

**GRAFTON DIOCESAN GOVERNANCE ORDINANCE 2008
AMENDING (BISHOP-IN-COUNCIL) ORDINANCE 2012**

Ordinance No. ~~10~~ of 2012

An Ordinance to amend the Grafton Diocesan Governance Ordinance 2008 relating to the Bishop-in-Council of the Diocese.

PREAMBLE

WHEREAS presently the construct and function of the Bishop-in-Council of the Diocese of Grafton is contained within Chapter 8 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 decree and enact as follows:

AMENDMENT

1. Chapter 8 of the Grafton Diocesan Governance Ordinance is amended by deleting the present Chapter 8 and substituting in place thereof the Schedule to this Ordinance.
2. This Ordinance may be cited as The Grafton Diocesan Governance Ordinance 2008 Amending (Bishop-in-Council) Ordinance 2012
3. This Ordinance shall come into effect upon receiving the assent of the Bishop.

ASSENT

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


.....
Chairman of Committees

I certify that this Ordinance was passed by Synod on the 16 day of September, 2012.


.....
Registrar

I assent to this Ordinance.


.....
Bishop.

GRAFTON DIOCESAN GOVERNANCE ORDINANCE 2008

AMENDING (BISHOP-IN-COUNCIL) ORDINANCE 2012

SCHEDULE

CHAPTER 8 – BISHOP-IN-COUNCIL

- 46 Mission and Ministry**
The Mission and Ministry of Bishop-in-Council is to assist and support the Bishop in all matters pertaining to the temporal affairs of the Church and Diocese and in all matters pertaining to the mission and ministry of the Church as determined by the Bishop and in all such matters the Bishop shall act by and with the consent of the Council.
- 47 Objectives**
This Chapter seeks to provide an operational framework within which Bishop-in-Council may plan for those matters of Diocesan governance, structure, strategy, vision, direction and policies which will allow the Bishop, Ministers, administrators and the people of the Diocese to more effectively and efficiently proclaim the Kingdom.
- 48 Functions**
48.1 Bishop-in-Council acts for Synod between Synods and is responsible and accountable to Synod and the wider Church:
- (a) for establishing strategies and goals for the Mission and Ministry of the Church in the Diocese and for the execution of those strategies and the attainment of those goals;
 - (b) for the nurturing and oversight, in consultation with the Bishop, of the well-being of Ministry Units;
 - (c) for the proper management of the property and financial resources of the Diocese for the purposes of carrying out and sustaining the Mission and Ministry of the Church in the Diocese; and
 - (d) for the supervision of the affairs of Diocesan agencies and incorporated bodies.

48.2 Bishop-in-Council is the Standing Committee of Synod between Synods and, in that capacity, exercises such of the powers and functions of the Synod as the Synod may and has delegated to Bishop-in-Council by Ordinance and are allowed by the Constitutions of the Church and relevant Acts of Parliament.

49 Composition

49.1 The composition of Bishop-in-Council is intended to bring together with the Bishop key members of Diocesan ministry – clergy and laity - who are representative of a spread of interests in the Diocese, including the interests of rural and urban parishes, Ministry Units and major Diocesan agencies.

49.2 The Synod intends that the appointment or election of members of Bishop-in-Council will reflect the diverse ministries of the Diocese and its geographic spread.

49.3 The members of Bishop-in-Council are–

- (a) the Bishop;
- (b) the ex officio members:
 - (i) the Archdeacons;
 - (ii) the Dean;
 - (iii) the Chancellor;
 - (iv) the Registrar;
 - (v) the Diocesan Treasurer;
 - (vi) the Chair of Committees;
 - (vii) the Chair of the Diocesan Property Board; and
 - (viii) the Ministry Development Officer.
- (c) where Synod, Bishop or Bishop-in-Council has resolved that there be a Diocesan structure wherein certain Ministry Units are grouped so as to provide more effective mission and ministry, or for administrative purposes, and there are more than three and less than nine of such groupings, then
 - i) if the Bishop has appointed a clergy person to have oversight of each group, such clergy persons shall be members, else

- one elected for each group at the first session of each Synod from and by the Clerical Synod Representatives of that group, and
 - ii) if the Bishop has appointed a lay person to have oversight of each group, such lay persons shall be members, else
 - one elected for each group at the first session of each Synod from and by the Lay Synod Representatives of that group;
- (d) if clause 49.3(c) is not applicable then eight Clerical and eight Lay members of Synod elected at the first session of each Synod by their respective Houses;
- (e) if clause 49.3(c) applies then two Clerical and two Lay members of Synod elected at the first session of each Synod by their respective Houses; and
- (f) three members qualified to be Synod Representatives (either clergy or laity) appointed by the Bishop.

49.4 The appointed members and the elected members of Synod hold office from the date of their appointment or election until the last day of the first session of the next Synod.

50 Election of Members

An election for the clerical and lay members of Bishop-in-Council from Synod shall be held during the first session of each Synod.

51 Vacancies

Where a vacancy occurs in the office of an elected member, Bishop-in-Council may appoint a member of the clergy or of the laity, as the case may be, who is eligible or qualified in the same way as the original person elected to fill the vacancy until the next session of Synod at which an election shall be held to fill the vacancy.

52 Termination of Membership

52.1 As Bishop-in-Council acts for Synod, exercising the powers delegated by Synod, a person elected by Synod may not remain a member of Bishop-in-Council if that person ceases to be a member

of Synod or becomes ineligible to be summoned as a member of Synod.

52.2 An elected or appointed member of Bishop-in-Council:

- (a) may resign in writing to the Bishop and the resignation takes effect on a stipulated day or if no date is stipulated when it is received by the Bishop;
- (b) ceases to be a member of Bishop-in-Council if that person is absent from three consecutive meetings without the leave of Bishop-in-Council.

52.3 A person who is a member of Bishop-in-Council by virtue of holding an office ceases to be a member of Bishop-in-Council when the person ceases to hold that office.

52.4 A clerical member of Bishop-in-Council ceases to be a member if he or she ceases to be a member of Synod or becomes ineligible to be summoned to Synod.

52.5 A lay member of Bishop-in-Council ceases to be a member if he or she ceases to be a member of Synod or becomes ineligible to be summoned to Synod.

52.6 A member of Bishop-in-Council ceases to be a member of Synod, and thus of Bishop-in-Council, if he or she ceases to be a member of the Church.

52.7 Any member of Bishop-in-Council, other than the Bishop, may be removed by a resolution of Synod or Bishop-in-Council after the member has been given an opportunity to be heard on the reasons for the proposed removal.

53 Bishop and Bishop-in-Council – Relationship

53.1 The Bishop is President and Chair of and presides at meetings of Bishop-in-Council.

53.2 A decision of Bishop-in-Council does not take effect unless the Bishop assents to the decision.

53.3 The Bishop may not act alone, unless so authorised by Bishop-in-Council, in any matter that involves

- (a) the disposition or management of property; or

- (b) the expenditure of money, other than money in respect of which the Bishop has sole discretion as to its application, unless the action is in accordance with a decision of Bishop-in-Council ; or
- (c) substantial change to the Diocesan budget.

This sub-clause does not apply where as a matter of necessity urgent action is required and it is impracticable to obtain a formal decision of Bishop-in-Council or the Executive Committee.

53.4 Where, in accordance with the previous sub-clause, the Bishop has taken, as a matter of necessity, urgent action without first obtaining the agreement of the Bishop-in-Council or the Executive Committee, the Bishop must, as soon as practicable thereafter, report the actions to the members of the Bishop-in-Council.

53.5 Nothing in this section will be taken to limit the position of the Bishop in Bishop-in-Council.

54 Accountability

54.1 Bishop-in-Council must report to each ordinary annual session of Synod.

54.2 The report must set out the strategies and goals adopted by Bishop-in-Council and the extent to which it considers that it has implemented and achieved those strategies and goals.

54.3 Bishop-in-Council must table the Financial Statements of the Diocese for the preceding calendar year and an estimate of the financial outcomes for the Diocese for the ensuing calendar year in accordance with the strategies adopted by Bishop-in-Council.

54.4 The Bishop-in-Council report is to include all actions and outcomes in respect to resolutions and notices of motion referred to it by Synod.

55 Meeting Procedures

55.1 Meetings of Bishop-in-Council are convened by the Registrar at the direction of the Bishop or at the request of a quorum of the Council.

55.2 Bishop-in-Council must meet at least four times in each year.

55.3 A quorum of Bishop-in-Council consists of five ordained members, other than the Bishop, and five lay members.

- 55.4 The Bishop presides at meetings of Bishop-in-Council at which the Bishop is present.
- 55.5 In the absence of the Bishop from Bishop-in-Council the Commissary shall preside and if the Commissary shall not be present, the next most senior member of the clergy shall be Chair for that meeting only. Decisions of Bishop-in-Council without the Bishop do not take effect until the Bishop (or the Administrator if there is no Bishop) assents to the decisions.
- 55.6 Subject to this Ordinance, the procedures to be followed at meetings of Bishop-in-Council are a matter for Bishop-in-Council.
- 55.7 A meeting of Bishop-in-Council, or any Executive Committee, may be held by any electronic, audio or video telecommunication between the members of the Council or between members of the Council present together in one or more places and in audio or video telecommunication with other members of Bishop-in-Council not so present.
- 55.8 A vote of members of Bishop-in-Council otherwise than at a meeting may be taken by mail, facsimile transmission, electronic means, telephone or other means of communication.
- 55.9 A resolution on which a vote is taken in accordance with the previous sub-clause is to be taken to have been agreed to by Bishop-in-Council if a majority of members able to vote do so in favour of the resolution.
- 55.10 Where a vote is taken in accordance with subclause 55.9 the Registrar must record the motion upon which the vote is taken and the vote of each voting member. The record of the motion, the voting for and against, and the date of the resolution must be kept with the minutes of Bishop-in-Council.

55A Consideration of a Bill by Bishop-in-Council

- 1) At the time of moving a motion that a bill be approved in principle the mover may seek the leave of Bishop-in-Council to introduce the bill with amendments to the bill as circulated to each member. If such leave is given the bill as so introduced shall be the bill to be debated.
- 2) When a motion that a bill be approved in principle has been moved and spoken to by the mover and seconded, the President shall ask if

any member or members wish to ask the mover or seconder any question or questions to assist members to elucidate the purpose and intended effect of the bill, and any member may then ask any such question which may thereupon be answered by the mover or seconder. Further such questions may be asked and answered until the President announces that the debate shall proceed.

- 3) A person who has asked or answered a question during the period referred to in paragraph (2) shall not, for the purpose of the ensuing debate, be deemed to have spoken on the motion by virtue only of having asked or answered such question.
- 4) After the President shall have announced that the debate shall proceed, the general principle of the bill shall be debated.
- 5) If the motion that the bill be approved in principle be decided in the negative the bill shall lapse.
- 6) When Bishop-in-Council has agreed to a motion that a bill be approved in principle, the President shall ask if any member wishes to debate the bill in Committee.
- 7) If any member shall answer "Yes" then Bishop-in-Council shall, without motion being moved, forthwith be deemed to have resolved itself into Committee to consider the bill in detail, unless Bishop-in-Council resolves that consideration of the bill by the Committee be an order of the day for another time.
- 8) If no member shall answer "Yes", the motion that the bill do now pass may be moved forthwith without notice or may be made an order of the day for another time.
- 9) If a bill is considered in Committee, the Chair of Committees may allow the bill to be considered:
 - (a) as a whole;
 - (b) clause by clause;
 - (c) by groups of clauses or by groups of clauses and single clauses; or
 - (d) in a manner which the Chair considers will best facilitate consideration of the amendments of the bill that are to be proposed.
- 10) In Committee if the bill is not taken as a whole:
 - (a) the title and short title and the preamble (if any) are postponed until after the clauses have been agreed to; and
 - (b) the question shall be put by the Chair in respect of each clause or each group of clauses, as the case requires, that it be agreed to; and
 - (c) when the clauses have all been agreed to either with or without amendment, the question shall be put, first in respect

of the preamble (if any) then in respect of the title and short title, that it be agreed to.

- 11) Upon the Committee completing its consideration of a bill:
 - (a) the Bishop-in-Council shall be deemed to be reconvened and the Chair shall report to the President the bill as agreed by the Committee;
 - (b) the President shall, without a motion being moved, put to Bishop-in-Council the question 'that the report be agreed to': which question shall be open to amendment that the bill, or a specified clause, be recommitted to the Committee to consider an amendment.
- 12) When the question that the report of the Chair be agreed to has been put to and passed by Bishop-in-Council, the motion that the bill do now pass may be moved forthwith without notice or made an order of the day for another time.
- 13) A motion that a bill do now pass shall be open to amendment that the bill, or a specified clause, be recommitted to the Committee to consider an amendment.
- 14) If a bill, or a clause of a bill, is recommitted to the Committee:
 - (a) Bishop-in-Council shall, without a motion being moved, forthwith be deemed to have resolved itself into Committee to consider the proposed amendment;
 - (b) the procedure in Committee shall, as nearly as practicable, be the same as the procedure following the passing of the motion that the bill be approved in principle except that the Committee shall consider only amendments relating to the purpose of its recommitment; and
 - (c) the procedure following completion of the consideration of the bill in Committee shall, as nearly as practicable, be the same as that following completion of consideration of the bill in Committee in the first instance.

55B Bishop's Assent

When Bishop-in-Council has agreed that a bill do pass, the bill shall be presented to the Bishop to be signified whether or not the Bishop assents to it.

56 Groups, Committees and Commissions

56.1 Bishop-in-Council may appoint such task or working groups or committees or Commissions as it considers necessary to assist it in the discharge of its functions, and may make appropriate provision through terms of reference or a constitution for membership and procedures to be followed by any such task or working group or committee or Commission established under this sub-clause and

provide such powers or functions to them as it considers appropriate. Such task or working groups or committees or Commissions may have members who are not members of Bishop-in-Council and in appointing the members Bishop-in-Council shall have regard to gender balance.

56.2 Bishop-in-Council shall establish a Diocesan Audit Committee (the Charter of the Diocesan Audit Committee is as contained in Chapter 19), and a Salary and Allowance Committee to be chaired by suitably qualified and experienced persons. Bishop-in-Council shall appoint as members of these committees such persons as it considers appropriate and shall in consultation with those Committees prescribe the Rules, Standing Orders or Constitutions of those Committees.

56.3 The terms of reference and membership and basis of appointment of any task or working group or committee or Commission shall be regularly reported in a public Record of the Diocese.

57 Duties

57.1 It shall be the duty of Bishop-in-Council to:

- (a) discharge such of the powers and functions as have been or shall hereafter be delegated to it under the provisions of any Ordinance and the provisions of the *Anglican Church of Australia Trust Property Act 1917*;
- (b) provide a governance and planning framework, structure, strategy, vision, and policy direction for the Diocese;
- (c) manage and administer all the Diocesan Funds, except those for which other provision has been made, to assign the salaries and make the payments connected with the conduct of Diocesan business, to submit to Synod a report upon such financial matters together with the auditor's report thereupon;
- (d) receive and consider the six monthly report of the Salary & Allowances Committee and determine a minimum amount

- of stipend and allowances payable to the Bishop, Clergy, Stipendiary Lay Ministers and the Registrar;
- (e) elect or appoint from time to time such number of persons to be members of or fill vacancies in, any committee, commission, board or other as by the respective Ordinance or Resolution of Synod is directed;
 - (f) fill vacancies during the recess of Synod in the representatives of General and Provincial Synod, the Panel of Triers and in any other committee, Commission, board or other body elected or appointed by Synod or Bishop-in-Council;
 - (g) prepare an annual Diocesan budget showing
 - (i) the sum of money required to administer the Bishopric, Registry Office, Diocesan Entities and Ministries;
 - (ii) the amount available from rents, charges, fees and investments including the Bishopric Endowment; and
 - (iii) the amount (the Pledge) to be contributed by the Ministry Units of the Diocese for general Diocesan purposes;
 - (iv) and report such draft budget to Synod for amendment or adoption. The authority of Bishop-in-Council to seek a contribution or Pledge from Ministry Units is hereby affirmed;
 - (h) make arrangements for the sessions of Synod of the Diocese, to prepare the business to be brought before Synod and to report to each Session of Synod transactions of Bishop-in-Council during the intervening period;
 - (i) publish a Record of the Diocese containing inter alia a report of the proceedings of Synod;
 - (j) discharge all duties specifically assigned to it from time to time by Synod by Ordinance or resolution and generally, during the recess of Synod, guide and control the temporal

affairs of the Diocese consistently with the Constitutions of the Church and the Ordinances of Synod.

58 Diocesan Treasurer

58.1 There shall be a Diocesan Treasurer who shall be elected by Bishop-in-Council at its first meeting after the first Session of each Synod;

58.2 The person so appointed Diocesan Treasurer shall be ex-officio a voting member of the Synod of the Diocese and of Bishop-in-Council;

58.3 The Diocesan Treasurer may be removed from office by Synod or Bishop-in-Council at either's discretion, the opportunity having first been given to the Diocesan Treasurer to be heard on the reason for removal.

59 Duties of the Diocesan Treasurer

59.1 It shall be the duty of the Diocesan Treasurer to:

- (a) have oversight of the financial affairs and accounts of the Diocese;
- (b) report to each Session of the Synod upon financial matters of the Diocese generally and upon the management and investment of the moneys and property of the Church held upon trust; and
- (c) report regularly to Bishop-in-Council on the financial management of the Diocese.

60 Registrar

60.1 There shall be a Registrar of the Diocese who may be a layperson or an Ordained Person and who shall be a communicant member of the Anglican Church of Australia.

60.2 The Registrar shall be a person qualified or experienced in a field appropriate to the role such as business, management, finance or similar and shall be a 'fit and proper' person under the Australian Prudential Regulatory Authority guidelines.

61 Appointment of the Registrar

61.1 The Registrar shall be appointed by Bishop-in-Council.

61.2 An Acting Registrar may be appointed in writing by the Bishop or Registrar to act in periods of the absence of the Registrar and such

writing may prescribe the period of such appointment, the extent and degree of delegation to the Acting Registrar.

62 Duties of the Registrar

62.1The duties of the Registrar include

- (a) discharging and carrying out all such work as shall properly attach to the office of Registrar including the registering of the official acts of the Bishop;
- (b) acting as Secretary to Bishop-in-Council, The Corporate Trustees and the Grafton Diocese Investment Fund;
- (c) being responsible for the proper keeping of all accounts and funds under the direct control of Bishop-in-Council and The Corporate Trustees;
- (d) discharging and carrying out all such work as shall be required in connection with the collection of all moneys due and payable into the respective Funds of the Diocese under the direct control of Synod, including receiving such money, issuing a receipt for each sum of money received and keeping appropriate records of the same;
- (e) maintaining a Diocesan Property Register of all lands and property belonging to The Corporate Trustees and acting as custodian of all deeds held by The Corporate Trustees, the Bishop or other Trustees in connection with such lands;
- (f) ensuring proper and sufficient insurance cover is held by the Church and its entities within the Diocese;
- (g) ensuring the Church entities within the Diocese are compliant with occupational health and safety and employment laws;
- (h) ensuring a proper program of education for Professional Standards is maintained;
- (i) ensuring a correct record of all trusts held by The Corporate Trustees is maintained and that copies of all Declarations of Trust executed by The Corporate Trustees are available to the beneficial owners of property;

- (j) maintaining a record of all applications of the Corporate Seal of The Corporate Trustees; and
- (k) acting, if necessary, as the proper officer for The Corporate Trustees.

63 Diocesan Auditor

Bishop-in-Council shall engage an Auditor or firm of auditors whose duty it shall be to audit the accounts of the Diocese , The Corporate Trustees and the Grafton Diocese Investment Fund and shall report the results of such Audit annually to Synod and take such action thereon as it may think fit.

64 Delegation of Powers Duties to Executive Committee

- 1) Bishop-in-Council is hereby authorised from time to time to appoint an Executive Committee and to delegate to such Executive Committee any portion of its powers and duties (except those relating to acts and things relating to trust funds or Declarations of Trust or the alteration of Trusts). Such delegation of powers may be made with obligation to report to Bishop-in-Council, but the powers so delegated shall be strictly defined and shall be revocable by Bishop-in-Council at pleasure.
- 2) The members of any Executive Committee will be:
 - The Bishop
 - The Registrar
 - The Diocesan Archdeacon
 - The Ministry Development Officer
 - The Dean
 - The Diocesan Treasurer
 - Two lay members of Bishop-in-Council elected by Bishop-in-Council.

65 Conflict of Interest

No member of Bishop-in-Council shall be present during the discussion or decision of any question, other than the level of Pledges which they or

their Ministry Unit are liable for, in which they are interested unless the person be specially authorised to remain or is requested to be present by Bishop-in-Council.