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*"Gilbulla" Board of Management Constitution Ordinance*  
1962

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No. 7, 1962

AN ORDINANCE to provide a constitution for "Gilbulla" Memorial Conference Centre and Retreat House at Menagle to declare the trusts of certain land and other assets now held and used by the Church of England National Emergency Fund in the Diocese of Sydney in connection with "Gilbulla" to adjust certain accounts and for purposes connected therewith.

WHEREAS the Board of Church of England National Emergency Fund in the Diocese of Sydney (hereinafter referred to as C.E.N.E.F.) has since the acquisition of the land and premises situated at Menagle known as "Gilbulla" more particularly described in the Schedule hereto had the management administration and control of the said land and premises (and has used and conducted the same as a Memorial Conference Centre and Retreat House) together with the furnishings furniture plant and equipment now in and upon the said premises.

AND WHEREAS "Gilbulla" Memorial Centre and Retreat House was established in September 1949 as a Memorial to the wartime work of clergy of the Diocese of Sydney and especially of the Navy Army and Air Force chaplains during the 1939-1945 War but no trusts in writing have been declared concerning the said land.

AND WHEREAS part of the said land namely 17 acres 1 rood 38½ perches being Lot A on plan annexed to Transfer No. G 930096 was purchased by Church of England Property Trust Diocese of Sydney (hereinafter called the Corporate Trustee) with moneys subscribed for the purpose of a Church Veterans Village AND WHEREAS at the time the said Lot A was purchased it was necessary in order to comply with the provisions of the Local Government Act 1919 that the title thereto should be consolidated with the land upon which the building known as "Gilbulla" was erected and a new Certificate of Title was issued namely Volume 7667 folio 30 comprising the whole of the land now described in the said Schedule AND WHEREAS it is expedient that provision be made for reimbursement of the purchase money and expenses for the said Lot A to the Mowll Memorial Village at Castle Hill subsequently established there in lieu of on the said Lot A AND WHEREAS it is expedient that

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1962

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the trusts of the land described in the said Schedule be now declared AND WHEREAS it is also expedient that a separate Board be constituted to have the management administration and control of the said land premises furniture and effects and other assets used in connection with "Gilbulla" in lieu of C.E.N.E.F. as heretofore AND WHEREAS it is proposed that the Board as hereinafter constituted make appropriate arrangements with C.E.N.E.F. in regard to the reimbursement of the purchase money and expenses relating to the said Lot A and the assumption of the liability of certain Bank accounts and other adjustments as hereinafter set out NOW therefore the Standing Committee of the Synod of the Diocese of Sydney in the name and place of such Synod hereby Ordains Directs and Rules as follows:-

1. In this Ordinance unless inconsistent with the context of the subject matter:-

1. "The Archbishop" means the Archbishop of the Diocese of Sydney or in his absence his Commissary and in case that no such Commissary shall have been appointed or if the See be vacant the Administrator of the Diocese.

"The Board" means the Board appointed by this Ordinance  
"Gilbulla" means the "Gilbulla Memorial Conference Centre and Retreat House" at Menangle.

"The Synod" means the Synod of the Diocese of Sydney  
Words importing the singular number include the plural number and vice versa

Words importing the masculine gender include the feminine gender

2. The name of the organisation is "Gilbulla" Memorial Conference Centre and Retreat House.

3. The objects of the organisation are:-

- (a) To provide a conference centre and retreat house for the purpose of imparting religious training and teaching in accordance with the tenets of the Church of England.
- (b) To acquire by purchase, gift or otherwise suitable land and buildings (whether at Menangle or elsewhere) furniture and

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1962

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equipment and money for the purposes of the organisation and to equip maintain and use the same for such purposes.

- (c) To carry on upon the said land or any part thereof or elsewhere such activities appropriate to the conduct of the organisation either for profit or in support of its work as the Board may think fit.

4. The control administration and management of the organisation its property officers and staff shall be vested in a Board of Management.

5. The powers duties and functions of the Board shall be to manage administer and control the property both real and personal of the organisation and to carry out the objects thereof.

6. The members of the Board shall comprise the following:-

- (i) The Archbishop of Sydney for the time being ex-officio who shall be President.
- (ii) Three persons appointed by the Archbishop.
- (iii) Six persons elected by the Synod.

All members appointed or elected shall hold office until their successors are appointed or elected at the first ordinary session of each Synod and shall be eligible for re-appointment or re-election as the case may be and those members appointed or elected upon the passing of this Ordinance shall hold office until the first ordinary session of the next Synod. The first elected members shall be the following:-

The Ven. G. R. Delbridge  
The Hon. Mrs. H. R. Gough  
The Rev. J. E. Whild  
Mr. R. C. Ctercteko  
Mr. W. L. J. Hutchison  
Mr. R. W. L. Woolridge

7. The provisions of the Casual Vacancies Ordinance 1935 or any amendment thereof shall apply to this Ordinance.

8. At meetings of the Board four members shall form a quorum.

9. The President of the Board shall act as Chairman at such meetings at which he shall be present. The Board shall at its first

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meeting after this Ordinance comes into force and thereafter at its first meeting in each financial year appoint one of its members to act as Chairman at all meetings during the ensuing year at which the President shall not be present. In the absence of both the President and such Chairman the members present may at any meeting appoint one of such members to act as Chairman of that meeting. The President Chairman or Acting-Chairman of a meeting shall have a deliberative but not a casting vote.

10. The Financial year of the Board shall end on the thirty first day of March each year and a Statement of Income and Expenditure and a Balance Sheet showing the assets and liabilities of the organisation shall be prepared and audited in respect of each financial year.

11. The office of any member shall become vacant if :-

- (i) He shall die.
- (ii) He shall resign by writing under his hand addressed to the President.
- (iii) He shall become bankrupt or insolvent.
- (iv) He shall be convicted of a felony or misdemeanour.
- (v) He shall be absent from six consecutive ordinary meetings of the Board without leave of absence.

12. The Board may appoint an Executive Officer who shall be responsible to the Board for the administration and management of the buildings and land of the organisation and any activities carried on upon such land.

13. The Board shall meet at least quarterly but the President or Chairman may convene a meeting whenever he may think fit and the Executive Officer shall convene a meeting on receipt of a request in writing so to do signed by not less than 3 members of the Board.

14. The members of the Board shall be indemnified out of the assets of the organisation against all loss or liability which they or any of them may have properly incurred for or on behalf of the organisation and to which they or any of them may be subject by reason of his being or having been a member of the Board other than those occasioned by his own wilful act or neglect.

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1962

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15. The Board shall furnish to the Synod or the Standing Committee of Synod any information as to the organisation's affairs which it may be requested so to do in pursuance of a resolution of Synod or Standing Committee and shall at least once in each year report its proceedings to the Synod and shall present a Statement of Income and Expenditure and a Balance Sheet duly audited and such other accounts as may be required from time to time by resolution of Synod.

16. The land described in the Schedule hereto shall be held by the Corporate Trustee upon trust to permit the same to be used as a Conference Centre and Retreat House in connection with the Church of England in the Diocese of Sydney and for purposes incidental to the conduct thereof.

17. The following financial adjustments shall be made between the Board and C.E.N.E.F.:-

- (i) The sum of Eight hundred and seventy five pounds (£875:) shall be paid by the Board to C.E.N.E.F. by way of reimbursement for the purchase money and expenses of the said Lot A for the Mowl Memorial Village. The terms of repayment may be mutually agreed upon between the respective Boards and failing Agreement as Standing Committee shall by resolution determine.
- (ii) The Board shall take over the liability to the Bank of New South Wales in respect of the following accounts at its Bathurst and George Street Branch in respect of which the amounts owing as at 31st March 1962 were:  
C.E.N.E.F. Gilbulla Working Account £2283/1/3.  
Church of England Property Trust Diocese of Sydney  
C.E.N.E.F. Gilbulla Fixed Account £5250/0/0.
- (iii) C.E.N.E.F. shall release the Board from payment of the sum of Six thousand nine hundred and eighty eight pounds seven shillings (£6988/7/0) now shown in its accounts as a debt owing by Gilbulla to C.E.N.E.F.
- (iv) All personalty comprising furniture furnishings plant and equipment and other articles including live stock in and upon the said land and premises at "Gilbulla" and heretofore used in connection therewith shall henceforth be deemed to be the property and assets of the Board hereby constituted and subject to its management and control.

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18. This Ordinance may be cited as "Gilbulla" Board of Management Constitution Ordinance 1962."

SCHEDULE

All that piece or parcel of land situated in the Shire of Wollondilly Parish of Camden County of Camden, containing 54 acres 1 rood 36½ perches being the whole of the land comprised in Certificate of Title Volume 7667 Folio 30.

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

ATHOL RICHARDSON,  
Chairman of Committees.

I certify that this Ordinance was passed by the Standing Committee of the Synod of the Diocese of Sydney on the 30th day of April 1962.

W. L. J. HUTCHISON,  
Secretary.

I assent to this Ordinance.

30/4/1962.

HUGH SYDNEY,  
Archbishop of Sydney.