

Anglican Education Commission Amendment Ordinance 2016

No 30, 2016

Long Title

An Ordinance to amend the *Anglican Education Commission Ordinance 2006* in accordance with the Synod's Governance Policy for Diocesan Organisations and for related purposes.

The Standing Committee of the Synod of the Diocese of Sydney Ordains as follows.

1. Name

This Ordinance is the Anglican Education Commission Amendment Ordinance 2016.

2. Amendment to the Anglican Education Commission Ordinance 2006

The *Anglican Education Commission Ordinance 2006* (the "Principal Ordinance") is amended as follows –

- (a) by deleting the matter struck through and inserting the matter with underlined lettering as shown in Schedule A, and
- (b) by adding a Schedule in the form shown in Schedule B.

3. Transition

(1) Clauses 7(4) and 9(1)(k) of the Principal Ordinance as amended by this Ordinance (the "Amended Ordinance") do not apply to a person who is a member of the Anglican Education Commission (the "Commission") immediately before the commencement of clause 2 unless and until the person is re-elected or re-appointed as a member of the Commission after the date clause 2 commences.

(2) The person who is the Chair of the Commission immediately before clause 2 commences is, for the purposes of clause 11(2) of the Amended Ordinance, taken to have been appointed as the Chair on the date clause 2 commences.

4. Commencement

- (1) Subject to subclause (2), this Ordinance commences on the date of assent.
- (2) Clause 7(5) of the Amended Ordinance commences on the first day of the first ordinary session of the 51st Synod.

Schedule A

Anglican Education Commission Ordinance 2006

Long Title

An Ordinance to constitute and define the object and powers of the Anglican Education Commission Diocese of Sydney and for related purposes.

The Standing Committee of the Synod of the Diocese of Sydney Ordains as follows.

Part 1 – Preliminary

1. Name

This Ordinance is the *Anglican Education Commission Ordinance 2006*.

2. Interpretation

(1) In this Ordinance –

"Archbishop" means the Archbishop of the Diocese or in his absence his Commissary or if the See is vacant the Administrator of the Diocese.

"Commission" means the Anglican Education Commission Diocese of Sydney.

"Executive Director" means the person appointed as Executive Director under clause 14.

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“Synod” means the Synod of the Diocese.

- (2) In this Ordinance –
- (a) headings are used for convenience only and do not affect the interpretation of this Ordinance,
 - (b) references to any legislation or to any section of any legislation include any modification or re-enactment of it and any legislation substituted for it,
 - (c) a reference to a clause is a reference to a clause of this Ordinance,
 - (d) words denoting the singular include the plural and vice versa,
 - ~~(e) words referring to any gender include both genders.~~

Part 2 – Constitution, Object and Powers

3. Constitution

The Commission is constituted with the object and powers set out in this Ordinance.

4. Object

(1) The object of the Commission is to promote the Christian faith and a biblical approach to education within the Diocese in accordance with the Fundamental Declarations and Ruling Principles of the Anglican Church of Australia.

(2) The Commission is to fulfil its objects by such means as the Commission considers expedient including –

- (a) development of Diocesan education policies as required by the Synod or the Standing Committee,
- (b) promotion of teaching as a strategic Christian vocation and recruitment of Christians into the teaching profession,
- (c) support of Anglican schools and parishes in faith development through their educational endeavours,
- (d) support of Anglican schools in their nurture and retention of teachers and encouragement of teachers to promote the Christian faith and be dynamic Christian leaders in all levels of education,
- (e) provision of consultancy, training and professional development programs for Christian teachers, executives and principals within government and non-government schools,
- (f) engagement of teachers, pre-service teachers, scholars and other Christians interested in education,
- (g) enhancement of the teaching and programming of Biblical Studies in Anglican schools,
- (h) research, scholarly writing and discourse on Christian approaches to education,
- (i) publication of discussion papers and conversation starters related to the objectives of the Commission,
- (j) advocacy for Special Religious Education in government schools,
- (k) promotion of a biblical approach to education within the Anglican Church and the wider community, and
- (l) advocacy for and representation of the Diocese to governments, statutory authorities, professional and other bodies concerning issues in education.

5. Powers

The Commission has power to do all things necessary and desirable to fulfil its object and, without limiting the generality of the foregoing, may –

- (a) acquire property by purchase, donation or otherwise,
- (b) use any money paid to or properly vested in the Commission,
- (c) enter into contracts, employ persons and do all things that are necessary or incidental to fulfilling its object,
- (d) open and operate bank accounts and determine the persons by whom cheques and other banking documents shall be signed or endorsed, and

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- (e) raise or borrow money for the purposes of the Commission provided that a resolution of the Commission to borrow must be approved by resolution of the Standing Committee before action is taken upon it.

Part 3 – ~~Membership~~President

6. President

- (1) The Archbishop is the President of the Commission.
- (2) The President is entitled –
 - (a) at his request, to receive papers for any meeting of the Commission, and
 - (b) to attend any meeting of the Commission, and
 - (c) to address the Commission on any pastoral or policy issue concerning the Anglican Church of Australia as it applies to the Commission, including the appointment of the Executive Director.
- (3) The President may from time to time by written notice to the Commission appoint a person to exercise any or all of the entitlements on his behalf under subclause (2).

Part 3A – Membership

7. Membership

- (1) The members of the Commission are –
 - (a) 6 persons elected by the Synod,
 - (b) 3 persons appointed by the Archbishop, 2 of whom are to be Heads of Anglican schools,
 - (c) 1 person appointed by the Moore Theological College Council,
 - (d) 1 person appointed by the ~~Sydney~~ Anglican Schools Corporation, and
 - (e) 1 person appointed by the Commission.
- (2) A person is not eligible to be elected or appointed as a member of the Commission if such election or appointment would in the normal course result in that person being a member for more than 14 consecutive years. For this purpose, years are consecutive unless they are broken by a period of at least 12 months.
- (3) A person is not eligible to be elected or appointed as a member of the Commission if any of the circumstances referred to in clauses 9(1)(e) to (j) apply to the person.
- (4) A person who is elected or appointed as a member of the Commission must, before attending a meeting of the Commission, lodge with the Commission for safe-keeping a signed statement of personal faith in the form set out in the Schedule.
- (5) At least two members of the Commission must have formal theological training.

8. Term of office of members

- (1) Subject to clauses 9 and 10, 2 members of the Commission elected by the Synod are to retire on the first day of each ordinary session of the Synod.
- (2) The members of the Commission to retire under subclause (1) are those who have held office the longest since last being elected but, in the case of competition, is to be determined by the members concerned. If those members cannot agree, the order of retirement is to be determined by lot.
- (3) Subject to clause 9, a member of the Commission appointed by the Archbishop under clause ~~7(b)~~7(1)(b) holds office until the first day of the first ordinary session of the Synod which next follows the appointment provided that the Archbishop may revoke the appointment at any time before that day.
- (4) Subject to clause 9, a member of the Commission appointed by the Moore Theological College Council under clause ~~7(e)~~7(1)(c) holds office until the first day of the first ordinary session of the Synod which next follows the appointment provided that the Moore Theological College Council may revoke the appointment at any time before that day.
- (5) Subject to clause 9, a member of the Commission appointed by the ~~Sydney~~ Anglican Schools Corporation under clause ~~7(d)~~7(1)(d) holds office until the first day of the first ordinary

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session of the Synod which next follows the appointment provided that the ~~Sydney~~ Anglican Schools Corporation may revoke the appointment at any time before that day.

(6) Subject to clause 9, a member of the Commission appointed by the Commission under clause ~~7(e)~~7(1)(e) holds office until the first day of the first ordinary session of the Synod which next follows the appointment provided that the Commission may revoke the appointment at any time before that day.

9. Casual vacancies

~~(1) A casual vacancy in the office of member of the Commission elected by the Synod under clause 7(a) arises in a circumstance set out in rule 7.1(2) of the Schedule to the Synod Elections Ordinance 2000.~~

~~(2) A casual vacancy in the office of member of the Commission appointed by the Archbishop under clause 7(b) arises –~~

- ~~(a) if the person holding that office resigns by notice in writing to the Archbishop, or~~
- ~~(b) if a circumstance set out in rule 7.1(2)(a) (except rule 7.1(2)(a)(i) of the Schedule to the Synod Elections Ordinance 2000) occurs in respect of that person.~~

~~(3) A casual vacancy in the office of member of the Commission appointed by Moore Theological College Council under clause 7(c) arises –~~

- ~~(a) if the person holding that office resigns by notice in writing to the Moore Theological College Council, or~~
- ~~(b) if a circumstance set out in rule 7.1(2)(a) (except rule 7.1(2)(a)(i) of the Schedule to the Synod Elections Ordinance 2000) occurs in respect of that person.~~

~~(4) A casual vacancy in the office of member of the Commission appointed by Sydney Anglican Schools Corporation under clause 7(d) arises –~~

- ~~(a) if the person holding that office resigns by notice in writing to the Sydney Anglican Schools Corporation, or~~
- ~~(b) if a circumstance set out in rule 7.1(2)(a) (except rule 7.1(2)(a)(i) of the Schedule to the Synod Elections Ordinance 2000) occurs in respect of that person.~~

~~(5) A casual vacancy in the office of member of the Commission appointed by the Commission under clause 7(e) arises –~~

- ~~(a) if the person holding that office resigns by notice in writing to the Commission, or~~
- ~~(b) if a circumstance set out in rule 7.1(2)(a) (except rule 7.1(2)(a)(i) of the Schedule to the Synod Elections Ordinance 2000) occurs in respect of that person.~~

(1) A casual vacancy in the office of a member of the Commission arises if the person holding that office –

- (a) dies,
- (b) resigns by notice in writing to the Chair and –
 - (i) in the case of a member elected by the Synod, to the Diocesan Secretary, or
 - (ii) in any other case, to the office holder or body who appointed the person as a member,
- (c) ceases to hold any qualification which was necessary for election or appointment to office,
- (d) is absent without leave for 3 consecutive meetings and the Commission by resolution declares the office to be vacant,
- (e) becomes an insolvent under administration,
- (f) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the laws relating to mental health or is otherwise incapable of acting,
- (g) is disqualified from managing a corporation within the meaning of the Corporations Act 2001,
- (h) is disqualified from being a responsible entity of a registered entity by the Commissioner of the Australian Charities and Not-for-profits Commission,
- (i) is convicted of an offence punishable by imprisonment for 12 months or longer,

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- (j) becomes subject to a recommendation from a Tribunal or the Adjudicator under the *Discipline Ordinance 2006* (or from a comparable Tribunal or body in another diocese or church) that he or she be prohibited from holding the office or should be removed from the office, or
- (k) has not signed the statement of personal faith in the form set out in the Schedule before attending any meeting of the Commission held after his or her election or appointment or, having signed the statement, declares that he or she is no longer able to subscribe to the statement,
- (l) the Commission resolves at a meeting by at least a three-quarters majority of all its members (excluding the person holding the office concerned) that, in its opinion, the person failed to disclose his or her actual material conflict of interest in a matter brought for the consideration of the Commission which –
 - (i) resulted in a resolution of the Commission which would not have been made had the actual material conflict of interest been disclosed, and
 - (ii) justifies the person ceasing to hold office as a member.

(2) A casual vacancy also arises in relation to a member of the Commission elected by the Synod if the Synod, or the Standing Committee if the Synod is not in session, by resolution declares the office to be vacant and specifies its reason for making that declaration, after the mover of the resolution has discussed the proposal with the Chair of the Commission.

(3) Rule 7.1(2) of the Schedule to the *Synod Elections Ordinance 2000* does not apply to members of the Commission.

10. Filling of casual vacancies

(1) A casual vacancy in the office of member of the Commission elected by the Synod is to be filled by the Synod, or by the Standing Committee if the Synod is not in session.

(2) A person elected to fill a casual vacancy in the office of the member of the Commission elected by the Synod holds office until the day on which the person whose vacancy he or she fills would have retired had the vacancy not occurred.

10A. Duties of members

The members of the Commission have the following duties –

- (a) to exercise the powers and discharge the duties of the Commission with reasonable care and diligence,
- (b) to act in good faith in the best interests of the Commission and to further the object of the Commission,
- (c) not to misuse their position as a member of the Commission,
- (d) not to misuse information obtained in the performance of their duties as a member of the Commission,
- (e) to disclose material conflicts of interest in matters relating to the affairs of the Commission,
- (f) to ensure that the financial affairs of the Commission are managed in a responsible manner, and
- (g) not to allow the Commission to operate while insolvent.

Part 4 – Meetings of the Commission

11. Chairman of the Commission

(1) The members of the Commission are, subject to subclause (2), to appoint one of their number to be Chairman of the Commission.

(2) The Chair is to be appointed for a term not exceeding 3 years provided that the Commission may remove the Chair prior to the expiry of such term. A person appointed as Chair is eligible to be reappointed provided any reappointment would not in the normal course result in that person holding office as Chair for more than 9 consecutive years. For this purpose, years are consecutive unless they are broken by a period of at least 12 months.

~~(2) The Chairman of the Commission is to be Chairman of meetings of the Commission.~~

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(3) In the absence of the Chair~~man~~ of the Commission, the meeting is to appoint one of its number ~~then present~~ to be Chair~~man~~ of ~~the~~that meeting of the Commission.

12. Meetings of the Commission

(1) The Commission is to meet at such time as it may determine, and is to meet at least once in every 3 month period.

(2) A meeting of the Commission may be convened by –

- (a) the President, or
- (b) the Chair~~man~~ of the Commission, or
- (c) any 4 members of the Commission.

(3) A meeting of the Commission may be called or held using any technology consented to by all the members of the Commission provided that all members taking part in such a meeting can hear and be heard by one another. Any member of the Commission who is absent from the place assigned for a meeting may attend that meeting by using any technology consented to by all members of the Commission provided that absent members can hear and be heard by, not only one another, but also the other members present at the place of meeting. All proceedings conducted with the aid of technology under this subclause are as valid and effective as if they had been conducted at a meeting at which all of those members were physically present.

(3)(4) A quorum for a meeting of the Commission is ~~no less than half its~~ 5 members.

12A. Resolutions without a meeting

(1) The members of the Commission may pass a resolution without a meeting if –

- (a) a copy of the proposed resolution is sent or provided to all members and a reasonable timeframe within which members may indicate their support for or objection to the proposed resolution being passed without a meeting is specified, and
- (b) at least 75% of the members have signed and sent to the Chair or a person nominated by the Chair (“nominee”) within the specified timeframe a document containing a statement that they support the proposed resolution being passed without a meeting, and
- (c) no member indicates in a signed document sent to the Chair or nominee within the specified timeframe that they object to the proposed resolution being passed without a meeting.

(2) For the purposes of subclause (1) –

- (a) two or more identical documents, each of which is signed by one or more members, together constitute one document signed by those members on the days on which they signed the separate documents, and
- (b) an electronic message, whether an email or otherwise, which is received by the Chair or nominee on behalf of the Commission and is expressed to have been sent by a member is to be taken to be a document signed by that member at the time of its receipt by the Chair or nominee.

(3) The minutes of the next meeting of the Commission must record that a resolution was passed in accordance with this clause.

12B. Conflicts of interest

A member of the Commission who has a material conflict of interest in a matter that relates to the affairs of the Commission must disclose that interest to the Commission and should not participate in any consideration of that matter at a meeting of the Commission unless the Commission, by resolution, notes the interest and permits the member to participate.

12C. Minutes

(1) The Commission must cause minutes to be made of –

- (a) the names of the persons present at all meetings of the Commission,
- (b) all disclosures of material conflicts of interest, and
- (c) all resolutions made by the Commission.

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(2) Minutes must, upon a resolution of the Commission, be signed by the Chair of the meeting and if so signed are conclusive evidence of the matters stated in such minutes.

13. Attendance of other persons at meetings of the Commission

~~(1) The President may attend any meeting of the members of the Commission and may—~~

~~(a) put before the members any question or proposal for their consideration, or~~

~~(b) express his views on any question or proposal being considered by the members of the Commission.~~

~~(2) The Commission may invite any person who is not a member of the Commission to be present at the whole or part of any meeting of the Commission.~~

Part 5 – Miscellaneous matters

14. Executive Director

(1) The Executive Director of the Commission is, subject to subclause (2), to be appointed by the Commission with the agreement of the Archbishop ~~with the agreement of the Commission~~ for such ~~terms-term~~ and upon such conditions as the ~~Archbishop-Commission~~ with the agreement of the ~~Commission-Archbishop~~ thinks fit.

(2) A person must not be appointed as the Executive Director unless the person has first signed a statement of personal faith in the form set out in the Schedule.

~~(2)(3)~~ The Executive Director is the chief executive of the Commission and is responsible to the Commission for the implementation of plans and strategies and for the operation and management of the Commission.

(4) The Executive Director has the right to attend and speak at meetings of the Commission unless the Commission determines that he or she should not be present for a particular meeting, or part thereof.

14A. Delegation

The members of the Commission may delegate any of their functions to any committee comprised of persons nominated by those members and may revoke any such delegation. Any such committee may include persons who are not members of the Commission but at least one half of the members of the committee shall be members of the Commission.

15. Indemnity

(1) Subject to subclause (2) each member of the Commission is indemnified out of the assets of the Commission against all loss or liability which a member of the Commission or any of the members of the Commission may have incurred for or on behalf of the Commission and which they or any of them may be subject through being a member of the Commission.

(2) A member of the Commission is not entitled to be indemnified under subclause (1) against any loss or liability caused by the member's own wilful act or neglect.

16. Reporting by the Commission

The Commission must at least once in every year present a report on its proceedings to the Synod and must furnish such other information as may be required from time to time by resolution of the Synod or the Standing Committee.

17. Compliance with the Accounts, Audits and Annual Reports Ordinance 1995

The Commission must comply with the provisions of the *Accounts, Audits and Annual Reports Ordinance 1995*.

18. ~~Commencement~~ Not-for-profit and dissolution of the Commission

~~Except for this clause, this Ordinance commences on 1 January 2007.~~

(1) The property of the Commission is church trust property within the meaning of the *Anglican Church of Australia Trust Property Act 1917*, and therefore must not, as a matter of law, be distributed for the private benefit of individuals either during the operation of the Commission or on its winding up or dissolution.

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(2) If the Commission is wound up or dissolved, the property, after satisfaction of all its liabilities, must be applied for such purposes of the Diocese of Sydney as the Synod of the Diocese may determine.

Schedule B

Statement of personal faith

1. I believe and hold to the truth of the Christian faith as set forth in the Nicene Creed, as well as the Apostles' Creed as set out below –

*I believe in God, the Father Almighty,
maker of heaven and earth;
and in Jesus Christ, his only Son our Lord,
who was conceived by the Holy Spirit,
born of the virgin Mary, suffered under Pontius Pilate,
was crucified, dead, and buried.*

*He descended into hell.
The third day he rose again from the dead
He ascended into heaven,
and is seated at the right hand of God the Father almighty;
from there he shall come to judge the living and the dead.*

*I believe in the Holy Spirit;
the holy catholic church;
the communion of saints;
the forgiveness of sins;
the resurrection of the body,
and the life everlasting.*

2. In particular I believe –
- (a) that God's word written, the canonical Scriptures of the Old and New Testaments, is the supreme authority in all matters of faith and conduct;
 - (b) that there is only one way to be reconciled to God which is through his Son, Jesus Christ, who died for our sins and was raised for our justification; and
 - (c) that we are justified before God by faith only.
3. I shall endeavour to fulfil my duties as a member/the Executive Director [*delete whichever is not applicable*] of the Anglican Education Commission in accordance with its Christian ethos and its constituting ordinance.
4. I agree that my continuance as a member/the Executive Director [*delete whichever is not applicable*] of the Anglican Education Commission is dependent upon my continuing agreement with this statement and I undertake to resign if this ceases to be the case.

Signature

Full name (in block letters)

Date:

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I Certify that the Ordinance as printed is in accordance with the Ordinance as reported.

R TONG
Chair of Committees

I Certify that this Ordinance was passed by the Standing Committee of the Synod of the Diocese of Sydney on 19 September 2016.

R WICKS
Secretary

I Assent to this Ordinance.

GN DAVIES
Archbishop of Sydney
20/09/2016