

THE COUNCIL FOR THE PROMOTION OF SYDNEY
CHURCH OF ENGLAND DIOCESAN SCHOOLS ORDINANCE 1947
AMENDMENT ORDINANCE 1978

No. 46 1978

AN ORDINANCE to effect certain amendments to
The Council for the Promotion of Sydney Church
of England Diocesan Schools Ordinance 1947-1961.

WHEREAS by The Council for the Promotion of Sydney Church of England Diocesan Schools Ordinance 1947-1961 (hereinafter called "the Principal Ordinance") the Synod of the Diocese of Sydney constituted The Council for the Promotion of Sydney Church of England Diocesan Schools for the purpose of controlling managing and carrying on the schools set forth in the Schedule thereto and with power to promote acquire and establish other schools and control manage and carry on the same and make such arrangements, financial or otherwise for the benefit of development extension and improvement of all its schools and the assets thereto belonging and generally order and conduct the affairs of the same as the Council might from time to time think fit provided that any syllabus of Religious Instruction should be approved by the Board of Education of the Diocese of Sydney.

AND WHEREAS by The Council for the Promotion of Sydney Church of England Diocesan Schools Incorporation Ordinance 1964 the persons who for the time being were members of the said Council were constituted a body corporate under the name of "The Council for the Promotion of Sydney Church of England Diocesan Schools".

AND WHEREAS it is thought desirable to effect amendments to the constitution of the said Council (herein called "the Council") and to effect other amendments to the Principal Ordinance.

NOW the Standing Committee of the Synod of the Diocese of Sydney in the name and place of the said Synod HEREBY ORDAINS DECLARES DIRECTS AND RULES as follows:-

1. ~~This~~ This Ordinance may be cited as "The Council for the Promotion of Sydney Church of England Diocesan Schools Amendment Ordinance 1978".

~~(ii) The Principal Ordinance as amended by this Ordinance may be cited as "The Council for the Promotion of Sydney Church of England Diocesan Schools Ordinance 1947-1978".~~

2. The Principal Ordinance is amended by the deletion of Clause 3 and the insertion of the following Clause in lieu thereof:-

"3. The Council shall consist of fifteen (15) members namely:-

(a) The Archbishop who shall ex officio be a member and President of the Council provided that during his absence then his Commissary or if the See be vacant the Administrator of the Diocese shall ex officio be a member of the Council and acting President thereof.

(b) Two (2) persons appointed by the Archbishop of whom one shall be a clergyman of the Church of England in Australia and one (1) shall be a lay person which said appointment or appointments may be revoked by him at any time.

45 (c) Ten (10) persons elected by the Synod of whom five (5) shall be clergymen holding the Archbishop's licence and five (5) shall be lay persons (which said persons shall be referred to herein as the Synod members).

50 (d) Two (2) persons elected by the aforesaid thirteen (13) members in the manner hereinafter provided (which said persons shall be referred to herein as "the Council nominees")."

55 3. The Principal Ordinance is further amended by the deletion of Clauses 4 to 7 inclusive and the insertion of the following clauses in lieu thereof, namely:-

60 "4. (1) The members of the Council in office on the 31st of October 1978 being representatives elected by Synod pursuant to this Ordinance shall, unless otherwise provided in this Ordinance, retain office until the first day of the next ordinary session of Synod held after the date aforesaid and they shall retire on that day but shall be eligible for election under this Clause.

65 (2) On the first day of the next ordinary session of Synod or as soon as conveniently may be after that day the Synod shall elect the Synod members referred to in Clause 3 (c) hereof.

70 (3) As soon as conveniently may be after the said first day any persons appointed by the Archbishop pursuant to Clause 3 (b) hereof and the members elected pursuant to Clause 3 (c) hereof shall elect the Council nominees referred to in Clause 3 (d) hereof.

75 5. The Council nominees shall be elected in the following manner:-

(1) Each member may by writing addressed to the Chairman nominate no more than two (2) persons for election.

80 (2) Every member who nominates a person shall signify in writing to the Chairman that such person consents to serve if elected for the appropriate term.

(3) At least fourteen (14) days prior notice in writing of the date for the closing of nominations shall be given to each member.

85 (4) Prior to the election of nominees to membership of the Council the members present may by a simple majority resolve that any one or more of the nominees shall be unacceptable and such nominee or nominees shall be excluded from the subsequent election.

90 (5) If there is no greater number of nominees than there are vacancies the Chairman shall declare the nominees duly elected.

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- (6) In the event of there being a greater number of nominees than there are vacancies a ballot shall be held.
 - (7) At least fourteen (14) days' notice in writing of the date for the ballot shall be given to each member and the notice shall include the names, ages, addresses and occupations of the nominees and such other material as the Chairman may deem appropriate or as the Council may from time to time determine.
 - (8) Any ballot shall be conducted by secret ballot at a special or ordinary meeting of the Council.
 - (9) When a ballot has been taken the nominees who shall have received the greater number of votes shall be declared by the Chairman to have been elected in accordance with the number of vacancies to be filled provided that if two (2) or more nominees receive an equal number of votes for the last vacancy to be filled in such ballot their names shall be put to a further ballot and if on the counting of that further ballot no nominee received a greater number of votes than the other or others the Chairman shall exercise a casting vote.
6. (1) Of the Synod members elected pursuant to Clause 4 (2) hereof two (2) (one clergy and one lay person) shall retire on the first day of the next ordinary session of Synod immediately after their election.
- (2) In each of the next two (2) succeeding years four (4) Synod members (two clergy and two lay persons) shall retire on the respective first day of the ordinary session of Synod.
- (3) As soon as conveniently may be after the election of Synod members pursuant to Clause 4 (2) hereof to establish the orderly retirement of Synod members by rotation for the succeeding years until all original appointees referred to in Clause 4 (2) have retired the members of that group (or the available members of that group, a decision of the Chairman on any question of availability being final) shall determine (by agreement, or failing agreement, by lot) which of the members shall retire by rotation in accordance with sub-clauses (1) and (2) of this Clause and shall forthwith report the determination to the Chairman in writing signed by the persons taking part in the determination and the Chairman shall inform the President of the determination.
- (4) Subject to sub-clauses (1) and (2) of this Clause and Clause 9 hereof the term of office of a Synod member shall be three (3) years.
- (5) For the purpose of retaining the number of Synod members required by sub-clause (c) of Clause 3 in each subsequent year after election of members pursuant to Clause 4 an election shall be held annually as soon as conveniently may be on or after the first day of each annual ordinary session of Synod.

- 150 7. (1) The two (2) Council nominees elected pursuant to Clause 3 (d) shall retire on the third anniversary of their election.
- (2) Subject to sub-clause (1) of this Clause and Clause 9 hereof the term of office of a Council nominee shall be three (3) years.
- 155 (3) For the purpose of retaining the number of Council nominees required by Clause 3 (d) in each subsequent year after the election of members pursuant to Clause 4 (3) and Clause 5 an election shall be held in each third year as nearly as practicable on or after the third anniversary of the original election of the Council nominees.
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- 165 8. A retiring member (of any category) shall be eligible for re-election and notwithstanding anything contained in this Ordinance shall remain a member (and continue to hold any office to which he may have been elected or appointed by the Council) until the vacancy caused by his retirement has been duly filled.
- 170 9. A casual vacancy shall occur if a member other than the Archbishop:
- (a) dies;
- (b) resigns his office by writing addressed to the Chairman, and in such a case shall unless the writing specified a later date be deemed to occur when the Chairman receives the writing;
- (c) ceases to have any qualification which was necessary for his election;
- 175 (d) becomes bankrupt or signs any authority effective under Section 138 of the Bankruptcy Act, 1966 as amended or applies to take the benefit of any law, for the relief of bankrupt or insolvent debtors or compounds with or assigns his property for the benefit of his creditors;
- 180 (e) becomes within the meaning of the Mental Health Act 1958 as amended an incapable person, a patient, a protected person or a voluntary patient;
- 185 (f) being an elected member, is for a continuous period of three (3) months absent without the leave of the Council from meetings of the Council held during that period;
- 190 of if the Council, at a meeting of the Council duly convened expressly for the purpose, passes by a majority of not less than two-thirds of the members present and voting a resolution that his position as member be declared vacant; provided that before that meeting the Council shall have:-
- 195 (i) informed him of the proposed resolution and the grounds on which it will be proposed; and
- (ii) given him a reasonable opportunity at a meeting of the Council duly convened expressly for the purpose, of showing cause why his position should not be declared vacant.

200 10. (1) A casual vacancy in the office of a Synod
 member shall be filled by the election of a
 new member by Synod, or when Synod is not in
 session by the election of a new member by
 205 the Standing Committee of Synod, provided that
 the Synod may by resolution determine that a casual
 vacancy existing during a session of Synod shall
 not be filled during that session and thereupon
 after the close of that session that vacancy shall
 be filled by the election of a new member by
 210 the Standing Committee.

(2) A casual vacancy in the office of a Council
 nominee shall be filled by the election of a
 new member by the remaining members.

215 (3) A person who becomes a member pursuant to this
 Clause shall hold office until and retire on the
 day on which the person whose vacancy he fills
 would have retired had the vacancy not occurred.

220 11. (1) The Council shall elect from among the members a
 Chairman who in the absence of the President shall
 preside at meetings and furthermore the Council may
 elect from among the members a Deputy Chairman who
 in the absence of the President or the Chairman shall
 preside at meetings provided further that in the
 absence of the President, the Chairman and any Deputy
 225 Chairman the meeting may appoint one of the members
 then present to act as Chairman of the meeting.

(2) The President when present shall preside at meetings
 of the Council.

230 (3) The Archbishop may from time to time by notice in writing
 addressed to the Chairman appoint (and change the
 appointment of) a Deputy President who shall be entitled
 to attend all meetings of the Council and in the absence
 of the President the Deputy shall act as a member and
 shall have a deliberative vote. A Deputy President shall
 235 continue in office during a vacancy in the See.

(4) The President, the Chairman any Deputy Chairman or an
 acting Chairman shall while presiding at a meeting
 have both a deliberative vote and a casting vote at
 that meeting.

240 (5) At meetings of the Council five (5) members shall
 form a quorum. For the purposes of this sub-clause a
 Deputy President appointed by the Archbishop shall in
 the absence of the President be reckoned as a member."

4. Clause 8 of the Principal Ordinance shall be renumbered Clause 12.

245 5. The Principal Ordinance is further amended by the deletion of Clause 9
 and the insertion of the following clauses in lieu thereof:-

250 "13. The Council shall control manage and carry on the said
 schools and may promote, acquire and establish other
 schools (by acquisition and ownership of shares in
 companies or otherwise) and control, manage and carry on
 the same and may make such arrangements, financial or
 otherwise for the benefit, development, extension and
 improvement of all of its schools and the assets thereto
 belonging and generally order and conduct the affairs of
 255 the same as the Council may from time to time think fit
 provided that in relation to all such schools the conduct
 of its teaching syllabus and activities shall be in accord

260 with the fundamental declarations and ruling principles
of the Church of England in Australia and in particular
the Council shall have the following powers, (the conferring
of which shall not be taken as limiting the generality
of the preceding words of this Clause):-

- 265 (a) to borrow or raise money and secure the
repayment thereof and interest in such manner
as the Council may think fit and to secure
the same or the repayment or performance
of any debt contract guarantee or other
270 liability incurred or entered into by the
Council in any way and in particular by
mortgaging or charging all or any of the
lands premises and other property of any
kind both present and future owned by the
Council or occupied or used directly or
275 indirectly by it in connection with the said
Schools or any of them;
- (b) to invest and deal with moneys by purchasing
or taking on lease or hire real or personal
estate or in such other manner as the Council
may from time to time think fit;
- 280 (c) to purchase take on lease or on hire or in
exchange or otherwise by any means whatsoever
acquire any real or personal property and any
rights or privileges which the Council may
think fit;
- 285 (d) to sell improve manage develop exchange lease
dispose turn to account or otherwise deal with
all or any part of the lands premises and other
property of any kind owned by the Council or
occupied or used directly or indirectly by it in
290 connection with the said Schools or any of them;
- (e) to enter into contracts of any kind (including
contracts of guarantee and indemnity) and to
draw make accept endorse discount execute and
issue cheques;
- 295 (f) to lend and advance money or give credit to any
person or company whether on security or not and
to take such security (if any) as the Council
may think fit for money lent or advanced or
credit given by it;
- 300 (g) to employ or appoint or cause to be employed or
appointed such persons on such terms and conditions
and for such periods as the Council or any person
thereto authorised may think fit, and to dismiss or
cause to be dismissed or terminate or cause to be
305 terminated the appointment of any person so employed
or appointed;
- (h) to control the admission withdrawal suspension and expulsion
of pupils and to regulate all matters in connection with
the order and discipline of the said schools with power
to delegate or refer all or any of such matters to the
Headmaster or Headmistress thereof in accordance with
310 the terms and conditions of his or her appointment or
engagement.

315 (i) to appoint such executive or other committee with such powers and duties and to delegate thereto or to a member or employee such matters as the Council may think fit;

320 (j) to solicit and accept real or personal property of any kind by way of gift, subsidy or subvention as the Council may think fit;

325 (k) to consult with the Councils or governing bodies of other Church Schools and independent schools on matters of common interest and subject to this Ordinance to join with such Councils or governing bodies in endeavours to maintain proper standards of education, preserve independence from control by government whether Federal, State or local and regulate relationships with Federal State and local governments;

330 (l) to make such rules or by-laws not inconsistent with this Ordinance as the Council may think fit.

6. Clause 10 of the Principal Ordinance shall be renumbered Clause 14.

7. The Principal Ordinance is further amended by inserting the following clause after Clause 14 thereof:-

335 "15. (1) The Council shall remain and continue to be solely responsible for all liabilities incurred by it or on its behalf.

340 (2) The Council and its members and each of them shall not represent to any person or corporation that the Archbishop of Sydney or the Synod of the Diocese of Sydney or the Standing Committee thereof or any person or persons or any other corporate body or corporation holding church trust property for the Church of England in the Diocese of Sydney or any other corporate body constituted by or pursuant to the Church of England (Bodies Corporate) Act 1938 shall or may meet or discharge all or any part of the liability or liabilities which have been or may or will be incurred wholly or partly by or on behalf of the Council.

350 (3) The Council shall not exercise any power to borrow moneys or any power to guarantee the borrowings of other persons or companies if the amount which it so proposed to borrow or to guarantee when added to the amount of all moneys borrowed or guaranteed by it prior thereto and not repaid prior thereto exceeds in the aggregate One million eight hundred thousand dollars (\$1,800,000.00) or such other amount as may have been last approved by resolution of the Standing Committee.

360 (4) The Council shall not execute or deliver and shall not have power to execute or deliver any mortgage, charge, debenture, guarantee, indemnity or promissory note unless the following clause is included therein:-

365 "Notwithstanding anything contained herein to the contrary, each of the parties hereto acknowledges and agrees that The Council for the Promotion of Sydney Church of England Diocesan Schools shall not be liable to any other party hereto for any amount whatsoever (whether by virtue of any express or implied obligation) beyond such amount (if any) as The Council for the Promotion of Sydney Church of England Diocesan Schools may be able to pay to that party in the event of The Council for the Promotion of Sydney Church of England Diocesan Schools being wound up".

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and such clause is not made subject to any qualification.

- (5) The Council shall not execute or deliver any bill of exchange or other negotiable instrument other than a cheque drawn on the Council's bank account.

380 8. Clauses 11 to 13 inclusive of the Principal Ordinance shall respectively be renumbered as Clauses 16 to 18 inclusive and Clause 15 of the Principal Ordinance shall be renumbered Clause 20.

385 9. The Principal Ordinance is further amended by adding to Clause 14 which shall be renumbered Clause 19 the following additional sentence, namely:-

"For the purposes of affixing the common seal of the Council to any instrument the provisions of Section 7 of the Church of England (Bodies Corporate) Act 1938 shall apply".

10. The Principal Ordinance is further amended by deleting Clauses 15A and 16 thereof and substituting in lieu thereof the following Clauses:-

390 "21. The Council shall comply with the provisions of the Accounts Ordinance 1975 as amended from time to time.

22. This Ordinance may be cited as The Council for the Promotion of Sydney Church of England Diocesan Schools Ordinance 1947 to 1978."

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



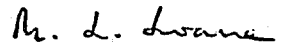
Chairman of Committees

I CERTIFY that this Ordinance was passed by the Standing Committee of the Synod of the Diocese of Sydney on the 20th day of November 1978.



Secretary

I ASSENT to this Ordinance



Archbishop of Sydney

20 / 11 / 1978