreement has gone so awry.

Through this legal challenge and the fog of mischaracterizations levied upon the Trustees, the core issues are deflected. Most importantly, the call for compliance is left unheeded. Putting the Board in a position demanding acquiescence and support for a position it cannot, in good faith, accept overlooks the College's interest. Rather than engaging in an environment of discussion, compromise, fiduciary responsibility and joint purpose, this litigation creates unnecessary divisiveness at a time that is critical in our history. The Trustees deeply respect the Monks and their ecclesiastical position, and we proposed and voted for bylaw changes consistent with NECHE, canon law as well as federal and state law. The Board now has no choice but to vigorously defend this litigation on behalf of the College, as to do otherwise would be to neglect our fiduciary duty. The Trustees are accountable to the entire College community; we are to seek resolution beyond any personal interest we have; and we always

strive to act in the best interest of and protective of the College.

I cannot express how deeply and extremely saddened we are that our good faith actions and our desire for internal dialogue, harmony and compromise have been summarily rejected. This lawsuit avoids the issues that must be resolved and cloaking the issues through a transparent veil of attacks on the Trustees will not survive the sunlight of facts that exist. Further, we are stunned that our recent overture to do more work together and seek guidance from the Association of Catholic Colleges and Universities was met with this lawsuit.

Good governance required in today's world requires that we move forward, not backward. The era of exclusive governance and decision-making by an Abbot, and the founding order, has passed. Returning the College to the way decisions were made in the eighties, seventies and earlier, and without accountability is a path that is no longer an option. The College is subject to federal and state laws like every Catholic college or institution in the country; we are not immune from the reach of these laws. The Trustees truly despair over the legal action taken, the rejection of the bylaw changes, our entreaties



to work together, and the desire to return to a time that lacks the type of independent accountability required of all institutions today.

The Trustees implore the Abbot and Members to withdraw their litigation and rejoin us in productive discussions to find solutions to move the College forward. Please be assured it is the College and Trustee's goal to resolve this dispute and focus on the work we must do to achieve NECHE reaccreditation. The Trustees, on behalf of the College, for ten years have sought to and will continue to act in a responsible and respectful manner, to fortify the foundation we build upon every day and in the years ahead. We stand on the side of acting responsibly to preserve our College, protect and grow its mission and ensure accountability and continued NECHE accreditation for the decades ahead. We thank you for your continued support during this difficult time.

Ann M. Catino, Chair of the Board of Trustees, Saint Anselm College

