

The Archbishop of Sydney's Anglican Aid Ordinance 2011

No 47, 2011

Long Title

An Ordinance to provide a constitution for the body known as The Archbishop of Sydney's Anglican Aid and for related purposes.

Preamble

A. The Archbishop of Sydney's Community Care and Development Program (CCDP) was established in 1934 as Anglicans sought to respond to needs within the community that arose during and after the Great Depression.

B. CCDP has been governed by a management committee since its inception.

C. It is expedient to rename CCDP as "The Archbishop of Sydney's Anglican Aid" and to reconstitute this body in the manner set out in this Ordinance.

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

1. Name

This Ordinance is The Archbishop of Sydney's Anglican Aid Ordinance 2011.

2. Interpretation

(1) In this Ordinance –

"Anglican Aid" means the body known as The Archbishop of Sydney's Anglican Aid.

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

"Diocese" means the Anglican Church of Australia in the Diocese of Sydney.

"Executive Director" means the person appointed as Executive Director under clause 19.

"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. Name and Constitution

CCDP is renamed as Anglican Aid and is reconstituted with the object and powers set out in this Ordinance.

4. Object

(1) The object of Anglican Aid is to further the work of the Anglican Church of Australia within the Diocese of Sydney by proclaiming the love of God as shown in Christ in promoting and conducting activities of a social welfare, pastoral and charitable nature, to be executed by charitable and humanitarian work for the relief of poverty, sickness, suffering, distress, misfortune and helplessness.

(2) Anglican Aid is to fulfil its object by such means as it considers expedient including –

(a) continuing its work of a public benevolent nature as the Archbishop of Sydney's Community Care and Development Program;

(b) acting as trustee for the Archbishop of Sydney's Overseas Relief and Aid Fund, and

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- (c) doing such other things as are incidental or conducive to the attainment of this object.

5. Powers

(1) Anglican Aid 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) act as trustee of a charitable fund,
- (c) use any money paid to or properly vested in Anglican Aid,
- (d) enter into contracts, employ persons and do all things that are necessary or incidental to fulfilling its object,
- (e) open and operate bank accounts and determine the persons by whom cheques and other banking documents shall be signed or endorsed,
- (f) raise or borrow money for the purposes of Anglican Aid provided that a resolution of Anglican Aid to borrow must be approved by resolution of the Standing Committee before action is taken upon it,
- (g) pay all costs charges and expenses of and incidental to the management, administration and control of the property of Anglican Aid, and
- (h) undertake any business incidental to any of the objects of Anglican Aid.

(2) Anglican Aid may delegate the exercise of any of its powers under subclause (1).

6. Investment Powers of Anglican Aid

(1) Anglican Aid may invest or use the whole or any part of the property and moneys held by it in any one or more of the following investments or purposes –

- (a) investments for the time being allowed by law in Australia for the investment of trust funds,
- (b) purchase within Australia of real or leasehold estate or land held pursuant to rights created by any statute of the Commonwealth of Australia or of any State or Territory thereof,
- (c) first mortgage of land situated within Australia,
- (d) funds, stocks, securities, bonds, debentures or treasury bills of or guaranteed by the Commonwealth of Australia or of any State thereof,
- (e) deposits with any authorised deposit-taking institution,
- (f) charge or charges upon any church lands within Australia or future rents profits or other income of such lands,
- (g) construction repair and alteration of buildings and any other improvements on land of Anglican Aid,
- (h) shares, stocks, notes, options, debentures or other securities of any corporation whose shares or a class of whose shares are listed on a recognised Australian Stock Exchange and which does not carry on as its main or one of its main or principal businesses a business of a kind which is disapproved for investment purposes by resolution of the Synod or the Standing Committee,
- (i) units in any managed investment scheme –
 - (i) which is registered under the Corporations Act 2001, and
 - (ii) for which there is a disclosure document lodged with the Australian Securities and Investments Commission under the Corporations Act 2001, except where the scheme conducts as its main business or one of its main businesses a business which the Synod or the Standing Committee has by resolution declared to be a disapproved business or the scheme mainly invests in the securities of a corporation or scheme which conducts such business as its main business or one of its main businesses,
- (j) cash deposits with authorised dealers on the short-term money market,
- (k) placement on short call deposits with any corporation or organisation constituted by ordinance of the Synod or of the Standing Committee,

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- (l) investment in any security authorised by an ordinance of the Synod or the Standing Committee as an investment for church property,
 - (m) such business, commercial trading or other project venture activity or investment of which the Standing Committee may by resolution approve for the purpose of investment.
- (2) Anglican Aid may from time to time realise or vary any of the investments made pursuant to this clause 6.
- (3) Anglican Aid may retain any real or personal property the subject of any gift, devise or bequest to Anglican Aid in the same form and condition and invest it in the same manner as existed at the time such gift, devise or bequest was made or received and may, subject to the limitations contained in subclauses (1)(h) and (i), reinvest it in the same manner.
- (4) Without limiting the generality of the foregoing powers, Anglican Aid may –
- (a) appoint any corporation to hold, on behalf of Anglican Aid, any property or moneys referred to in subclause (1) or investments made pursuant to the powers conferred on Anglican Aid by that clause and of which Anglican Aid is the trustee, and
 - (b) appoint the same or any other corporation to manage and advise on the investment, realisation and reinvestment of all or any of such property or moneys, and
 - (c) delegate to that corporation all or any one or more of the powers conferred upon Anglican Aid by subclause (1), and
- any such appointment or appointments may be made on such terms and conditions at such remuneration as Anglican Aid may consider appropriate.

7. Seal of Anglican Aid

The common seal of Anglican Aid is not to be affixed to any instrument except in accordance with a resolution of Anglican Aid. Every instrument to which the common seal is so affixed is to be signed by 2 members of Anglican Aid.

Part 3 – Governance of Anglican Aid

8. Anglican Aid governed by its members

Anglican Aid is governed by its members who may exercise all the powers of Anglican Aid for the purpose of fulfilling its object.

9. Membership

- (1) The members of Anglican Aid are –
- (a) 3 persons appointed by the Archbishop (of which at least 1 must be clergy) , and
 - (b) 6 persons elected by the Synod (of which at least 1 must be clergy).
- (2) Upon being elected or appointed as a member, and before becoming a member, a person who is so elected or appointed is to sign the declaration specified in the Schedule and deliver it to Anglican Aid within 4 weeks of the person's election or appointment. A person who fails to sign and deliver the declaration within this time is to be taken not to have been elected or appointed as a member.
- (3) A copy of the declaration referred to in subclause (2) is to be retained by Anglican Aid in its records.

10. Term of office of members

- (1) On the first day of each ordinary session of the Synod, 2 members of Anglican Aid elected by the Synod are to retire.
- (2) The members of Anglican Aid 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) A member of Anglican Aid appointed by the Archbishop under clause 9(1)(a) 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.

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(4) Each retiring member of Anglican Aid is eligible for re-appointment or re-election, as the case may be.

11. Casual vacancies

(1) A casual vacancy in the office of member of Anglican Aid appointed by the Archbishop under clause 9(1)(a) 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.

(2) A casual vacancy in the office of member of Anglican Aid elected by the Synod under clause 9(1)(b) arises in a circumstance set out in rule 7.1(2) of the Schedule to the Synod Elections Ordinance 2000.

12. Filling of casual vacancies

(1) A casual vacancy in the office of a member of Anglican Aid appointed by the Archbishop is to be filled by the Archbishop.

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

(3) A person elected to fill a casual vacancy holds office until the day on which the person whose vacancy he or she fills would have retired had the vacancy not occurred.

Part 4 – President of Anglican Aid

13. President

The Archbishop is the President of Anglican Aid.

Part 5 – Meetings of Anglican Aid

14. Chairman of Anglican Aid

(1) The members of Anglican Aid are to appoint one of their number to be Chairman of Anglican Aid.

(2) The Chairman of Anglican Aid is to be Chairman of meetings of Anglican Aid.

(3) In the absence of the Chairman of Anglican Aid, the meeting is to appoint one of its number then present to be Chairman of the meeting of Anglican Aid.

15. Meetings of Anglican Aid

(1) Anglican Aid 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 Anglican Aid may be convened by –

- (a) the President, or
- (b) the Chairman of Anglican Aid.

(3) A quorum for a meeting of Anglican Aid is one-half of the number of its members.

16. Attendance of other persons at meetings of Anglican Aid

(1) The President may attend any meeting of the members of Anglican Aid 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 Anglican Aid.

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

17. Meetings by way of an approved communications link

(1) If –

- (a) one or more members of Anglican Aid is absent from the place of meeting, and
- (b) through an approved communications link such member or members can hear and be heard by not only one another (if more than one) but also the other members present at the place of meeting,

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then such of those absent members and the other members present at the place of meeting as can hear and be heard by one another are to be taken to be assembled together at a meeting held at that place.

(2) All proceedings conducted with the aid of the approved communications link are to be as valid and effectual as if they had been conducted at a meeting at which all of those members were present.

18. "Circular" resolutions

(1) If a document containing a statement that the signatories to it are in favour of a resolution in the terms identified in the document has been signed by all the members of Anglican Aid, a resolution in those terms is to be taken to have been passed at a meeting of the members of Anglican Aid held on the day on which and at the time at which the document was signed by the last member.

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

- (a) the Executive Director may specify in the document referred to in subclause (1) a reasonable timeframe within which members are to indicate whether or not they are in favour of the proposed resolution, and
- (b) 2 or more separate documents containing statements in identical terms each of which is signed by 1 or more members together are to be taken to be 1 document containing a statement in those terms signed by those members on the respective days on which they signed the separate documents, and
- (c) an electronic message, whether a facsimile, email or otherwise, which is received by the Executive Director on behalf of Anglican Aid 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 the receipt of the Executive Director.

Part 6 – Miscellaneous matters

19. Executive Director

(1) Anglican Aid may appoint a person to be the Executive Director of Anglican Aid on such terms and upon such conditions as Anglican Aid thinks fit.

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

(3) A person is not to be appointed as the Chief Executive Officer of Anglican Aid until they have signed and delivered to Anglican Aid a signed copy of the declaration specified in the Schedule. A copy of the declaration so signed and delivered is to be retained by Anglican Aid in its records.

20. Indemnity

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

(2) A member of Anglican Aid 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 Anglican Aid

Anglican Aid 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.

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

Anglican Aid must comply with the provisions of the Accounts, Audits and Annual Reports Ordinance 1995.

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23. Dissolution

(1) Where Anglican Aid has been endorsed as a public benevolent institution and deductible gift recipient under item 4.1.1 of section 30-45 of the *Income Tax Assessment Act 1997 (Commonwealth)* (as amended), then where the institution is wound up, or the endorsement under Subdivision 30-BA of the *Income Tax Assessment Act 1997 (Commonwealth)* is revoked, then any surplus assets of the institution remaining after payment of all liabilities must be transferred to a fund or institution that –

- (a) in the case of a fund, comprises church trust property, and
- (b) in the case of an institution has been established by ordinance for governing and controlling the management and user of church trust property, and

which has objects similar to those set out in clause 4 of this Ordinance and is endorsed as a public benevolent institution.

(2) Where Anglican Aid has been endorsed as a deductible gift recipient in relation to a fund that it operates under Subdivision 30-BA of the *Income Tax Assessment Act 1997 (Commonwealth)* (as amended), then where the fund is wound up, or its endorsement under Subdivision 30-BA of the *Income Tax Assessment Act 1997 (Commonwealth)* is revoked, then any surplus assets of the fund remaining after payment of all liabilities must be transferred to a fund or institution that –

- (a) in the case of a fund, comprises church trust property, and
- (b) in the case of an institution has been established by ordinance for governing and controlling the management and user of church trust property, and

which has objects similar to those set out in clause 4 of this Ordinance and is an endorsed deductible gift recipient pursuant to the requirements of section 30 of *Income Tax Assessment Act 1997 (Commonwealth)*.

24. Commencement

Clause 7 commences on the date the members of Anglican Aid are constituted as a body corporate pursuant to the Anglican Church of Australia (Bodies Corporate) Act 1938.

Schedule

1. I believe and hold to the truth of the Christian faith as set forth in the Apostles' Creed.

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) 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
- (b) That we are justified by faith only.
- (c) That God's word written, the canonised Scriptures of the Old and New Testaments, is the supreme authority in all matters of faith and conduct.

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3. I shall endeavour to fulfil my duties as a member of Anglican Aid/Executive Director in accordance with this declaration and the ordinance by which Anglican Aid is constituted.
4. I agree that my continuance as a member of Anglican Aid/Executive Director is dependent upon my continuing agreement with this declaration and I undertake to resign if this ceases to be the case.

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

R TONG
Deputy Chairman of Committees

I Certify that this Ordinance was passed by the Standing Committee of the Synod of the Diocese of Sydney on 5 December 2011.

R WICKS
Secretary

I Assent to this Ordinance.

PETER F JENSEN
Archbishop of Sydney
06/12/2011