

**GRAFTON DIOCESAN GOVERNANCE ORDINANCE 2008
AMENDING ORDINANCE (ANGLICAN FUNDS GRAFTON DIOCESE) 2017
Ordinance No. 5 of 2017**

An Ordinance to amend the Grafton Diocesan Governance Ordinance 2008 with regard to Anglican Funds Grafton Diocese.

PREAMBLE

Whereas the provisions for the operations of Anglican Funds Grafton Diocese are contained within Chapter 18 of the Grafton Diocesan Governance Ordinance 2008; and

Whereas it is desirable to have the Ordinance amended;

Therefore, the Bishop, Clergy and Laity of the Diocese of Grafton, assembled as the Synod, decree and enact as follows:

AMENDMENTS

1. Chapter 18 of the Grafton Diocesan Governance Ordinance 2008 is amended by deleting the present Chapter 18 and substituting in place thereof the Schedule to this Ordinance.
2. Replace sub-clause 62.1 (b) with "acting as Secretary to Bishop-in-Council, The Corporate Trustees and the Buildings and Property Committee and as a member of the Board of Anglican Funds Grafton Diocese;".

COMMENCEMENT

3. This Ordinance shall come into effect upon receiving the assent of the Bishop.

SHORT TITLE

4. This Ordinance may be cited as the Anglican Funds Grafton Diocese Amending Ordinance 2017.


ASSENT


We hereby certify that this Ordinance was passed by Synod on the 18th day of June, 2017 and that the Ordinance as printed is in accordance with the Ordinance as passed.


.....
Chair of Committees


.....
Registrar

I assent to this Ordinance.


.....
Bishop


.....
Date

SCHEDULE

CHAPTER 18 - ANGLICAN FUNDS GRAFTON DIOCESE

Mission and Role

- 218.1 A Fund herein called the Anglican Funds Grafton Diocese created under the Diocese of Grafton Investment Fund Ordinance 1981 and continued under the Grafton Diocese Investment Fund Ordinance 1996 is hereby continued.
- 218.2 The Mission of Anglican Funds Grafton Diocese (AFGD) is to be a fiscally responsible commercial entity which generates financial resources to support and serve the community of faith that is the Anglican Diocese of Grafton.
- 218.3 AFGD's role is to seek deposits of funds which it invests, or lends for profit to assist and grow the mission of the Anglican Church in the Diocese. AFGD provides funds from any surplus achieved in any given year to the Anglican Diocese of Grafton.
- 218.4 AFGD shall act in the interests of depositors, provide returns where possible to the Anglican Diocese of Grafton and optimise returns on investment funds within prudent limits and diversity.
- 218.5 Any Ordinance repealed by the Governance Ordinance 2008 shall not affect the Board of the Anglican Funds Grafton Diocese or the members of that AFGD Board or the property accepted on deposit and invested by the AFGD Board or any contracts, acts and things undertaken or agreed to by the AFGD Board.

Purposes of the Fund

- 219.1 The purposes of the Fund shall be:-
- 219.1.1 to receive deposits
 - 219.1.2 to pay interest on such deposits at such rates as shall from time to time be determined by the AFGD Board.
 - 219.1.3 to optimise returns, within prudent limits to the Fund
 - 219.1.4 to make available to Bishop-in-Council funds from any surplus achieved in any given year, after creation of all necessary provisions and reserves as determined by the AFGD Board.
 - 219.1.5 to make available by way of loans as approved by the AFGD Board from time to time to Parishes, Diocesan Bodies Corporate, clergy and full time Stipendiary Lay Ministers sums of money from the Fund at such interest rates as determined by the Board.
 - 219.1.6 to invest such funds as from time to time are not required for the purposes mentioned in Clauses 219.1.2, 219.1.4 and 219.1.5 in such a manner as is authorised by The Corporate Trustees.

Board of Management

- 220.1 The Fund shall be under the control of The Corporate Trustees of the Diocese of Grafton who shall be empowered to delegate to the AFGD Board responsibility for the administration and management of the Fund and reporting to the Corporate Trustees and development and recommendation of changes to AFGD Policy, for review and approval by The Corporate Trustees.
- 220.2 Members of the AFGD Board shall be "Fit and Proper Persons" as defined by the Australian Securities and Investment Commission (ASIC) and the Australian Prudential Regulatory Authority (APRA), in consequence of that, have experience

or skills relevant to the management of a Religious Charitable Development Fund (RCDF) as defined by APRA.

- 220.3 A Fit and Proper Person as defined by ASIC and APRA Prudential Standard CPS 520 to engage in credit activities means that the person:
- 220.3.1 is competent to operate a credit business (as demonstrated by the person's knowledge, skill and experience);
 - 220.3.2 has the attributes of good character, diligence, honesty, integrity and judgement;
 - 220.3.3 is not disqualified by law from performing their role in AFGD's credit business;
 - 220.3.4 either has no conflict of interest in performing their role in AFGD's credit business, or any conflict that exists will not create a material risk that the person will fail to properly perform their role in AFGD's credit business.
- 220.4 The Bishop, Bishop-in-Council and the AFGD Board will ensure that the AFGD Board has the appropriate level of skills and experience required to properly fulfil its responsibilities, with special emphasis on legal, financial, business and strategic skills and will review the mix of skills and experience of its members on a regular basis.
- 220.5 Where the appropriate skills are not within the skills of the individual Board members AFGD Board will make arrangements for ready access to such skills.
- 220.6 The AFGD Board shall consist of:
- 220.6.1 Up to a maximum of eight members and a minimum of four members appointed by the Bishop in consultation with Bishop-in-Council..
 - 220.6.2 In addition to 220.6.1, the Bishop and the Registrar shall be ex-officio members of the AFGD Board.
 - 220.6.3 A quorum shall consist of half of the AFGD Board members, rounded up to the nearest whole number, whether the Board member is present in person or via virtual or electronic participation, as agreed by the AFGD Board.
- 220.7 Membership of the AFGD Board shall be subject to the following:
- 220.7.1 A term of membership shall be 3 years;
 - 220.7.2 A member is eligible for reappointment to a maximum of 3 consecutive terms or 9 years served consecutively subject to the transition arrangements in 220.8;
 - 220.7.3 A member vacates the AFGD Board when a member:
 - (a) resigns, or
 - (b) dies, or
 - (c) becomes physically or mentally ill to a point that in the opinion of a majority of members interferes with that member's ability to continue to carry out a function, or
 - (d) becomes bankrupt, or
 - (e) is convicted of an indictable offence, or
 - (f) fails the requirements for Fit and Proper Person in the opinion of a majority of members or in the opinion of The Corporate Trustees of the Diocese of Grafton, or
 - (g) is removed from office by the Bishop, or
 - (h) is ineligible to hold office in the Anglican Church arising from a professional standards investigation, or

(i) is absent without leave for three consecutive meetings of the AFGD Board.

220.8 The members of the AFGD Board immediately preceding the 2017 Synod may continue as members until no later than the later of the 2020 Synod or 9 years of consecutive service.

220.9 The Chair of the AFGD Board

220.9.1 The Chair of the AFGD Board must be a member and shall be appointed as Chair by the Bishop.

220.9.2 The Chair will initially be appointed to hold office for the balance of their term as a member of the AFGD Board.

220.9.3 The Bishop may reappoint the Chair, subject to their continuing appointment as a member of the AFGD Board.

220.9.4 The Chair may be removed from the office of Chair by the Bishop, following consultation with the AFGD Board.

Board Meetings

221.1 The AFGD Board shall meet at least 8 times in a calendar year.

221.2 Meetings shall be conducted in accordance with the AFGD Board Governance Charter.

Anglican Funds Grafton Diocese – Governance and Performance

222.1 The AFGD Board shall adopt and continuously review the following governance documents to assist it in maintaining best practice:

222.1.1 Board Governance Charter

222.1.2 Strategic Plan

222.1.3 Annual operating budgets

222.1.4 Annual Financial Statements in accordance with Australian Accounting Standards.

222.1.5 A framework of appropriate policies and procedures for investment, risk management, performance monitoring and operation of the Fund where each of these documents has been submitted to the Corporate Trustees for approval.

222.2 Relevant Key Performance Indicators (KPI's) shall be established and reviewed.

222.3 The AFGD Board shall arrange appropriate insurance cover through the Diocesan Master Insurance Policies.

222.4 The AFGD Board shall at all times ensure compliance with and maintenance of current Banking Exemption notes which provide exemption from the Banking acts or any legislation by Federal Government body relevant to the activities of AFGD that may be promulgated from time to time.

Oversight and Audit

223.1 Minutes of each meeting of the AFGD Board shall be made available to the Corporate Trustees.

223.2 The AFGD Board shall cause the Accounts of the Fund to be audited by the Diocesan Auditor for each year ending on 31st December.

Reports

- 224.1 The AFGD Board shall submit to Synod an annual report on the operations of the Fund and audited financial statements.
- 224.2 The AFGD Board shall, on not less than a bi-monthly basis, submit to the Corporate Trustees a report on the operations of the Fund and a current financial statement.