

THE ANGLICARE NORTH COAST INCORPORATED ORDINANCE 2005

ORDINANCE No. 2 of 2005

AN ORDINANCE

To provide for the continuation of the community welfare and social justice work of the Diocese of Grafton.

PREAMBLE

WHEREAS it is desirable to provide for the continued community and social justice work of the Diocese of Grafton and

WHEREAS an Ordinance was enacted by the Synod in 1999 to provide for the community welfare and social justice work of the Diocese of Grafton and it is now expedient to repeal that Ordinance and enact this present Ordinance in its place.

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

SHORT TITLE

1. This Ordinance may be cited as the *Anglicare North Coast Incorporated Ordinance 2005*.

REPEAL

2. The Ordinances mentioned *in the* Schedule hereto shall be and hereby are repealed except as to any operation already effected by or act done under any enactment therein comprised or as to any right title obligation or liability already acquired or accrued under any such enactment; but this Ordinance shall not be held to revive any ordinances repealed by the said Ordinances.

INTERPRETATION

3. In this Ordinance, unless the context or subject matter otherwise indicates or requires,
"Board" means the Board of Management appointed under Clause 5 of this Ordinance
"Diocese" means Diocese of Grafton
"Executive Director" means the Executive Director appointed under Clause 17 of this Ordinance
"Ministry Unit" means parish, school, association or chaplaincy
"Parishes" means parishes, parochial districts or experimental pastoral areas in the Diocese of Grafton
"Trustees" means the Corporate Trustees of the Diocese of Grafton
In this Ordinance words importing the singular shall include the plural.

OBJECTS

4. The objects of Anglicare North Coast Incorporated shall be:
 - (a) to promote and conduct activities within Australia and particularly within the Diocese to relieve sickness suffering poverty distress misfortune destitution or helplessness.
 - (b) to provide caring services for the relief of those who are in need
 - (c) to assist in the development and implementation of social policy consistent with the Christian Gospel that will help people to grow in well being and dignity

BOARD

5. Anglicare North Coast Incorporated shall be managed and administered by a Board of Management.
6. The Board shall consist of:
 - (a) The Bishop of Grafton who shall be the President of the Board.
 - (b) A Chair who shall be appointed by the Bishop of Grafton.
 - (c) The Registrar of the Diocese.
 - (d) Six members appointed by the Bishop-in-Council, including at least two clergy.
 - (e) Up to three other members nominated by the Board itself to Bishop-in-Council for appointment to the Board.

The Executive Director shall not be a member of the Board. The Executive Director shall nevertheless be entitled to attend all meetings of the Board and have the right to speak but not vote.

7. All appointments to the Board shall be made for the term of three years. A casual vacancy on the Board shall be filled in the case of a Bishop-in-Council appointee by the Bishop-in-Council, and in the case of a Board nominated appointee by the Bishop-in-Council on the recommendation of the Board. Bishop-in-Council is empowered to provide for a system of rotation of Board members.
8. The office of any member of the Board shall become vacant if that person:
 - (a) resigns by writing under their hand addressed to the Chair
 - (b) is declared bankrupt
 - (c) is convicted of any felony
 - (d) is absent from four consecutive ordinary meetings of the Board without leave of absence.

MEETINGS OF THE BOARD

9. (a) Meetings of the Board shall be held at least quarterly or at other times as called by the President or the Chair or by five members of the Board. The times and places of meetings shall be decided by the Board, or, if appropriate, by the President or Chair. At least seven (7) days notice shall be given to members of the meetings of the Board.
- (b) No meeting shall be held unless a third of the current members of the Board are present.
- (c) Each member shall have one vote, and the Chair of the meeting may exercise a casting vote.

POWERS AND DUTIES OF THE BOARD

10. The Board shall have the following powers and duties:
 - (a) It may appoint an Executive Committee of its members to act on its behalf and to attend to the detailed administration of Anglicare North Coast Incorporated. Such Committee shall report to each meeting of the Board and its powers and authority shall be determined from time to time by the Board.
 - (b) To appoint Committees to attend to the management of establishments or activities under the control of the Board. Such Committees may include persons who are not members of the Board. The Committees shall be responsible to the Board for the proper control and management of establishments or activities committed to their charge and shall report to each meeting of the Board or as the Board may determine. The Board may make Policies and Procedures for the conduct of the Committees and may amend or revoke such Policies and Procedures or substitute others in their place as it may see fit from time to time.
 - (c) To appoint or terminate the services of staff as it may decide but may delegate such powers as it may see fit from time to time.
 - (d) To control all monies received for the purpose of Anglicare North Coast Incorporated and to authorise all expenditure necessary for the proper running of Anglicare North Coast Incorporated.
 - (e) To open banking accounts for Anglicare North Coast Incorporated and to authorise operations thereon provided that no account shall be operated upon by less than two persons and shall not be overdrawn without the approval of the Bishop-in-Council.
 - (f) To invest monies from time to time in institutions that are limited to investment in authorised Trustee Securities with capital (which may include short term government securities, bank accepted bills and bank certificates of deposits). The income derived from such investments shall be applied solely towards the promotion of the objects of Anglicare North Coast Incorporated as stated in this Ordinance.
 - (g) Subject to the approval of the Bishop-in-Council to raise funds by appeal for the purpose of furthering the objects of its mission .

- (h) To receive, administer and provide for the investment of donations, gifts, and legacies and to receive, administer and distribute income to its charitable and mission works.
- (i) To encourage ministry units to participate in the on-going work of Anglicare North Coast Incorporated in ways which suit their particular circumstances and interests.
- (j) To encourage the social and community services at present being undertaken and provided within the ministry units.
- (k) To present an annual report of Anglicare North Coast Incorporated and duly audited statements of account to Synod.
- (l) To do all such things as are incidental or conducive to the exercise and performance of all or any of the powers and duties of the Board, and to carry out the objects of Anglicare North Coast Incorporated.

FUNDS

11. All real estate relating to Anglicare North Coast Incorporated and any establishment or agency administered by Anglicare North Coast Incorporated shall be vested in the Corporate Trustees of the Diocese of Grafton.
12. The Board shall establish and maintain a General Fund of Anglicare North Coast Incorporated which shall consist of such property of Anglicare North Coast Incorporated that is held for purposes that allow the application of capital and income derived therefrom to be used towards the attainment of any of the objects of Anglicare North Coast Incorporated.
13. The Board shall establish and maintain with the Trustees an Endowment Fund, which shall consist of property of Anglicare North Coast Incorporated that is held for the purpose of deriving income for purposes that allow its application in or towards the attainment of any of the objects of the Anglicare North Coast Incorporated.
14. Nothing herein contained shall be taken to prevent the acceptance of gifts of property or testamentary gifts for purposes of Anglicare North Coast Incorporated not covered by any of the Funds established in pursuance of this Ordinance.
15. If upon the winding up or dissolution of Anglicare North Coast Incorporated there remains, after the satisfaction of all its debts and liabilities any assets, they shall be given or transferred to an organisation, institution or fund which meets the requirements of section 78 (1) (a) of the Income Tax Assessment Act.
16. The income and property of Anglicare North Coast Incorporated whencesoever derived shall be applied solely towards the promotion of the objects of Anglicare North Coast Incorporated as set forth in this Ordinance. No portion thereof shall be paid or transferred, directly or indirectly, by way of dividend, bonus or otherwise, to the members of Anglicare North Coast Incorporated or to any person claiming through any of them.

Provided that nothing herein contained shall prevent the payment in good faith of remuneration to any officers or servants of Anglicare North Coast Incorporated or to any member of Anglicare North Coast Incorporated in return for any services actually rendered

to Anglicare North Coast Incorporated or for goods supplied in the ordinary an usual way of business nor prevent the payment of interest at a rate not exceeding interest at the rate for the time being fixed for the purpose of this paragraph by the ordinance, on money borrowed from any members of Anglicare North Coast Incorporated or reasonable and proper rent for premises demised or let by any member of Anglicare North Coast Incorporated but so that no member of the Board or Governing Body of Anglicare North Coast Incorporated shall be appointed to any salaried office of Anglicare North Coast Incorporated or any office of Anglicare North Coast Incorporated paid by fees, and that no remuneration or other benefit in money or moneys worth shall be paid or given by Anglicare North Coast Incorporated to any member of the Board or Governing Body except repayment of out-of-pocket expenses and interest at the rate aforesaid on money lent or reasonable and proper rent for premises demised or let to Anglicare North Coast Incorporated.

EXECUTIVE DIRECTOR

17. (a) The Executive Director of Anglicare North Coast Incorporated shall be the executive officer of Anglicare North Coast Incorporated and be responsible to the Board for the management and administration of Anglicare North Coast Incorporated.
- (b) The Executive Director shall be appointed by the Bishop on the nomination of the Board and the Board shall determine the terms of appointment subject to the approval of the Bishop.

AFFILIATION

- 18 Anglicare North Coast Incorporated may affiliate with such groups, organisations and associations which the Board believes it may be advantageous to be so affiliated with. Ministry Units of the Diocese of Grafton are similarly encouraged to affiliate with Anglicare North Coast Incorporated for mutual benefit, understanding and cooperation.

INDEMNITY

19. Every member of the Board, officers and servants of Anglicare North Coast Incorporated shall be indemnified by Anglicare North Coast Incorporated from and against all costs, losses and expenses, which any such member of the Board, officer or servant may properly incur, or become liable to pay by reason of any contract entered into, or other act, or thing, in any way in the discharge of their duties, and it shall be the duty of the Board to pay the same out of the funds of Anglicare North Coast Incorporated.

INCORPORATION

20. Pursuant to Sections 4 and 11 of the Anglican Church (Bodies Corporate) Act, 1938, Synod declares that it is expedient for the purpose of managing or controlling an organisation of the Anglican Church of Australia that the Board established by this Ordinance should be a body corporate under the name and style, "Anglicare North Coast Incorporated."
21. The Board shall have a Common Seal for its use.
22. All documents requiring to be sealed shall be sufficiently executed if the said Common Seal is affixed thereto pursuant to a resolution of the Board and two members of the Board attest the affixing of the Seal appending their signatures.

COMMENCEMENT

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

SCHEDULE

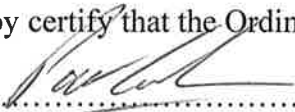
The Anglicare NorthCoast Ordinance 1999

ASSENT

I hereby certify that the Ordinance is as passed by Synod on the 28th Day of May 2005 .


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Chairman of Committees

I hereby certify that the Ordinance was passed by Synod on the 28th Day of May 2005


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Registrar

I assent to this Ordinance.


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Bishop