

Evangelism and New Churches Ordinance 2010

(Reprinted under the Interpretation Ordinance 1985.)

The Department of Evangelism Ordinance 1978 as amended by the Department of Evangelism (New Churches) Reconstitution Ordinance 2010, the Evangelism and New Churches Incorporation Ordinance 2017, and the Evangelism and New Churches Ordinance 2010 Amendment Ordinance 2024.

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Long Title

An Ordinance to constitute a body for the purposes of evangelism, namely the proclamation of Jesus Christ as Lord to the lost in Sydney and beyond, including through the planting of new congregations and fellowships in the Diocese of Sydney

The Synod of the Diocese of Sydney Ordains as follows.

Part 1 – Preliminary

1. Name

This Ordinance is the Evangelism and New Churches Ordinance 2010.

2. Interpretation

In this Ordinance –

Board means the Board of Evangelism and New Churches constituted under clause 3.

congregation means a group of persons who meet together on a regular basis within the Diocese for services of public worship under the pastoral leadership of the minister of a parish.

fellowship means a group of persons who meet together on a regular basis within the Diocese under the pastoral leadership of a person who is appointed by the Board to lead the fellowship and who –

- (a) if the person is a member of the clergy, holds a general licence or authority to officiate in the Diocese, or
- (b) if the person is not a member of the clergy, holds an authority to lead the fellowship issued by the Archbishop pursuant to clause 16.

Synod Governance Policy means the Governance Policy for Diocesan Organisations made by the Synod on 20 October 2014, as amended from time to time.

Part 2 – Constitution, Object, Powers and Delegation

3. Constitution

There is to be a Board to be known as the Board of Evangelism and New Churches which is to consist of a President and ten other members.

4. Object

- (1) The object of the Board is to advance the evangelistic purposes of the Diocese.
- (2) The Board may, subject to the provisions of this Ordinance, fulfil its object by such means as the Board considers expedient including by –
 - (a) resourcing churches and parishes to evangelise, including through the planting of new congregations in the Diocese, and
 - (b) identifying, training, supporting and appointing suitably gifted persons to evangelise, including through the planting and leading of new fellowships in the Diocese, and
 - (c) planting new congregations and fellowships in the Diocese.
- (3) The Board may pursue the objects set out in subclause (2) in a manner which advances the broader charitable purposes of the Diocese, including such purposes as are declared or recognised from time to time by the Synod.

5. Powers

The Board 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 held for or by the Board,
- (c) enter into contracts, employ and appoint 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
- (e) raise or borrow money for the purposes of the Board provided that a resolution of the Board to borrow must be within the terms of a prudential borrowing limit and be approved by resolution of the Standing Committee before action is taken upon it.

6. Delegation

The Board may delegate the exercise of any of its powers and functions (except this power to delegate) to an executive appointed from among its members, or to one or more committees provided any such committee is chaired by a member of the Board and reports the exercise of its delegated powers and functions at the next meeting of the Board, and may revoke such delegation.

Part 3 - Membership

7. President

- (1) The Archbishop is President of the Board.
- (2) The President may attend any meeting of the Board and may address the Board on any pastoral or policy issue concerning the Anglican Church of Australia as it applies to the Board, including the appointment of the Director of the Board.
- (3) If the President requests, the Secretary of the Board will send him a copy of the agenda and board papers for the meeting of the Board referred to in the request.
- (4) The President is not a member of the Board, and so is not entitled to vote on any question or proposal being considered by the Board.
- (5) The President is permitted to appoint a nominee to exercise his entitlements as President on his behalf.

8. Membership

The members of the Board, in addition to the President, are –

- (a) three members of clergy licensed in the Diocese of Sydney with (at minimum) a three year theological degree from Moore Theological College or another college that is endorsed by the Archbishop for the purpose of this clause, elected by the Synod, and
- (b) three lay persons elected by the Synod, and
- (c) two persons appointed by the Archbishop, and
- (d) two persons elected by the other members of the Board.

9. Statement of Faith

A person is not eligible to be elected or appointed as a member of the Board unless the person has first given the electing or appointing person or body a signed copy of the "Statement of Personal Faith" set out in the Synod Governance Policy.

10. Term of office of members

- (1) Subject to clauses 11 and 12, one member of clergy and one lay person elected by the Synod as members of the Board are to retire on the first day of each ordinary session of the Synod. The members to retire are those who have held office the longest since last being elected but, in the case of competition, are to be determined by the members concerned. If those members cannot agree, the order of retirement is to be determined by lot.
- (2) Subject to clause 11, the persons appointed to the Board by the Archbishop hold office until the first ordinary session of the next succeeding Synod.
- (3) Subject to clause 11, the person elected to the Board by the other members of the Board hold office until the first ordinary session of the next succeeding Synod.
- (4) Subject to clause 11, a retiring member is eligible for re-election or re-appointment where such re-election or re-appointment would not result in that member 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.

11. Casual Vacancies

- (1) A person also ceases to be a member if the person –
 - (a) dies,
 - (b) resigns in writing to the chairman of the board or to the Diocesan Secretary,
 - (c) is an insolvent under administration,
 - (d) is of unsound mind or 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,
 - (e) is disqualified from managing a corporation within the meaning of the *Corporations Act 2001*,
 - (f) has at any time during the preceding 12 months been disqualified from being a responsible entity of a registered entity by the Commissioner of the Australian

Charities and Not-for-profits Commission,

- (g) is convicted of an offence punishable by imprisonment for 12 months or longer,
 - (h) is subject to an order or subsisting recommendation issued or recognised under an Ordinance of the Synod which prohibits them from holding the office of member or requires that they be removed from such office,
 - (i) is absent without leave for 3 consecutive meetings of the board and the board resolves that the person's membership should cease,
 - (j) fails to sign the "Statement of Personal Faith", or declares that he or she is no longer able to subscribe to the statement, or
 - (k) fails to disclose his or her actual material conflict of interest in any matter brought for the consideration of the board which, in the opinion of the board, resulted in a resolution of the board which would not have been made if the actual material conflict of interest had been disclosed, and the board resolves by at least a three-quarters majority that the person's membership should cease as a result of this failure.
- (2) If any of the circumstances referred to in subclauses 11(1) (c) to (h) and (j) apply to a person, that person is disqualified from being elected or appointed as a member.

12. Filling of casual vacancies

- (1) A casual vacancy in the office of a member of the Board 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 a member of the Board elected by the Synod holds office for the balance of the term of office of the person whose place on the Board he or she has filled as if he or she had been elected to office by the Synod under clause 8.

Part 4 – Meetings of the Board

13. Remuneration

Members should not be remunerated for their services as members except by way of reimbursement for reasonable out of pocket expenses.

14. Duties of Board members

- (1) Members of the Board are subject to and must comply with the following duties –
- (a) to exercise the powers and discharge the duties of the Board with the degree of care and diligence that a reasonable individual would exercise if they were a member of the Board, and
 - (b) to act in good faith in the best interests of the Board and to further the purposes of the Board, and
 - (c) not to misuse their position as member of the Board, and
 - (d) not to misuse information obtained in the performance of their duties as a member of the Board, and
 - (e) to disclose perceived or actual material conflicts of the member of the Board, and
 - (f) to ensure that the financial affairs of the Board are managed in a responsible manner, and
 - (g) not to allow the Board to operate while insolvent.
- (2) A member is taken to act in good faith in the best interest of the Board and to further the purposes of subclause 14(1)(b) if –
- (a) The member acts in good faith in pursuing the purpose of the Board in a manner which advances the broader charitable purposes of the Diocese, and
 - (b) the Board is not insolvent at the time the member acts and does not become insolvent because of the member's act.
- (3) A member who has an actual or perceived material conflict of interest in a matter that relates to the affairs of the Board must disclose that interest to the Board and should not participate in any consideration of that matter by the Board unless the Board, by resolution, notes the interest and permits the member to participate.

(4) The Board should maintain records of applicable eligibility criteria for membership of the Board and conflicts of interest disclosed by members of the Board.

15. Chair

(1) The members of the Board are to elect one of their number to be the Chair of the Board for a term of up to three years.

(2) A person who has been elected as chair is eligible for re-election at the expiry of his or her term of office provided that a person cannot hold office as chair for more than nine consecutive years.

(3) The Chair of the Board is to be chair of meetings of the Board.

(4) In the absence of the Chair of the Board, the meeting is to appoint one of its number then present to be chair of the meeting of the Board.

(5) A person must not be the Chair if a member of the person's immediate family is employed by the Board, unless the Board has considered the circumstances and unanimously agreed to it by secret ballot.

16. Meetings of the Board

(1) The Board is to meet at such times as it may determine, and is to meet at least once in any 3 month period.

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

- (a) the President, or
- (b) the Chair, or
- (c) any 3 members of the Board.

(3) A quorum for a meeting of the Board is 6 members.

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

(5) Members may attend meetings either personally or by suitable electronic means.

(6) Members may pass resolutions without a meeting if –

- (a) a copy of the proposed resolution is sent to all members and a reasonable timeframe within which members may indicate their support for or objection to the proposed resolution being passed is specified, and
- (b) at least 75% of members indicate within the specified timeframe that they support the proposed resolution being passed, and
- (c) no member objects within the specified timeframe either to the proposed resolution being passed or the proposed resolution being passed without a meeting.

(7) The Board must cause minutes to be made of –

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

(8) Minutes must be signed by the chair of the meeting or by the chair of the next meeting of the relevant body following an agreed resolution to do so. If so signed, the minutes are conclusive evidence of the matters as between the members stated in such minutes.

Part 5 – Fellowships

17. Nature and planting of fellowships

(1) A fellowship is a ministry of the Board.

(2) A fellowship is taken to be outside any parish.

(3) Although the permission of the minister and the Regional Bishop is not necessary, it is intended that fellowships be planted and operate with the goodwill and encouragement of the

Regional Bishop and the minister of any parish in which a fellowship would, but for subclause (2), meet or operate.

18. Authority of lay persons to lead fellowships

(1) The Archbishop may authorise a person who is not a member of the clergy to lead a fellowship in the Diocese.

(2) The Archbishop is not to issue an authority pursuant to subclause (1) to a person unless the person satisfies the Archbishop that he or she has been adequately trained or otherwise equipped, possesses a sufficient knowledge of Scripture, has signed the "Statement of Personal Faith" set out in the Synod Governance Policy, is of godly character, and, will conduct their fellowships in a way agreeable to the Word of God and consistent with the doctrine of the Anglican Church of Australia.

(3) An authority issued pursuant to subclause (1) –

- (a) may be limited to a fellowship or the fellowships named in the authority or may apply to any fellowship in the Diocese or any specified part of the Diocese, and
- (b) may be issued subject to any conditions which are specified in the authority.

(4) An authority issued pursuant to subclause (1) may be revoked at any time by the Archbishop.

Part 6 – Miscellaneous

19. Director of the Board

(1) The Director of the Board is the chief executive of the Board and is responsible to the Board for the implementation of its plans and strategies and for the operation and management of its activities and functions.

(2) The Director of the Board is to be appointed by the Archbishop on the recommendation of the Board for such term and upon such conditions as the Board with the concurrence of the Archbishop thinks fit.

(3) A person is not eligible to be appointed as the Director of the Board unless he or she has first signed the "Statement of Personal Faith" set out in the Synod Governance Policy.

(4) The Director is not a member of the Board, and so is not entitled to vote on any question or proposal being considered by the Board.

20. Indemnity

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

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

21. Reporting by the Board

(1) The Board 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.

(2) The Board is to include in its report to Synod each year details of any fellowships created under this Ordinance.

22. Security

The Board must not offer its property as security for any liability other than a liability of the Board or a body controlled by the Board.

23. Limit to Liability

Any mortgage, charge, debenture or other negotiable instrument given by the Board over its property (other than a cheque drawn on a bank account held by the Board) should include a provision limiting the liability of the Board to the amount available to be paid in the event it is wound up.

24. Compliance with Diocesan Ordinances and Policies

The Board must comply with all applicable ordinances and policies of the Synod (as amended from time to time) including, as applicable, the provisions of the *Investment of Church Trust Property Ordinance 1990*, the *Sydney Anglican Use of Property Ordinance 2018*, the *Accounts, Audits and Annual Reports Ordinance 1995* and the *Safe Ministry to Children Ordinance 2020*.

25. Not for Profit

Because the property of the Board is church trust property within the meaning of the *Anglican Church of Australia Trust Property Act 1917*, it must not as a matter of law be distributed for the private benefit of individuals, either during the operation of the Board or on its winding-up.

26. Winding up

If, on the Board's winding up or dissolution, there remains after satisfaction of all its liabilities any property, such property must be applied for such purposes of the Diocese as the Synod may determine or, where appropriate, such purposes of the Diocese as the Synod may determine which are similar to the Board's purposes.

Notes

The Department of Evangelism Ordinance 1978 was amended by a number of ordinances prior to Ordinance No 27, 2010. These amending ordinances are no longer relevant since Ordinance No 27, 2010 amended completely the terms of the 1978 Ordinance.

Table of Amendments

Clause 1	Amended by Ordinance No 11, 2017
Clause 2	Amended by Ordinance No 11, 2017 and No 11, 2024
Clause 3	Amended by Ordinance No 11, 2017
Clause 4	Amended by No 11, 2024
Clause 6	Amended by No 11, 2024
Clause 7	Amended by No 11, 2024
Clause 8	Amended by No 11, 2024
Clause 9	Amended by No 11, 2024
Clause 10	Amended by No 11, 2024
Clause 11	Amended by No 11, 2024
Clause 12	Amended by No 11, 2024
Clause 13	Inserted by No 11, 2024
Clause 14	Inserted by No 11, 2024
Clause 15	Renumbered and amended by No 11, 2024
Clause 16	Renumbered and amended by No 11, 2024
Clause 17	Renumbered by No 11, 2024
Clause 18	Renumbered and amended by No 11, 2024
Clause 19	Renumbered and amended by No 11, 2024
Clause 20	Renumbered by No 11, 2024
Clause 21	Renumbered by No 11, 2024
Clause 22	Inserted by No 11, 2024
Clause 23	Inserted by No 11, 2024
Clause 24	Renumbered and amended by No 11, 2024
Clause 25	Inserted by Ordinance No 11, 2024
Clause 26	Inserted by Ordinance No 11, 2024

Schedule Paragraphs 3 and 4 amended by Ordinance No 11, 2017. Deleted by Ordinance No 11, 2024

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30 April 2024