

Macarthur Anglican School Ordinance 1982

(Reprinted under the Interpretation Ordinance 1985.)

The Macarthur Region Anglican Church School Ordinance 1982 as amended by The Macarthur Region Anglican Church School Amendment Ordinance 1982, the Wollongong Zone Council Amendment Ordinance 1983, The Macarthur Region Anglican Church School Amendment Ordinance 1983, the Area Deanery Ordinance 1985, the Diocesan Officers (Retirement) Ordinance 1987, The Macarthur Region Anglican Church School Amendment Ordinance 1993, the Accounts, Audits and Annual Reports Ordinance 1995, the Macarthur Region Anglican School Ordinance 1982 Amending Ordinance 1995, the Macarthur Anglican School Amendment Ordinance 2003, the Macarthur Anglican School Ordinance 1982 Amendment Ordinance 2013 and the Borrowing Limits of Diocesan Organisations Amendment Ordinance 2016.

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Long Title

An Ordinance to constitute the Macarthur Anglican School Council and for other matters in connection therewith.

Preamble

Whereas

A. It is desired to establish a School in the Macarthur Region to provide an education which in its content and environment allows for full individual development in the spiritual academic physical and social domains based on a clear biblical perspective in accordance with the doctrines and principles of the Anglican Church of Australia in force in the Diocese of Sydney.

B. The Wollongong Anglican Regional Council has raised funds for the establishment of such a School.

C. It is expedient that provision should be made for the constitution and election of a Council to establish and then to carry on the School and to vest authority in the Council for such purposes as are hereinafter mentioned.

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. Name of ordinance

This ordinance is the Macarthur Anglican School Ordinance 1982.

2. Definitions and Interpretation

In this Ordinance unless the context otherwise requires or indicates –

- (a) “Archbishop” means the Archbishop of Sydney or, if the See is vacant, the Administrator of the Diocese of Sydney;
- (b)
- (c)
- (d) “Council” means the Council of Macarthur Anglican School constituted from time to time under this Ordinance;
- (e)
- (f) “Head” means the Head or the teacher in charge of the School;
- (g) “School” means the Macarthur Anglican School;
- (h) “Synod” means the Synod of the Diocese of Sydney;
- (i)
- (j)
- (k) the singular includes the plural and vice versa and the masculine includes the feminine and vice versa.

3. Primary object of the Council

The primary object of the Council is to educate young people in ways consistent with the teaching of the Bible and gospel of Jesus Christ, and to maintain and uphold the Christian faith in teaching and practice.

4. President

The Archbishop is the President of the Council.

5. Membership of the Council

The members of the Council are –

- (a) 2 persons appointed by the Archbishop, one of whom is to be a person in holy orders, and
- (b) 6 persons elected by the Synod, and
- (c) up to 2 persons elected by the members of the Council.

6. Qualifications or restrictions on membership of the Council

(1) A person is not eligible to be appointed or elected as a member of the Council if the person –

- (a) is an employee of the Council, or
- (b) is the spouse of a permanent employee of the Council.

(2) A person is not eligible to be appointed or elected as a member of the Council unless the person has first given the appointing or electing person or body a signed copy of the declaration set out in the Schedule.

(3) A copy of the declaration referred to in subclause 6(2) signed by each person appointed or elected as a member of the Council is to be delivered by the appointing or electing person or body to the Council within 1 month from the date of the appointment or election and is to be retained by the Council in its records.

7. Term of office of members

- (1) Subject to clauses 8, 9 and 10, 2 members of the Council elected by the Synod are to retire on the first day of each ordinary session of the Synod.
- (2) The members of the Council to retire under subclause 7(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) Subject to clause 9, a member of the Council appointed by the Archbishop holds office for a period of 3 years but is eligible for re-appointment.
- (4) Subject to clause 9, a member of the Council elected by the other members holds office for a period of 3 years, but is eligible for re-election.

8. Further provisions regarding term of office

Subject to clause 9, a retiring member of the Council elected by the Synod is eligible for re-election.

9. Casual vacancies

- (1) A casual vacancy in the office of member of the Council elected by the Synod arises in a circumstance set out in rule 7.1(2) of the Schedule to the Synod Elections Ordinance 2000.
- (2) A casual vacancy in the office of member of the Council appointed by the Archbishop arises –
 - (a) if the person holding that office resigns by notice in writing to the Archbishop, or
 - (b) if the Archbishop revokes the person's appointment to that office, or
 - (c) 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.
- (3) A casual vacancy in the office of member of the Council appointed by the other members arises –
 - (a) if the person holding that office resigns by notice in writing to the Council, or
 - (b) if a circumstance set out in rule 7.1(2)(d) (except rule 7.1(2)(a)(i)) of the Schedule to the Synod Elections Ordinance 2000 occurs in respect of that person.

10. Filling of casual vacancies

- (1) A casual vacancy in the office of a member of the Council elected by the Synod is to be filled by the Synod, or by the Standing Committee if the Synod is not in session.
- (2) A person elected to fill a casual vacancy in the office of a member of the Council elected by the Synod holds office until the day on which the person whose vacancy he or she fills would have retired had the vacancy not occurred.

11. Chairman of the Council

- (1) The members of the Council are to appoint one of their number to be the Chairman of the Council.
- (2) The Chairman of the Council is to be chairman of meetings of the Council.
- (3) In the absence of the Chairman of the Council, the meeting is to appoint one of its number then present to be chairman of the meeting of the Council.

12. Meetings of the Council

- (1) The Council is to meet at such times as it may determine, and is to meet at least once in any 3 month period.
- (2) A meeting of the Council may be convened by –
 - (a) the President, or
 - (b) the Chairman of the Council, or
 - (c) any 4 members of the Council.
- (3) A quorum for a meeting of the Council is 5 members.

13. Meetings by way of an approved communications link

(1) If, through an approved communications link, one or more members of the Council absent from the place of meeting 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, such of those absent members and the other members present at the place of meeting who are able to hear and be heard by one another are to be taken to be assembled together at a meeting held at that place. 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.

(2) In subclause 13(1), “approved communications link” means a link established by means of any system of telephone, audio or audio-visual communication approved by the members of the Council and made known to each member for the purpose of any meeting of the members.

14. “Circular” resolutions

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

(2) For the purposes of subclause 14(1) –

- (a) 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
- (b) a facsimile message which is received by the secretary of the Council and is expressed to have been sent by a member shall be taken to be a document signed by that member at the time of the receipt of the facsimile message by the secretary of the Council.

15. Attendance of other persons at meetings of the Council

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

(2) The Council may invite any person who is not a member of the Council to be present for the whole or part of any meeting of the Council.

16. Duties of the Council

(1) The Council shall administer its funds and manage its other assets and may acquire further assets for the purposes of the School and all real and personal property acquired by it for such purposes shall be church trust property for the Diocese of Sydney.

(2) The Council shall establish and manage and conduct the affairs of the School in accordance with the provisions of every Act of Parliament and Ordinance (including this Ordinance) specifically or otherwise applicable to the School.

(3) The Council shall make financial and other arrangements and decisions for the present and future conduct of the school and maintenance, improvement and extension of an addition to the lands premises and other property of any kind held occupied or used directly or indirectly by the Council in connection with the School.

(4)

17. Seal of the School

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

18. Appointment of the Head

(1) In appointing a person to be Head, the Council will (in addition to the other requirements of the position) appoint a person of Christian faith and character who is committed to furthering and

is capable of furthering allegiance to Christ as Lord and the cause of Christian education in the School as a church school.

(2) A person is not to be appointed as Head if he or she has not first produced to the Council a signed copy of the declaration set out in the Schedule.

(3) The Council is to observe the following protocol in selecting and appointing a person as Head –

- (a) prior to the beginning of the selection process, the Chairman of the Council is to brief the President on the proposed process and the composition of any selection committee and seek the President's views on the principles of selection and the process involved, and
- (b) the President is to be invited to be involved in the final interview process, and
- (c) the President is to be consulted if any significant issue arises during the final interview process of which he should be aware, and
- (d) the President is to be immediately notified upon acceptance of any offer for the position of Head.

19. Advertising for staff

No position for teaching in the School is to be advertised without the Council stating in the advertisement its commitment to being a Christian school and to furthering Christianity through our church schools and inviting applications from those who are committed to the Christian aims of the School.

20. Application of the School Chapels and Chaplains Ordinance 1975

The School Chapels and Chaplains Ordinance 1975 shall apply to every School established by the Council.

21. Powers of the Council

Subject to this Ordinance the Council shall have all powers necessary to enable it to perform the duties imposed upon it by this Ordinance, and in particular shall have the following powers –

- (a) to manage and conduct the School and its affairs and to govern and control the management and user of the Church Trust Property held in connection therewith in such manner as it may deem expedient for the benefit of the School;
- (b) to approve the courses of instruction consistent with the primary object stated in clause 3;
- (c) to determine all matters relating to the order and discipline of the School;
- (d) to appoint and may suspend or remove the Head provided that any resolution for removal of the Head shall be supported by not less than two-thirds of the members of the Council;
- (e) to approve the appointment or dismissal of teachers by the Head and may appoint such other officers as it may consider necessary to enable it to fulfil its objects;
- (f) subject to the provisions hereof, to regulate its own proceedings and for that purpose shall have power to make rescind or alter regulations;
- (g) to authorise any person or persons to do any act on its behalf;
- (h) to appoint sub-committees of Council either generally or specifically; and may co-opt non-council members to such sub-committees;
- (i) to require the Head to furnish regularly to the Council such reports as it desires relating to the School; and
- (j) may borrow or raise money and secure the repayment thereof with or without interest in such manner otherwise than by means of bills of exchange or by a bill line facility except where such bill of exchange or bill line facility has been or shall subsequently be accepted or endorsed by a bank authorised under the Banking Act 1959 or any other legislation of the Commonwealth of Australia or State or Territory thereof to carry on banking business in Australia as the Council may think fit and to secure the same or the repayment or performance of any debt contract guarantee or other liability incurred or entered into by the Council in any way and in particular by 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 indirectly by it in connection with the School, and

- (k) may reimburse any member of the Council for any out of pocket expenses incurred in attending meetings of the Council, or otherwise serving as a member of the Council.

22. Liabilities of the Council

(1)

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

(3) Neither the Council nor any member of the Council shall represent to any person, persons or corporation that the Archbishop or the Synod or the Standing Committee or any person or persons or any other corporate body or corporation holding church trust property for the Anglican Church of Australia in the Diocese of Sydney or any other corporate body constituted by or pursuant to the Anglican Church of Australia (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.

(4) The Council shall not execute or deliver or shall not have power to execute or deliver any mortgage, charge, debenture, guarantee, indemnity or promissory note or bill of exchange or other negotiable instrument other than a cheque drawn on the Council's bank unless the following clause is included therein –

“Notwithstanding anything contained herein to the contrary each of the parties hereto acknowledge and agree that the Macarthur Anglican School 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 of the Macarthur Anglican School may be able to pay to that party in the event of the Council being wound up.”

and such clause is not made subject to any qualification.

23. Indemnity

(1) The Council must indemnify each person who is, or has been, a member of the Council against any liability which results directly or indirectly from facts or circumstances relating to the person serving or having served as a member of the Council other than a liability –

- (a) owed to the Council or a related body corporate, or
- (b) for a pecuniary penalty order under section 1317G of the Corporations Law or a compensation order under section 1317H of the Corporations Law, or
- (c) that is owed to someone other than the Council or a related body corporate and did not arise out of conduct in good faith.

This subclause 23(1) does not apply to a liability for legal costs.

(2) The Council must indemnify each person who is, or has been, a member of the Council against legal costs incurred in defending an action for a liability which results directly or indirectly from facts or circumstances relating to the person serving or having served as a member of the Council other than costs which are incurred –

- (a) in defending or resisting proceedings in which the person is found to have a liability for which they could not be indemnified under subclause 23(1), or
- (b) in defending or resisting criminal proceedings in which the person is found guilty, or
- (c) in defending or resisting proceedings brought by the Australian Securities and Investments Commission or a liquidator for a court order if the grounds for making the order are found by the court to have been established, or
- (d) in connection with proceedings for relief to the person under the Corporations Law in which the court denies the relief.

Paragraph (c) does not apply to costs incurred in responding to actions taken by the Australian Securities and Investments Commission or a liquidator as part of an investigation before commencing proceedings for the court order.

(3) For the purposes of subclause 23(2), the outcome of proceedings is the outcome of the proceedings and any appeal in relation to the proceedings.

(4) The Council need not indemnify a person under subclause 23(1) and/or subclause 23(2) for a liability to the extent that the person is entitled to an indemnity for that liability under a contract of insurance.

(5) The Council may pay, agree to pay, or cause to be paid a premium for a contract insuring a person who is, or has been, a member of the Council against any liability which results directly or indirectly from facts or circumstances relating to the person serving, or having served, in that capacity other than a liability arising out of –

- (a) conduct involving a wilful breach of duty in relation to the Council, or
- (b) the improper use of information by the person, obtained because the person is, or has been, a member of the Council to gain an advantage for that person or another person or to cause detriment to the Council; or
- (c) the improper use of the person's position as a member of the Council to gain an advantage for himself or herself or for another person or to cause detriment to the Council.

This subclause 23(5) does not apply to a liability for legal costs.

(6) The Council may pay, agree to pay, or cause to be paid a premium for a contract insuring a person who is, or has been, a member of the Council against legal costs incurred in defending an action for a liability which results directly or indirectly from facts or circumstances relating to the person serving, or having served, in that capacity.

(7) The obligations and powers under subclauses 23(1), 23(2), 23(5) and 23(6) are incurred or are to be exercised (as the case may be) only to the extent permitted by law.

24. Reporting by the Council

The Council shall at least once in every year present a report on its proceedings and the progress and condition of the School to the Synod and shall furnish such other information as may be required from time to time by resolution of Synod or the Standing Committee thereof.

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

The Council shall comply with the provisions of the Accounts, Audits and Annual Reports Ordinance 1995.

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 God which is through his Son, Jesus Christ, who died for us the death that everyone deserves; and
- (b) that God's word, the Bible, is the one final authority in all matters of faith and conduct.

3. I acknowledge that the Macarthur Anglican School Council (the "Council") aims to educate young people in ways consistent with the teaching of the Bible and the gospel of Jesus Christ, and to this end I support the Council's commitment to maintain and uphold the Christian faith in teaching and practice.
4. I shall endeavour to fulfil my duties as [a member of the Council/Head] in accordance with this declaration and the ordinance by which the Council is constituted.
5. I agree that my continuance as [a member of the Council/Head] is dependent upon my continuing agreement with this declaration and I undertake to resign if this ceases to be the case.

Notes

By Order published in the Government Gazette on 3 August 1984 under the Anglican Church of Australia (Bodies Corporate) Act 1938, the Council was incorporated under the name "The Macarthur Region Anglican Church School".

Table of Amendments

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| Long Title | Amended by Ordinance No 17, 2003. |
| Preamble | Amended by Ordinance No 36, 1983. |
| Clause 1 | New clause inserted by Ordinance No 17, 2003. |
| Clause 2 | Amended by Ordinances Nos 25, 1982; 36, 1983; 10, 1993 and 17, 2003. |
| Clause 3 | New clause inserted by Ordinance No 10, 1993 and amended by No 59, 2001. Further new clause inserted by Ordinance No 17, 2003. |
| Clause 4 | New clause inserted by Ordinance No 17, 2003. |
| Clause 5 | New clause inserted by Ordinance No 17, 2003. |
| Clause 6 | Original clause deleted by Ordinance No 10, 1993. New clause inserted by Ordinance No 17, 2003. |
| Clause 7 | New clause inserted by Ordinance No 10, 1993. Further new clause inserted by Ordinance No 17, 2003 and amended by Ordinance No 27, 2013. |
| Clause 8 | New clause inserted by Ordinance No 17, 2003. |
| Clause 9 | Original clause amended by Ordinances Nos 28, 1987 and 59, 2001. New clause inserted by Ordinance No 17, 2003 and amended by Ordinance No 27, 2013. |
| Clause 10 | New clause inserted by Ordinance No 17, 2003. |
| Clause 11 | New clause inserted by Ordinance No 10, 1993. Further new clause inserted by Ordinance No 17, 2003. |
| Clause 12 | New clause inserted by Ordinance No 17, 2003. |
| Clause 13 | New clause inserted by Ordinance No 17, 2003. |
| Clause 14 | New clause inserted by Ordinance No 17, 2003. |
| Clause 15 | New clause inserted by Ordinance No 17, 2003. |
| Clause 16 | Amended by Ordinances Nos 36, 1983 and 10, 1993. Original clause renumbered and amended by Ordinance No 17, 2003. |
| Clause 17 | New clause inserted by Ordinance No 17, 2003. |
| Clause 18 | New clause inserted by Ordinance No 17, 2003. |
| Clause 19 | New clause inserted by Ordinance No 17, 2003. |
| Clause 20 | Original clause renumbered and amended by Ordinance No 17, 2003. |
| Clause 21 | Amended by Ordinances Nos 44, 1983 and 50, 1995. Original clause renumbered and amended by Ordinances Nos 17, 2003 and 31, 2016. |
| Clause 22 | Amended by Ordinance No 10, 1993. Original clause renumbered and amended by Ordinance No 17, 2003. |

Clause 23 New clause inserted by Ordinance No 17, 2003.
Clause 24 Amended by Ordinance No 36, 1983. Original clause renumbered and amended by Ordinance No 17, 2003.
Clause 25 Amended by Ordinances Nos 10, 1993 and 34, 1995. Original clause renumbered and amended by Ordinance No 17, 2003.
Schedule New Schedule inserted by Ordinance No 17, 2003.

STEVE LUCAS
Legal Counsel

26 September 2016

ROBERT WICKS
Diocesan Secretary