

No. 23 1981

AN ORDINANCE to repeal The Home Mission Society Ordinance 1911-1971 and to amend Home Mission Society Ordinance 1971-1976.

WHEREAS

an Organisation known as "The Church Society" was founded in the year 1856, and has ever since carried on the work for which it was established AND WHEREAS by The Home Mission Society Ordinance of 1911 the name of the Organisation was altered to "The Home Mission Society" and the objects membership and management of such Society were defined and set forth together with matters incidental to the effective management and control of the Society AND WHEREAS such Ordinance has been amended and supplemented by subsequent Ordinances AND WHEREAS it is expedient for the purposes of managing governing and controlling the said Society that its Constitution be redefined and that certain ordinances be repealed NOW the Standing Committee of the Synod of the Diocese of Sydney in the name and place of such Synod HEREBY ORDAINS DECLARES DIRECTS AND RULES as follows:-

PART 1

SHORT TITLE

1. (1) This Ordinance may be cited as "Sydney Anglican Home Mission Society Ordinance 1981".

(2) The Home Mission Society Amendment Ordinance 1971-1976 as amended by this Ordinance may be cited as "Sydney Anglican Home Mission Society Ordinance 1971-1981".

PART 11

PRELIMINARY

2. (1) In this Ordinance, unless the context otherwise requires or indicates:-

- (a) "Archbishop" means the Archbishop of the Diocese of Sydney, or in his absence his Commissary, or if the See be vacant the Administrator of the Diocese.
- (b) "Council" means, the Council referred to in clause 5 hereof and constituted a body corporate by the provisions of the Home Mission Society Amendment Ordinance 1971-1976 under the Church of England (Bodies Corporate) Act 1938.
- (c) "Diocese" means the Diocese of Sydney.
- (d) "Society" means "The Church Society" as founded in 1856 and renamed as "The Home Mission Society" in 1911 henceforth to be known as the "Sydney Anglican Home Mission Society".
- (e) "Synod" means the Synod of the Diocese of Sydney.
- (f) The singular includes the plural and vice versa, and the masculine includes the feminine and vice versa.

(2) The Society shall henceforth be known as the "Sydney Anglican Home Mission Society".

3. (1) The Home Mission Society Ordinance 1911-1971 is hereby repealed.

(2) The Home Mission Society Amendment Ordinance 1971-1976 is hereby amended by repeal of the provisions thereof save and except so much of clause 14 thereof as appears in the Schedule hereto which shall in any reprint be renumbered clause 3(6).

(3) The repeal effected by sub-clause (1) of this clause and the amendment effected by sub-clause (2) of this clause shall not affect the past operation of The Home Mission Society Ordinance 1911-1971, or the Home Mission Society Amendment Ordinance 1971-1976, or anything suffered done or commenced or any right privilege obligation or liability acquired accrued or incurred thereunder and the trusts created by the said Ordinances shall be valid in the manner and the extent provided by this Ordinance.

(4) All offices established and all persons elected or appointed to and holding office under The Home Mission Society Ordinance 1911-1971 and the Home Mission Society Amendment Ordinance 1971-1976 shall continue and shall be subject to the provisions of this Ordinance as if it had been in force at the time such offices were established and such persons were elected or appointed as if they had been established elected or appointed respectively hereunder. Provided that clause 9(i) shall not apply prior to 31 August 1984.

(5) Save as aforesaid this Ordinance shall apply to all matters and things made done or commenced under The Home Mission Society Amendment Ordinance 1911-1971 and the Home Mission Society Amendment Ordinance 1971-1976 and at the commencement of this Ordinance of any force or effect or capable of acquiring any force or effect by virtue of the said repealed Ordinances as if this Ordinance had been in force at the time when they were made done or commenced and they were made done or commenced hereunder.

PART 111

OBJECTS OF THE SOCIETY

4. The objects of the Society shall be to further the work of the Church of England in Australia within the Diocese of Sydney by proclaiming the love of God as shown in Christ in promoting and conducting activities of a pastoral missionary, social welfare and charitable nature to be executed by the relief of poverty or other charitable means.

PART IV

COUNCIL AND MEMBERS

5. (1) The Society its objects and its property both real and personal shall be under the management administration and control of a Council consisting of the following:-

- (a) The Archbishop who shall be President (ex officio) and who may appoint from time to time such person as he may deem fit to act in his place and stead as Chairman of the Council.
- (b) The Assistant Bishops of the Diocese (ex officio).
- (c) The Dean of Sydney and the Archdeacons of the Diocese with territorial jurisdiction (ex officio).
- (d) An Honorary Treasurer (ex officio) to be elected annually by the Council.
- (e) The chief executive officer of the Society whether known as the General Secretary or Director or by any other title (ex officio) who shall be a person approved by the Archbishop and appointed or reappointed for a term of not more than five years by the Council.

- (f) Three persons clerical or lay appointed by the Archbishop for terms of three years.
- (g) Eighteen persons elected by Synod of whom nine shall be clergymen and nine laymen.
- (2) Nine members of the Council shall form a quorum.

6. One-third of each class of the members of the Council elected by Synod shall retire annually at each ordinary session of Synod, but nevertheless such members shall be eligible for reappointment. Those to retire at the first and second ordinary sessions of Synod after the date on which this Ordinance is assented to shall be those persons who would then have retired had The Home Mission Society Ordinance 1911-1971 and clause 10 of the Home Mission Society Amendment Ordinance 1971-1976 not been repealed.

7. The provisions of the Casual Vacancies Ordinance 1935 and the Elections Ordinance 1970 as amended from time to time shall apply to this Ordinance.

8. The persons holding the offices of General Secretary and Honorary Treasurer of the Society immediately before this Ordinance comes into force shall continue to hold such offices respectively under the provisions of this Ordinance.

9. The office of any member of the Council shall become vacant if:-

- (a) He die.
- (b) He resign by writing under his hand addressed to the Secretary of Standing Committee.
- (c) He become bankrupt.
- (d) He be convicted of any offence punishable by imprisonment for three months or longer.
- (e) He be absent from three consecutive ordinary meetings of the Council without leave of absence.
- (f) He become a patient or an incapable person or a mentally ill person within the provisions of the Mental Health Act, 1958.
- (g) He become an employee of the Society.
- (h) He become the holder of an office under the Society or under the direction of the Society's Director of Chaplains.
- (i) He attain the age of 72 years.

10. The Council shall have the power for the purpose of and within the objects of the Society to receive manage and control all real and personal property of the Society together with the income derived therefrom and further shall have the power to use and apply as well the income as the capital of such real and personal property for the purposes of such objects subject however to the terms and conditions of any specific trusts in respect of such property.

11. Without prejudice to the generality of the powers and limitations herein provided the Council may do all or any of the following:

(1) Appoint employ and remove such agents and servants as the Council may deem necessary to carry on the objects of the Society and determine their powers and duties and fix from time to time their remuneration fees salaries or emoluments but nevertheless shall not remove the General Secretary without the consent of the Archbishop.

(2) Establish such bank account or accounts as the Council may deem appropriate and desirable and determine in what manner and by whom such accounts should be operated upon.

(3) Delegate from time to time such of its powers as it may deem fit to committees consisting of such member or members of the Council or other persons as it may appoint. Any committee so formed shall in the exercise of the powers so delegated conform to any regulation or direction that may from time to time be imposed upon it by the Council.

(4) Borrow money either without security or secured by legal or equitable mortgage or other security on all or any assets of the Society subject to the trusts thereof and to clause 15 (2) hereof provided that the Council shall not exercise any power to borrow moneys if the amount which it proposed to borrow when added to the amount of all moneys borrowed by it prior hereto and not repaid exceeds one million dollars (\$1,000,000) or such other amount as may have been last approved by resolution of the Standing Committee.

(5) Sell lease exchange or otherwise dispose of or deal with all or any of the assets of the Society for such consideration and subject to such terms and conditions and otherwise in such manner as the Council may deem expedient.

(6) Pay all costs charges and expenses of and incidental to the management administration and control of the said real and personal property of the Society.

12. (1) With respect to all property and moneys held by it the Council may invest or use the whole or any part thereof in any one or more of the following investments or purposes that is to say:

- (a) Investments for the time being allowed by law for investment of trust funds.
- (b) Purchase within the Commonwealth of Australia of real or leasehold estate or land held pursuant to rights created by any statute of the Commonwealth of Australia or any of the States thereof.
- (c) First mortgage of land situated within the Commonwealth of Australia.
- (d) Funds stocks securities bonds debentures or treasury bills of or guaranteed by the Government of the Commonwealth of Australia or of any State thereof.
- (e) Deposits in any savings bank or trading bank or in any insurance company carrying on business in the Commonwealth of Australia.
- (f) Charge or charges upon any church lands within the Commonwealth of Australia or future rents profits or other income thereof.
- (g) Construction repair and alteration of buildings and any other improvements on land acquired as hereinbefore provided.
- (h) (i) Debentures, debenture stock, stock and notes of or issued by any corporation;
 - (ii) shares in any corporation;
 - (iii) interest in any unit trust being interests which are being or have been offered to the public, in New South Wales, for purchase and such unit trust has not been disapproved by resolution of the Synod or Standing Committee for investment purposes;
 - (iv) cash deposits with authorised dealers on the short term money market

PROVIDED THAT the word 'corporation' where used in this paragraph (h) shall mean a 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 the Synod by resolution thereof or by the Standing Committee by resolution thereof.

- (i) Placement of moneys on short call deposit with any corporation or organisation constituted by ordinance of Synod.
- (j) Investment in any security authorised by an ordinance of Synod as an investment for church trust property.
- (k) Such business commercial trading or other project venture activity or investment of which Standing Committee may by resolution approve for the purpose of investment.

- (1) (i) Placement of moneys or other property real or personal whether or not subject to separate trusts into a pool for investment and in respect of such pooled moneys or property the Council may average gains losses and interests and deal with all matters and do all things incidental to such pooling.
- (ii) Subject to the provisions of this Ordinance balances to the credit of the pool herein referred to shall be held for investment as herein provided and the income interest and profits derived therefrom shall be credited to an account to be called the Interest Suspense Account and shall be allocated therefrom in the following manner:-

- (a) On all capital balances on current account forming part of the pool.
- (b) On income balances on current account forming part of the pool where in the opinion of the Council such income should be interest earnable.

Interest allowed in respect of income balances shall be computed from such date as the Council may determine.

- (c) Interest income and profits from time to time held in the Interest Suspense Account shall be credited at such rate and at such time or times as the Council may determine.
- (d) Whereafter allowing interest as hereinbefore provided a surplus of interest income and profits remains within the Interest Suspense Account such surplus or so much thereof as the Council may determine may be applied for the general purposes of the Society in such manner as the Council may decide.

(2) The Council may from time to time realise or vary any of the investments made pursuant hereto but subject nevertheless to the approval of Standing Committee in respect of any investment falling within clause 12(1)(k) of this Ordinance.

(3) The Council may retain any real or personal property the subject of any gift devise or bequest to the Society in the same form and condition and invest it in the same manner as existed at the time of such gift devise or bequest and may subject to the limitations contained in paragraph (h) of sub-clause (1) hereof reinvest it in the same manner.

13. Each member of the Council shall be indemnified out of the assets of the Society against all loss or liability which he may have properly incurred for or on behalf of the Society or to which he may be subject by reason of being or having been a member of the Council other than those occasioned by his own wilful act or default.

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

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

(2) The Council and its members and each of them shall not represent to any person or persons or corporation that the Archbishop or the Synod 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 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 any liability or liabilities which have been or may or will be incurred wholly or partly by or on behalf of the Council.

16. The Council shall furnish to the Synod or the Standing Committee of Synod any information as to the Society's affairs which it may be requested to furnish in pursuance of a resolution of Synod or Standing Committee and shall at least once in each year present a report to the Synod and shall present income and expenditure accounts and balance sheets duly audited and such other information as may be required from time to time by resolution of Synod.

17. The Council from time to time may make rules regulations or by-laws for carrying out the provisions of this Ordinance not being inconsistent with the provisions of this Ordinance and repeal or amend such rules regulations or by-laws and substitute others in lieu thereof. The Council shall forward a copy of such rules regulations or by-laws to the Standing Committee of the Synod which shall lay the same on the table of the next ordinary session of the Synod.

SCHEDULE

It is expedient for the purpose of managing governing and controlling the Society that the persons who for the time being and from time to time are members of the Council should be constituted a body corporate and accordingly the members for the time being and from time to time of the Council shall be a body corporate under the name of "Sydney Anglican Home Mission Society Council" or under such name as Synod by ordinance may from time to time determine.

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

E.D. CAMERON

Chairman of Committees

I CERTIFY that this Ordinance was passed by the Standing Committee of the Synod of the Diocese of Sydney on the 27th day of July 1981.

W.G.S. GOTLEY

Secretary

I ASSENT to this Ordinance.

M.L. LOANE

Archbishop of Sydney
27/7/1981.