

AN ORDINANCE TO AMEND THE NEWCASTLE ANGLICAN CORPORATION ORDINANCE AND RELATED PURPOSES 2021

AN ORDINANCE to be known as the “Newcastle Anglican Corporation Ordinance Amendment and Related Purposes Ordinance 2021.

BE IT THEREFORE Ordained by the Diocesan Council of the Diocese of Newcastle as follows:

PART 1 – PRELIMINARY

Title

1. This Ordinance may be cited as the ***Newcastle Anglican Corporation Ordinance Amendment and Related Purposes Ordinance 2021.***

PART 2 – OPERATIVE PART

2. The *Newcastle Anglican Corporation Ordinance 2017* is amended as follows:

- (a) clause 20.1(e) is repealed and replaced with:

“appoint persons as Executive Directors to its Controlled Entities with the concurrence of the Bishop;”

- (b) clause 35.2 (a)(ii) is repealed and replaced with:

“the Corporation Secretary or a person authorised in writing by the Diocesan Chief Executive to sign on his/her behalf.”;

- (c) clause 38 is repealed and replaced with:

Diocesan and Corporation Senior Officers

- (a) *For the purposes of this clause 38, the term “Senior Officer” shall reference the:*

- (i) *Diocesan Chief Executive;*
- (j) *Diocesan Chief of Staff; and*
- (ii) *Chief Operating Officer*

and any other position as shall be determined by the Diocesan Council from time to time.

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Y063	Issue Date: 26 August 2021	Version 1
	Review Date: Not Applicable	Page 1 of 6

**AN ORDINANCE TO AMEND THE NEWCASTLE ANGLICAN CORPORATION ORDINANCE
AND RELATED PURPOSES 2021**

- (b) *The Bishop may appoint a person to a Senior Officer position to perform the responsibilities and duties as determined by the Board and approved by the Bishop and on such terms to be agreed between the Board and that Senior Officer and approved by the Bishop from time to time.*
- (c) *Candidates for any Senior Officer role will be nominated by the Board for consideration by the Bishop.*
- (d) *Candidates for any Senior Officer role may be either a member of the clergy or laity.*
- (e) *A Senior Officer may be employed by the NAC or a Body Corporate under the control of the Board of the NAC.*
- (f) *The Board may only terminate a Senior Officer’s employment upon 3 months’ prior written notice to the Senior Officer (except in the case of conduct that is inconsistent with the continuation of the employment, in which case the Senior Officer’s employment may be terminated immediately).*
- (g) *The termination of a Senior Officer’s employment must be approved by the Bishop.*
- (h) *The Board will ensure that the terms of the Senior Officer’s employment requires that the Senior Officer provide at least 3 months’ notice in writing of his/her resignation.*
- (i) *A Senior Officer must comply with his/her duties as prescribed in governance standard 5 of the regulations made under the ACNC Act.*
- (j) *A Senior Officer may attend and participate in Board deliberations at the invitation of the Board but shall not have any entitlement to a vote in relation to any business of the Board.*

(d) clause 38A(1) is repealed and replaced with:

“The Board, with the concurrence of the Bishop, may appoint persons as Executive Directors who shall undertake and be accountable for particular responsibilities for the NAC, its Controlled Entities and its Related Bodies as defined by the Board with the concurrence of the Bishop.” ;

and

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Y063	Issue Date: 26 August 2021	Version 1
	Review Date: Not Applicable	Page 2 of 6

**AN ORDINANCE TO AMEND THE NEWCASTLE ANGLICAN CORPORATION ORDINANCE
AND RELATED PURPOSES 2021**

(e) in clause 38A(2), repeal the words:

“on the recommendation of the Diocesan Chief Executive and”

3. The *Diocesan Council Ordinance 1929* is amended as follows:

(a) inserting a new definition in clause 2:

“Corporation Secretary - the officer appointed by the Board of the Newcastle Anglican Corporation to be the Corporation Secretary”;

and

(b) clause 18 is repealed and replaced with:

“The Corporation Secretary shall be the Secretary of the Council.”

4. The *Church Trust Property Ordinance 2012* is amended as follows:

(a) in clause 10, replacing “Newcastle Anglican Church Corporation (**NACC**)” with “Newcastle Anglican Corporation (**NAC**)”;

(b) in clauses 11 and 12, replacing “NACC” with “NAC”;

(c) in clause 44, replacing the words “Diocesan Chief Executive” with the words “the Trustees”;

(d) clause 63 is repealed and replaced with:

“The Corporation Secretary is appointed by the Board of the NAC”; and

(e) in clauses 64, 65, 66, 67 and 69 the words “Diocesan Chief Executive” shall be replaced with the words “Corporation Secretary”.

5. The *Samaritans Foundation – Diocese of Newcastle Ordinance 1984* is amended as follows:

(a) inserting a definition in clause 3.1:

“Body Corporate - means “the Samaritans Foundation”

(b) inserting a new definition in clause 3.1:

“Corporation Secretary - the officer appointed by the Board of the Newcastle Anglican Corporation to be the Corporation Secretary”.

<small>This document is a controlled document and is maintained electronically by the Anglican Diocese of Newcastle Document Controller and will become uncontrolled when printed</small>		
Y063	Issue Date: 26 August 2021	Version 1
	Review Date: Not Applicable	Page 3 of 6

**AN ORDINANCE TO AMEND THE NEWCASTLE ANGLICAN CORPORATION ORDINANCE
AND RELATED PURPOSES 2021**

- (c) in clause 36, replacing the words “Diocesan Chief Executive” with the words “Corporation Secretary”; and
- (d) clause 40 is repealed and replaced with a new clause:

“The Board, with the concurrence of the Bishop, shall appoint a person to be responsible for the management and administration of the day to day operations of the Body Corporate and may, with the concurrence of the Bishop, delegate any powers or responsibilities to an Executive Director or some other person as determined and approved by the Board.”

6. The *Samaritans Housing Ordinance 2017* is amended as follows:

- (a) inserting a definition in clause 3.1:

“Body Corporate - means the Samaritans Foundation”;

- (b) inserting a new definition in clause 3.1:

“Corporation Secretary - means the officer appointed by the Board of the Newcastle Anglican Corporation to be the Corporation Secretary”.

- (c) in clause 34, replacing the words “Diocesan Chief Executive” with the words “Corporation Secretary”; and
- (d) clause 38 is repealed and replaced with:

“The Board, with the concurrence of the Bishop, shall appoint a person to be responsible for the management and administration of the day to day operations of the Body Corporate and may, with the concurrence of the Bishop, delegate any powers or responsibilities to an Executive Director or some other person as determined and approved by the Board.”

7. The *Anglican Care (Diocese of Newcastle) Ordinance 2007* is amended as follows:

- (a) inserting a definition in clause 3.1:

“Body Corporate - means Anglican Care”;

- (b) inserting a new definition in clause 3.1:

<small>This document is a controlled document and is maintained electronically by the Anglican Diocese of Newcastle Document Controller and will become uncontrolled when printed</small>		
Y063	Issue Date: 26 August 2021	Version 1
	Review Date: Not Applicable	Page 4 of 6

**AN ORDINANCE TO AMEND THE NEWCASTLE ANGLICAN CORPORATION ORDINANCE
AND RELATED PURPOSES 2021**

“Corporation Secretary - the officer appointed by the Board of the Newcastle Anglican Corporation to be the Corporation Secretary”;

- (c) in clause 35, replacing the words “Diocesan Chief Executive” with the words “Corporation Secretary”;
- (d) clause 39 is repealed and replaced with a new clause to read:

“The Board, with the concurrence of the Bishop, shall appoint a person to be responsible for the management and administration of the day to day operations of the Body Corporate and may, with the concurrence of the Bishop, delegate any powers or responsibilities to an Executive Director or some other person as determined and approved by the Board.”

8. The Newcastle Anglican Schools Corporation Ordinance 2007 is amended as follows:

- (a) inserting a definition in clause 2.1:

“Body Corporate - means the Newcastle Anglican Schools Corporation”;

- (b) inserting a definition in clause 2.1:

“Corporation Secretary - the officer appointed by the Board of the Newcastle Anglican Corporation to be the Corporation Secretary”;

- (c) clause 20(e) is repealed and replaced with:

“ensuring that the Bishop, and any delegate of the Bishop, are informed of any key financial, strategic and risk matters associated with the Corporation or a School and to ensure that any requests of the Bishop, or any delegate of the Bishop, are considered by the Board in a timely manner.”

- (d) clauses 21.1(i), 33.8 and 44 are repealed;

- (e) in clauses 24(b)(ii), 31.1(e) and 48, replace the words “Diocesan Chief Executive” with the words “Corporation Secretary”;

- (f) in clause 27(g) delete the words “Diocesan Chief Executive”;

- (g) clause 33.7 is repealed and replaced with a new clause to read:

“The Principal and any officer of the Board may attend and participate in a meeting of a School Council but may not vote.”

<small>This document is a controlled document and is maintained electronically by the Anglican Diocese of Newcastle Document Controller and will become uncontrolled when printed</small>		
Y063	Issue Date: 26 August 2021	Version 1
	Review Date: Not Applicable	Page 5 of 6

**AN ORDINANCE TO AMEND THE NEWCASTLE ANGLICAN CORPORATION ORDINANCE
AND RELATED PURPOSES 2021**

- (h) in clause 41.1, replacing the words “to an executive or leadership role including that of Diocesan Chief Executive (or his/her delegate),” with the word “as a”.
- (i) in clause 41.1(d) replacing “2019” with “2012”.
- (j) clause 42.1 is repealed and replaced with:

“The Board, with the concurrence of the Bishop, shall appoint a person to be responsible for the management and administration of the day to day operations of the Body Corporate, and any related Body Corporate, may with the concurrence of the Bishop, delegate any powers or responsibilities to an Executive Director or some other person as determined and approved by the Board.”

- (k) in clause 43.8, replacing the words “Diocesan Chief Executive” with the word “Board”.

9. The *Synod Administration Ordinance 1998* is amended by the insertion of a new clause 12 as follows:

“Where there is a vacancy in the office of the Diocesan Chief Executive, the responsibilities assigned to the Diocesan Chief Executive under this Ordinance shall be undertaken by a person appointed by the Bishop in writing.”

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Y063	Issue Date: 26 August 2021	Version 1
	Review Date: Not Applicable	Page 6 of 6