

Anglican Church of Australia – Diocese of Brisbane

DIOCESAN GOVERNANCE CANON 2004

A Canon regulating the governance of the Diocese

The Archbishop, Clergy and Laity of the Diocese of Brisbane assembled in Synod prescribe:

PART I – PRELIMINARY

1. This Canon may be cited as the “Diocesan Governance Canon”.
2. In this Canon unless the context otherwise requires:

"Agency" means an agency of the Diocese or a body which operates under the authority of the Diocese and includes a department, service or other organisation and whether or not it has its own constitution or other constituent document.

“ASC” means the Anglican Schools Commission.

“Commission” means a commission constituted pursuant to the provisions of this Canon.

“CSC” means the Anglican Community Services Commission.

“DSC” means the Diocesan Services Commission.

“MEC” means the Anglican Ministry Education Commission.

“Practising Anglican” means a person who is an Elector or who would, if residing in the diocese, be qualified to be an Elector and includes Licensed Clergy.

“PMC” means the Anglican Parishes and Mission Commission.

“Principal” (in relation to a School) includes head of a School.

“School” or **“Anglican school”** means an Anglican school in the Diocese and includes:

- (a) a school which is owned and administered by the Corporation;
- (b) a school in the Diocese which is owned or administered by the Society of the Sacred Advent;
- (c) a school which is owned or administered by or affiliated with a Church Institution as provided under the Church Institutions Canon;
- (d) a school which is a separately incorporated company which is a subsidiary (as defined in the Corporations Act 2001 (Cth)) of the Corporation; and

- (e) a school which is a member of the Anglican Schools Commission immediately before this Canon comes into force.
3. Part I of this Canon shall come into operation when it is assented to by the Archbishop. The remaining Parts of this Canon and Parts of the Schedules to this Canon shall come into operation on a date or on dates to be determined by resolution of the Archbishop-in-Council.

PART II – THE ARCHBISHOP-IN-COUNCIL

4. Without limiting the powers and obligations of the Archbishop-in-Council pursuant to the provisions of the Constitution, the Diocesan Council Canon, this Canon or any other Canon, the Archbishop-in-Council will assist empower and enable as far as it is able each of the Commissions to exercise its powers and authority and function in accordance with the provisions of this Canon.

PART III – THE COMMISSIONS

5. The following Commissions are created to further the mission of the Church and to carry out governance functions of the Synod and the Corporation subject to the Constitution and Canons and to the general authority of Synod and the Archbishop-in-Council:
 - (a) Anglican Community Services Commission;
 - (b) Diocesan Services Commission;
 - (c) Anglican Ministry Education Commission;
 - (d) Anglican Parishes and Mission Commission;
 - (e) Anglican Schools Commission.
6. The Archbishop-in-Council may by resolution and after consultation with the relevant Commission, change the name of a Commission or authorise a Commission to operate under a name other than the name of the Commission. A change of name does not create a new Commission and the previous Commission continues under the new name.
7. Each Commission shall have the authority to conduct its affairs in accordance with any general or specific direction of the Synod or Archbishop-in-Council, or in the absence of such direction, as it sees fit and in accordance with the Constitution and Canons. The Archbishop-in-Council may settle and determine all doubts and disputes which may arise with reference to any resolution or the business or activity of a Commission or the validity of any election or appointment
8. A Commission has power and authority to act in relation to those powers and authorities of the Archbishop-in-Council set out in the Canons relevantly listed in respect of that Commission in Schedule 1, subject to any limitation therein set out and subject nevertheless to any direction or requirement of the Archbishop-in-Council. The powers conferred by this Canon on a Commission may be exercised by it from time to time and it shall not be necessary for the Commission to submit to the Synod for ratification, any act done by virtue of the powers hereby delegated to the Commission.
9. A Commission must perform all of the obligations of the Archbishop-in-Council set out in the Canons relevantly listed in respect of that Commission in Schedule 1, subject to any limitation

therein set out and subject nevertheless to any direction or requirement of the Archbishop-in-Council.

10. Any direction or requirement of the Archbishop-in-Council which the Archbishop-in-Council may give under this Canon may be made or set out in:
 - (a) a resolution of the Archbishop-in-Council; or
 - (b) a Regulation made pursuant to the provisions of this Canon.
11. In respect of any act matter or thing within the power of a Commission, the Treasurer may on the authority of the Commission and without any resolution of the Archbishop-in-Council, affix the Seal of the Synod to any deed document or writing executed for giving effect to any determination of a Commission.

PART IV – ANGLICAN COMMUNITY SERVICES COMMISSION

Purpose

12. The purpose of the CSC is to provide strategic direction and policy development to, and monitoring of, the community welfare, social justice, health and aged and community care activities of the Diocese and such other activities of the Diocese as the Archbishop-in-Council may from time to time prescribe by Regulation.

Objects

13. The CSC will:
 - (a) provide strategic direction and leadership to the Diocese in areas of community welfare, social justice, health and aged and community care, particularly with respect to:
 - (i) the mission of the church in social justice and community care, including care for the poor, marginalised and disadvantaged, the homeless, those with physical and intellectual disabilities, the aged, refugees and displaced persons, those in need of crisis assistance and children without adequate family support;
 - (ii) a Christian response to the church's social and political environment and to social issues in contemporary society;
 - (iii) planning and establishment of new care services;
 - (iv) human, financial, technological and other resources; and
 - (v) governance, legal compliance and risk management;
 - (b) develop policies in each of the areas set out in paragraph (a) and make recommendations for the adoption of such policies to the Archbishop-in-Council;
 - (c) undertake strategic research and planning, provide support to all Agencies engaged in these activities and consult widely in the development of strategies and policies related to the areas set out in paragraph (a);
 - (d) monitor the operations and financial management of all Agencies engaged in the work of community welfare, social justice, health and aged and community care within the

Diocese in order to achieve the optimum development of the Agencies within a prudent risk management framework for the Diocese;

- (e) raise the awareness of members and Agencies of the Church, governments, government agencies and the wider community in relation to matters of community welfare, social justice, health and aged and community care;
- (f) identify areas of human and social need in the Diocese and initiate and nurture new endeavours to achieve community welfare and social justice;
- (g) liaise with governments, government agencies, voluntary bodies, corporations, individuals and others in respect of (amongst other things) the procuring of funds for the CSC and Agencies and other people involved in community welfare, social justice, health and aged and community care;
- (h) speak on matters of community welfare, social justice, health and aged and community care;
- (i) assist Agencies and others in identifying and discussing matters of community welfare and social justice in the Diocese and work constructively with them in respect of these matters; and
- (j) perform such other roles, tasks or objects which are consistent with its purpose and that the Archbishop-in-Council may from time to time prescribe by Regulation.

Specific Authorities

- 14. All Agencies that are involved in the delivery of community welfare, social justice, health and aged and community care programs or services will be under the supervision and governance of the CSC, except insofar as the Synod or Archbishop-in-Council directs otherwise.
- 15. In exercising its authority, the CSC will have regard to the constitution of any separately incorporated entity which is an Agency under the authority of the CSC.

Powers

- 16. Subject to the operation of other Canons and within the limits imposed by the Synod or Archbishop-in-Council, the CSC may (for and on behalf of the Corporation):
 - (a) approve strategic and operational plans (including budgets) of Agencies within its authority under section 14;
 - (b) monitor performance of such Agencies through regular receipt of financial and operational reports, and oversee risk management activities;
 - (c) in consultation with such Agencies, appoint members to governing councils, committees, boards and advisory boards of those Agencies;
 - (d) employ staff and remunerate contractors, advisors, consultants or other persons providing services to the CSC;
 - (e) raise money (including by way of applications to government or government agencies);

- (f) purchase equipment, supplies, information, communication, travel and other services as may be required to conduct the business of the CSC;
- (g) operate bank accounts;
- (h) enter into contracts or agreements for sale or purchase of real or personal property within guidelines established by the DSC;
- (i) enter into contracts, agreements or other arrangements with Federal, State or Local Governments, statutory authorities, companies or persons which the CSC believes are conducive to its objects;
- (j) delegate the exercise of powers to individuals or committees (including the power to further delegate in accordance with a resolution or Regulation of the Archbishop-in-Council);
- (k) authorise the use of the 'Anglicare' name within the Diocese and to establish the terms and conditions attaching to that use consistent with any applicable Canon or policy of the Archbishop-in-Council; and
- (l) do all such things as are incidental or conducive to achieving the objects of the CSC and the exercise of these powers.

Membership

17. (a) The members of the CSC shall be:
 - (i) the Archbishop, who shall be President of the CSC;
 - (ii) a Chairperson, if appointed by the Archbishop;
 - (iii) six members appointed by the Archbishop in Council as provided for in paragraph (d);
 - (iv) the General Manager; and
 - (v) the Executive Director of the CSC.
- (b) At least two-thirds of the members of the CSC must be practising Anglicans.
- (c) For the first CSC members appointed under paragraph (a)(iii), the Archbishop in Council must appoint at least one nominee of each of the following Agencies as a member to the CSC:
 - St Luke's Nursing Service;
 - Anglican Care of the Aged;
 - Tufnell Welfare Services.

For the balance of the first appointments and for subsequent appointments under paragraph (a)(iii), all Agencies under the authority and governance of the CSC shall have the opportunity to recommend a person to the Archbishop-in-Council for appointment to the CSC.

- (d) After each ordinary session of the Synod, at least one third of the members appointed under paragraph (a)(iii) must retire from office. Those to retire will be those who have

served longest in office. Where members have served an equal term, in the absence of agreement as to which of them shall retire, the retiring member will be determined by lot. Subject to paragraph (e), a member retiring under this paragraph (d) will be eligible for reappointment. The retirement of the member takes effect on the date of appointment of a successor under paragraph (f), unless the member is reappointed, in which case the member will be taken to have retired and been reappointed on the date of reappointment.

- (e) No member appointed under paragraph (a)(iii) is permitted to serve more than 3 years without retiring and being subject to reappointment. No such member is permitted to serve for more than 12 consecutive years.
- (f) At its first meeting after each ordinary session of the Synod, the Archbishop-in-Council must appoint such number of members as are required under paragraph (a)(iii) to fill the positions of members retiring under paragraph (d).
- (g) The Archbishop-in-Council shall have regard to the expertise and interests of the people it appoints under paragraph (a)(iii) to ensure the business of the CSC is dealt with expeditiously. Without limiting the appointment of any individual, the skills and qualifications appropriate for members of the CSC include:
 - (i) theology, the mission of the church in society and pastoral care;
 - (ii) social justice and community welfare;
 - (iii) health;
 - (iv) aged and community care;
 - (v) ethics;
 - (vi) law;
 - (vii) business, management and finance; and
 - (viii) social work and psychology.
- (h) The CSC may invite persons to attend meetings of the CSC on a temporary or permanent basis.

Proceedings

- 18. The CSC shall determine procedures for the conduct of the business of the CSC subject to the following:
 - (a) the CSC must meet at least ten times a year;
 - (b) the President, if in attendance, may chair the meeting. Should the President not be present at the meeting or elect not to chair the meeting, the Chairperson shall chair the meeting, otherwise the members shall elect one of their number to chair the meeting;
 - (c) resolutions shall be determined by a simple majority. If votes are equal the person chairing the meeting shall have an additional casting vote;
 - (d) a quorum shall be half of the members;
 - (e) the CSC shall arrange for records to be kept of the proceedings of the CSC; and

- (f) the CSC may establish such committees as it shall consider expedient or convenient for the functioning of the CSC provided that at least one member of any committee shall be a member of the CSC and the chair of such committee shall be appointed by the CSC.

Reporting

19. The CSC shall prepare management accounts and summary financial reports for Archbishop-in-Council and Synod in the form required from time to time by the Archbishop-in-Council.
20. The proceedings of each CSC meeting shall be reported in the form required from time to time by the Archbishop-in-Council to the next succeeding meeting of the Archbishop-in-Council.
21. The Archbishop-in-Council may at any time direct the CSC to provide such other reports or information of any description in regard to the CSC's objects, authorities, powers and activities as the Archbishop-in-Council may require, and may direct any member or members of the CSC to attend a meeting of the Archbishop-in-Council.
22. The CSC shall report in writing to each annual session of Synod in the form required from time to time by the Archbishop-in-Council.

PART V – DIOCESAN SERVICES COMMISSION

Purpose

23. The purpose of the DSC is to provide strategic direction and policy development to, and monitoring of, administrative and financial systems across the Diocese and to manage and control all real and personal property of the Corporation.

Objects

24. The DSC will:
- (a) provide strategic direction and leadership in financial and administrative support areas including:
 - (i) financial systems and reporting;
 - (ii) information management and technology;
 - (iii) human relations and industrial relations;
 - (iv) insurance services;
 - (v) communications and the media;
 - (vi) corporate governance and legal compliance; and
 - (vii) the management of real and personal property;
 - (b) develop policies in each of the areas set out in paragraph (a) and make recommendations for the adoption of such policies to the Archbishop-in-Council;
 - (c) undertake research and planning and consult widely in the development of strategies and policies related to the areas set out in paragraph (a);
 - (d) encourage efficiency and effectiveness in the use of resources and the sharing of resources in the provision of administrative and support services throughout the Diocese;

- (e) establish an internal audit and risk management function for the Diocese;
- (f) oversee the operations of the Board of Management under the Investment Fund Canon;
- (g) prepare budgets, monitor revenue and expenditure and produce management and statutory accounts and financial reports to Archbishop-in-Council and Synod;
- (h) consult and coordinate with other Commissions and agencies within the Diocese on issues relating to each of the areas set out in paragraph (a);
- (i) oversee the management of Diocesan insurance services and all claims against or on behalf of the Diocese;
- (j) conduct the business affairs of the Corporation so as to satisfy all statutory requirements and affix the seal of the Corporation to any deed or document for giving effect to a resolution of the DSC;
- (k) develop a Delegations Manual for the Diocese for adoption by the Archbishop-in-Council and review and recommend changes from time to time; and
- (l) perform such other roles, tasks or objects which are consistent with its purpose or which the Archbishop-in-Council may from time to time prescribe by Regulation.

Powers

25. Subject to the operation of other Canons and within the limits imposed by the Synod or Archbishop-in-Council, the DSC may (for and on behalf of the Corporation):
- (a) employ staff and remunerate contractors, advisors, consultants or other persons providing services to the DSC;
 - (b) raise money (including by way of applications to government or government agencies);
 - (c) purchase equipment, supplies, information, communication, travel and other services as may be required to conduct the business of the DSC;
 - (d) operate bank accounts;
 - (e) enter into contracts, agreements or other arrangements with Federal, State or Local Governments, statutory authorities, companies or persons which the DSC believes are conducive to its objects;
 - (f) institute or defend legal proceedings on behalf of the Corporation;
 - (g) delegate the exercise of powers to individuals or committees (including the power to delegate in accordance with a resolution or Regulation of the Archbishop-in-Council); and
 - (h) do all such things as are incidental or conducive to achieving the objects of the DSC and the exercise of these powers.

Membership

26. (a) The members of the DSC shall be:
- (i) the Archbishop, who shall be President of the DSC;
 - (ii) a Chairperson, if appointed by the Archbishop;
 - (iii) the Treasurer;
 - (iv) the General Manager; and
 - (v) six members (including at least two clergy), appointed by the Archbishop-in-Council.
- (b) At least two-thirds of the members of the DSC must be practising Anglicans.
- (c) After each ordinary session of the Synod, at least one third of the members appointed under paragraph (a)(v) must retire from office. Those to retire will be those who have served longest in office. Where members have served an equal term, in the absence of agreement as to which of them shall retire, the retiring member will be determined by lot. Subject to paragraph (d), a member retiring under this paragraph (c) will be eligible for reappointment. The retirement of the member takes effect on the date of appointment of a successor under paragraph (e), unless the member is reappointed, in which case the member will be taken to have retired and been reappointed on the date of reappointment.
- (d) No member appointed under paragraph (a)(v) is permitted to serve more than 3 years without retiring and being subject to reappointment. No such member is permitted to serve for more than 12 consecutive years.
- (e) At its first meeting after each ordinary session of Synod, Archbishop-in-Council shall appoint such number of members as are required under paragraph (a)(v) to fill the position of members retiring under paragraph (c).
- (f) The Archbishop-in-Council shall have regard to the expertise and interests of the people it appoints under paragraph (a)(v) to ensure the business of the DSC is dealt with expeditiously. Without limiting the appointment of any individual, the skills and qualifications appropriate for members of the DSC include:
- (i) mission of the church;
 - (ii) administration and general management;
 - (iii) law;
 - (iv) finance, accounting and economics;
 - (v) human relations and industrial relations;
 - (vi) public relations, marketing and the media
 - (vii) information technology and information management;
 - (viii) corporate governance;
 - (ix) strategic planning and business development; and
 - (x) real estate, property development and facilities management.
- (g) The DSC may invite persons to attend meetings of the DSC on a temporary or permanent basis.

Proceedings

27. The DSC shall determine procedures for the conduct of the business of the DSC subject to the following:
- (a) the DSC must meet at least ten times a year;
 - (b) the President, if in attendance, may chair the meeting. Should the President not be present at the meeting or elect not to chair the meeting, the Chairperson shall chair the meeting otherwise the members shall elect one of their number to chair the meeting;
 - (c) resolutions shall be determined by a simple majority. If votes are equal the person chairing the meeting shall have an additional casting vote;
 - (d) a quorum shall be half of the members;
 - (e) the General Manager shall arrange for records to be kept of the proceedings of the DSC; and
 - (f) the DSC may establish such committees as it shall consider expedient or convenient for the functioning of the DSC provided that at least one member of any committee shall be a member of the DSC and the chair of such committee shall be appointed by the DSC.

Reporting

28. The proceedings of each DSC meeting shall be reported in the form required from time to time by the Archbishop-in-Council to the next succeeding meeting of the Archbishop-in-Council.
29. The Archbishop-in-Council may at any time direct the DSC to provide such other reports or information of any description in regard to the DSC's objects, authorities, powers and activities as the Archbishop-in-Council may require, and direct any member or members of the DSC to attend a meeting of the Archbishop-in-Council.
30. The DSC shall report in writing to each annual session of Synod in the form required from time to time by the Archbishop-in-Council.

PART VI – ANGLICAN MINISTRY EDUCATION COMMISSION

Purpose

31. The purpose of the MEC is to provide strategic direction and policy development to, and monitoring of, theological education and training of ordained and lay ministers across the Diocese and to such other activities of the Diocese as the Archbishop-in-Council may from time to time prescribe by Regulation and which are not within the purpose of another Commission, and to provide programs, activities and support for those seeking formation within the Anglican Church.

Objects

32. The MEC will:

- (a) provide strategic direction and leadership in programs for:
 - (i) shaping members of the Church for ministry in and through their local faith communities;
 - (ii) the discernment of ministries of all members of the Church;
 - (iii) the formation of persons for ordained and licensed lay ministries; and
 - (iv) continuing education for ordained and licensed lay ministries;
- (b) develop policies relating to the standards and operations of theological education and training within the Diocese;
- (c) undertake strategic research and planning into the areas set out in paragraph (a);
- (d) monitor the operations and financial management of all Agencies engaged in ministry education activities within the Diocese;
- (e) co-operate with and promote societies, Agencies and endeavours active within the Church in the Diocese where work involves aspects of ministry development or theological education;
- (f) assume responsibility for St Francis' Theological College, taking note of the relationship with the Brisbane College of Theology; and
- (g) perform such other roles, tasks or objects which are consistent with its purpose or which the Archbishop-in-Council may from time to time prescribe by Regulation.

Specific Authority

33. In exercising its authority, the MEC will have regard to the constitution of any separately incorporated entity which is an Agency of the MEC.

Powers

34. Subject to the operation of other Canons and within the limits imposed by the Synod or Archbishop-in-Council, the MEC may (for and on behalf of the Corporation):
- (a) approve strategic and operational plans (including budgets) of Agencies within its authority;
 - (b) monitor performance of such Agencies through regular receipt of financial and operational reports and oversee risk management activities;
 - (c) in consultation with such Agencies, appoint members to governing councils, committees, boards and advisory boards of those Agencies;
 - (d) employ staff and remunerate contractors, advisors, consultants or other persons providing services to the MEC;
 - (e) raise money (including by way of applications to government or government agencies);
 - (f) purchase equipment, supplies, information, communication, travel and other services as may be required to conduct the business of the MEC;

- (g) operate bank accounts;
- (h) enter into contracts or agreements for sale or purchase of real or personal property within guidelines established by the DSC;
- (i) enter into contracts, agreements or other arrangements with Federal, State or Local Governments, statutory authorities, companies or persons which the MEC believes are conducive to its objects;
- (j) delegate the exercise of powers to individuals or committees (including the power to delegate in accordance with a resolution or Regulation of the Archbishop-in-Council); and
- (k) do all such things as are incidental or conducive to achieving the objects of the MEC and the exercise of these powers.

Membership

- 35 (a) The members of the MEC shall be:
- (i) the Archbishop, who shall be President of the MEC;
 - (ii) a Chairperson, if appointed by the Archbishop;
 - (iii) the General Manager;
 - (iv) six members, appointed by the Archbishop-in-Council; and
 - (v) the Director of the MEC.
- (b) At least two-thirds of the members of the MEC must be practising Anglicans.
- (c) After each ordinary session of the Synod, at least one third of the members appointed under paragraph (a)(iv) must retire from office. Those to retire will be those who have served longest in office. Where members have served an equal term, in the absence of agreement as to which of them shall retire, the retiring member will be determined by lot. Subject to paragraph (d), a member retiring under this paragraph (c) will be eligible for reappointment. The retirement of the member takes effect on the date of appointment of a successor under paragraph (e), unless the member is reappointed, in which case the member will be taken to have retired and been reappointed on the date of reappointment.
- (d) No member appointed under paragraph (a)(iv) is permitted to serve more than 3 years without retiring and being subject to reappointment. No such member is permitted to serve for more than 12 consecutive years.
- (e) At its first meeting after each ordinary session of the Synod the Archbishop-in-Council must appoint such number of members as are required under paragraph (a)(iv) to fill the positions of members retiring under paragraph (c).
- (f) The Archbishop-in-Council shall have regard to the expertise and interests of the people it appoints under paragraph (a)(iv) to ensure the business of the MEC is dealt with expeditiously. Without limiting the appointment of any individual, the skills and qualifications appropriate for members of the MEC include:
- (i) mission of the Church;

- (ii) theology;
 - (iii) education and training;
 - (iv) strategic planning and policy development;
 - (v) business management, finance and accounting;
 - (vi) teaching; and
 - (vii) law.
- (g) The MEC may invite persons to attend meetings of the MEC on a temporary or permanent basis.

Proceedings

36. The MEC must determine procedures for the conduct of MEC business subject to the following:
- (a) the MEC must meet at least ten times a year;
 - (b) the President, if in attendance, may chair the meeting. Should the President not be present at the meeting or elect not to chair the meeting, the Chairperson shall chair the meeting otherwise the members shall elect one of their number to chair the meeting;
 - (c) resolutions shall be determined by a simple majority. If votes are equal the person chairing the meeting shall have an additional casting vote;
 - (d) a quorum shall be half of the members;
 - (e) the MEC shall arrange for records to be kept of the proceedings of the MEC; and
 - (f) the MEC may establish such committees as it shall consider expedient or convenient for the functioning of the MEC, provided that at least one member of any committee shall be a member of the MEC, and the chair of such committee shall be appointed by the MEC.

Reporting

37. The MEC shall prepare management accounts and summary financial reports for the Archbishop-in-Council and Synod in the form required from time to time by the Archbishop-in-Council.
38. The proceedings of each MEC meeting shall be reported in the form required from time to time by the Archbishop-in-Council to the next succeeding meeting of the Archbishop-in-Council.
39. The Archbishop-in-Council may at any time direct the MEC to provide such other reports or information of any description in regard to the MEC's objects, authorities, powers and activities as the Archbishop-in-Council may require, and may direct any member or members of the MEC to attend a meeting of the Archbishop-in-Council.
40. The MEC shall report in writing to each annual session of Synod in the form required from time to time by the Archbishop-in-Council.

PART VII – ANGLICAN PARISHES AND MISSION COMMISSION

Purpose

41. The purpose of the PMC is to provide strategic direction and policy development to, and monitoring of, the parishes and other mission agencies within the Diocese and to such other Agencies or activities of the Diocese as the Archbishop-in-Council may from time to time prescribe by Regulation and which are not within the purpose of another Commission.

Objects

42. The PMC will:
- (a) provide strategic direction and leadership for the Diocese in matters affecting the mission, organisation, operation and relationship of parishes and other mission agencies within the Diocese;
 - (b) undertake research and planning to develop strategies and priorities to increase the effectiveness of existing parishes and mission agencies and to develop new ones;
 - (c) in consultation with the Regional Bishops, review the operations and organisation of existing parishes;
 - (d) develop policies in areas affecting parishes and mission agencies and make recommendations for the adoption of such policies to the Archbishop in Council;
 - (e) provide leadership and direction in matters relating to ecumenism, interfaith relations, multicultural and indigenous ministry; and
 - (f) perform such other roles, tasks or objects which are consistent with its purpose or which the Archbishop-in-Council may from time to time prescribe by Regulation.

Powers

43. Subject to the operation of other Canons and within the limits imposed by the Synod or Archbishop-in-Council, the PMC may (for and on behalf of the Corporation):
- (a) employ staff and remunerate contractors, advisors, consultants or other persons providing services to the PMC;
 - (b) raise money (including by way of applications to government or government agencies);
 - (c) purchase equipment, supplies, information, communication, travel and other services as may be required to conduct the business of the PMC;
 - (d) operate bank accounts;
 - (e) enter into contracts or agreements for sale or purchase of real or personal property within the guidelines provided by the DSC;

- (f) enter into contracts, agreements or other arrangements with Federal, State or Local Governments, statutory authorities, companies or persons which the PMC believes are conducive to its objects;
- (g) delegate the exercise of powers to individuals or committees (including the power to delegate in accordance with a resolution or Regulation of the Archbishop-in-Council); and
- (h) do all such things as are incidental or conducive to achieving the objects of the PMC and the exercise of these powers.

Membership

44. (a) The members of the PMC shall be:
- (i) the Archbishop who shall be President of the PMC;
 - (ii) the Chairperson, if appointed by the Archbishop;
 - (iii) the Regional Bishops or their representatives;
 - (iv) the General Manager;
 - (v) nine members appointed by the Archbishop-in-Council; and
 - (vi) the Director of the PMC.
- (b) At least two-thirds of the members of the PMC must be practising Anglicans.
- (c) After each ordinary session of the Synod, at least one third of the members appointed under paragraph (a)(v) must retire from office. Those to retire will be those who have served longest in office. Where members have served an equal term, in the absence of agreement as to which of them shall retire, the retiring member will be determined by lot. Subject to paragraph (d), a member retiring under this paragraph (c) will be eligible for reappointment. The retirement of the member takes effect on the date of appointment of a successor under paragraph (e), unless the member is reappointed, in which case the member will be taken to have retired and been reappointed on the date of reappointment.
- (d) No member appointed under paragraph (a)(v) is permitted to serve more than 3 years without retiring and being subject to reappointment. No such member is permitted to serve for more than 12 consecutive years.
- (e) At its first meeting after each ordinary session of the Synod, the Archbishop-in-Council must appoint such number of members as are required under paragraph (a)(v) to fill the positions of members retiring under paragraph (d). The members of the PMC appointed by the Archbishop-in-Council shall be appointed (in equal numbers from each Region) after receiving recommendations from each Regional Bishop, made following consultation within the Region.
- (f) The Archbishop-in-Council shall have regard to the expertise and interests of the people it appoints under paragraph (a)(v) to ensure the business of the PMC is dealt with expeditiously. Without limiting the appointment of any individual, the skills and qualifications appropriate for members of the PMC include:
- (i) mission of the church;
 - (ii) theology;
 - (iii) ministry;

- (iv) community development;
 - (iv) social justice and community welfare;
 - (v) education;
 - (vi) strategic planning and policy development; and
 - (vii) finance, accounting and business.
- (g) The PMC may invite persons to attend meetings of the PMC on a temporary or permanent basis.

Proceedings

45. The PMC shall determine procedures for the conduct of the business of the PMC subject to the following:
- (a) the PMC must meet with such frequency as the Archbishop in Council directs, or in the absence of such a direction, at least four times a year;
 - (b) the President, if in attendance, may chair the meeting. Should the President not be present at the meeting or elect not to chair the meeting, the Chairperson shall chair the meeting otherwise the members shall elect one of their number to chair the meeting;
 - (c) resolutions shall be determined by a simple majority. If votes are equal the person chairing the meeting shall have an additional casting vote;
 - (d) a quorum shall be half of the members;
 - (e) the PMC shall arrange for records to be kept of the proceedings of the PMC; and
 - (f) the PMC may establish such committees as it shall consider expedient or convenient for the functioning of the PMC, provided that at least one member of any committee shall be a member of the PMC, and the chair of such committee shall be appointed by the PMC.

Reporting

46. The proceedings of each PMC meeting shall be reported in the form required from time to time by the Archbishop-in-Council to the next succeeding meeting of the Archbishop-in-Council.
47. The Archbishop-in-Council may at any time direct the PMC to provide such other reports or information of any description in regard to the PMC's objects, authorities, powers and activities as the Archbishop-in-Council may require, and may direct any member or members of the PMC to attend a meeting of the Archbishop-in-Council.
48. The PMC shall report in writing to each annual session of Synod in the form required from time to time by the Archbishop-in-Council.

PART VIII – ANGLICAN SCHOOLS COMMISSION

Purpose

49. The purpose of the ASC is to provide strategic direction and policy development to, and monitoring of, Anglican schools and of such other educational activities of the Diocese as the

Archbishop-in-Council may from time to time prescribe by Regulation and which are not within the purpose of another Commission.

Objects

50. The ASC will:

- (a) promote and provide strategic directions for education in Anglican schools, particularly in the areas of:
 - (i) the mission of the Church;
 - (ii) education in general in a Christian context for contemporary society;
 - (iii) faith formation, religious education and worship;
 - (iv) planning and establishment of new schools;
 - (v) workplace relations; and
 - (vi) governance, legal compliance and risk management;
- (b) develop policies in each of the areas set out in paragraph (a) and make recommendations for the adoption of such policies to the Archbishop-in-Council;
- (c) undertake strategic research and planning and provide support to Anglican schools in these activities and consult widely in the development of strategies and policies related to the areas set out in paragraph (a).
- (d) support Anglican schools in the Diocese, their school councils, principals and staff;
- (e) facilitate consultation and encourage communication and co-operation among Anglican schools, between Anglican schools and the ASC and with other Agencies;
- (f) provide liaison between the Diocese and federal, state and local governments and other relevant educational bodies and agencies on matters relating to education and on matters relating to the provision of government funds and resources for non-government schools;
- (g) monitor the operations and financial management of all Anglican schools in order to achieve the optimum development of the schools within a prudent risk management framework for the Diocese; and
- (h) perform such other roles, tasks or objects which are consistent with its purpose and that the Archbishop-in-Council may from time to time prescribe by Regulation.

Authority

51. In exercising its authority, the ASC will have regard to the constitution of any separately incorporated Anglican school operating within the Diocese.

Powers

52. Subject to the operation of other Canons and within the limits imposed by the Synod or Archbishop-in-Council, the ASC may (for and on behalf of the Corporation):

- (a) approve strategic and operational plans for the ASC;

- (b) monitor performance of Anglican schools through the regular receipt of financial and operational reports, and oversee risk management activities;
- (c) in consultation with Anglican schools, appoint members to governing councils and boards;
- (d) employ staff and remunerate contractors, advisors, consultants or other persons providing services to the ASC;
- (e) raise money (including by way of applications to government or government agencies);
- (f) purchase equipment, supplies, information, communication, travel and other services as may be required to conduct the business of the ASC;
- (g) operate bank accounts;
- (h) enter into contracts or agreements for sale or purchase of real or personal property (within the guidelines provided by the DSC);
- (i) enter into contracts, agreements or other arrangements with Federal, State or Local Governments, statutory authorities, companies or persons which the ASC believes are conducive to its objects;
- (j) delegate the exercise of powers to individuals or committees (including the power to delegate in accordance with a resolution or Regulation of the Archbishop-in-Council); and
- (k) do all such things as are incidental or conducive to achieving the objects of the ASC and the exercise of these powers.

Membership

53. (a) The members of the ASC shall be:
- (i) the Archbishop, who shall be President of the ASC;
 - (ii) a Chairperson, if appointed by the Archbishop;
 - (iii) the General Manager;
 - (iv) two members, appointed by the Archbishop-in-Council;
 - (v) six members, appointed by the Archbishop-in-Council subject to paragraph (d); and
 - (vi) the Executive Director of the Anglican Schools Office.
- (b) At least two-thirds of the members of the ASC shall be practising Anglicans.
- (c) The following groups shall each have the opportunity to recommend three persons to the Archbishop-in-Council for appointment to the ASC:
- (i) the chairs of the school councils of Anglican schools; and
 - (ii) principals of Anglican schools.
- (d) After each ordinary session of the Synod, at least one third of the members appointed under paragraph (a)(v) must retire from office. Those to retire will be those who have

served longest in office. Where members have served an equal term, in the absence of agreement as to which of them shall retire, the retiring member will be determined by lot. Subject to paragraph (e), a member retiring under this paragraph (d) will be eligible for reappointment. The retirement of the member takes effect on the date of appointment of a successor under paragraph (f), unless the member is reappointed, in which case the member will be taken to have retired and been reappointed on the date of reappointment.

- (e) No member appointed under paragraph (a)(v) is permitted to serve more than 3 years without retiring and being subject to reappointment. No such member is permitted to serve for more than 12 consecutive years.
- (f) At its first meeting after each ordinary session of the Synod, the Archbishop-in-Council must appoint such number of members as are required under paragraph (a)(v) to fill the positions of members retiring under paragraph (d).
- (g) The Archbishop-in-Council shall have regard to the expertise and interests of the people it appoints to ensure the business of the ASC is dealt with expeditiously. Without limiting the appointment of any individual, the skills, qualifications and experience appropriate for members of the ASC include:
 - (i) mission of the Church;
 - (ii) school governance;
 - (iii) school principalship;
 - (iv) school chaplaincy;
 - (v) school business management and administration;
 - (vi) education;
 - (vii) strategic planning and policy development;
 - (viii) finance, accounting and business;
 - (ix) workplace relations;
 - (x) law;
 - (xi) different school ownerships; and
 - (xii) different school locations.

Proceedings

54. The ASC shall determine procedures for the conduct of the business of the ASC subject to the following:
- (a) the ASC must meet at least ten times a year;
 - (b) the President, if in attendance, may chair the meeting. Should the President not be present at the meeting or elect not to chair the meeting, the Chairperson shall chair the meeting, otherwise the members shall elect one of their number to chair the meeting;
 - (c) resolutions shall be determined by a simple majority. If votes are equal the person chairing the meeting shall have an additional casting vote;
 - (d) a quorum shall be half of the members;
 - (e) the ASC shall arrange for records to be kept of the proceedings of the ASC; and

- (f) the ASC may establish such committees as it shall consider expedient or convenient for the functioning of the ASC, provided that at least one member of any committee shall be a member of the ASC, and the chair of such committee shall be appointed by the ASC. One such committee shall be composed of the principals of Anglican schools.

Funding

55. The governing body of each Anglican school shall pay such moneys, and at such times, to the ASC as shall be decided from time to time by the ASC following consultation with such governing bodies for use by the ASC in carrying out its purpose and objects as set out in this Canon. In this section “governing body” includes a School Council established by resolution of the Archbishop-in-Council.

Reporting

56. The ASC shall prepare management accounts and summary financial reports for the Archbishop-in-Council in the form required from time to time by the Archbishop-in-Council.
57. The proceedings of each ASC meeting shall be reported in the form required from time to time by the Archbishop-in-Council to the next succeeding meeting of the Archbishop-in-Council.
58. The Archbishop-in-Council may at any time direct the ASC to provide such other reports or information of any description in regard to the ASC’s objects, authorities, powers and activities as the Archbishop-in-Council may require, and may direct any member or members of the ASC to attend a meeting of the Archbishop-in-Council.
59. The ASC shall report in writing to each annual session of Synod in the form required from time to time by the Archbishop-in-Council.

PART IX – GENERAL PROVISIONS FOR COMMISSION MEMBERS

60. A member of a Commission must exercise their powers and discharge their obligations with a degree of care and diligence that a reasonable person would exercise if they were a member of that Commission in the Commission's circumstances and occupied the office held by that member.
61. A member of a Commission must:
- (a) exercise their powers and discharge their obligations in good faith and in the interests of the Diocese and for a proper purpose;
 - (b) not improperly use their position to gain an advantage for themselves or for someone else or cause detriment to the Diocese;
 - (c) keep confidential information they obtain as a member of a Commission confidential and not improperly use any information they obtain as a member of a Commission to gain an advantage for themselves or for someone else or cause detriment to the Diocese; and
 - (d) disclose to the Commission of which they are a member any material personal interest in any matter concerning that Commission or in any activity within that Commission's authority (a member may give a standing notice of an interest).

62. If:
- (a) a member of a Commission relies on information or professional or expert advice, given or prepared by:
 - (i) an employee of the Diocese who the member reasonably believes is reliable and competent in relation to the matters concerned;
 - (ii) a professional adviser or expert in relation to matters which the member reasonably believes is within that person's professional or expert competence;
 - (iii) another member of the Commission in relation to matters within that member's authority; or
 - (iv) a committee of the Commission on which the member did not serve in relation to matters within the committee's authority; and
 - (b) the reliance was made in good faith and after making an independent assessment of the information or advice (having regard to the member's knowledge of the Commission and the complexity of its structures and operations),

it is reasonable for the member to rely on that information or advice in carrying out the member's obligations under this Canon.

63. Where the Archbishop-in-Council may appoint a member of a Commission and there is a casual vacancy in that office, the Archbishop-in-Council may appoint any person as a member of a Commission to fill that casual vacancy but will have regard to any recommendations or consultations that would be required if the appointment was being made in respect of a regular annual retirement of members.
64. (a) Where the Archbishop-in-Council has appointed a member of a Commission under this Canon, the Archbishop-in-Council for good cause shown may remove that person from that office by a resolution of the Archbishop-in-Council.
- (b) Where the Archbishop has appointed a member of a Commission under this Canon, the Archbishop may remove that person from that office by notice in writing to the member.
65. The office of a member of a Commission appointed by the Archbishop-in-Council or by the Archbishop immediately becomes vacant if the member:
- (a) ceases to be a member by virtue of this Canon;
 - (b) is prohibited by the *Corporations Act 2001* (Cth) from holding office or continuing as a director of a corporation;
 - (c) becomes bankrupt or makes any general arrangement or composition with his or her creditors;

- (d) cannot fully participate in the management of the Commission because of his or her mental incapacity or is a person whose estate is liable to have a person appointed, under the law relating to the administration of estates of persons who through mental or physical infirmity are incapable of managing their affairs, to administer it, or becomes in the opinion of the Archbishop-in-Council incapable of performing his or her duties;
 - (e) resigns from his or her office as a member by notice in writing to the General Manager;
 - (f) ceases to hold an office or employed position on which the member's membership of a Commission depends;
 - (g) is removed from office in accordance with Section 64; or
 - (h) is absent from Commission meetings for three consecutive meetings without leave of absence from the Commission.
66. The Corporation indemnifies every person who is or has been a member of a Commission against any liability (including for legal costs) incurred by that person as a member of a Commission (including liabilities incurred by the member as a director of a company or member of a committee where the Commission requested the member to accept that appointment) except where such liability arose out of the fraud, wilful default or gross negligence of the member or did not arise out of conduct in good faith.
67. A Commission may act even if there are vacancies in the membership of the Commission.
68. An act done by a member of a Commission or by a Commission is effective even if the appointment, or the continuance of the appointment, of that member or any of the Commission's members may be invalid because the appointment, or continued appointment, of the member did not comply with this Canon. This section does not deal with the question of whether an effective act by a member binds the Corporation in its dealings with other people or makes the Corporation liable to another person.

PART X – THE GENERAL MANAGER

69. The General Manager has power to act in the name of the Corporation, the Synod, and the Archbishop-in-Council subject to the Constitution and Canons and subject to the direction and authority of the Archbishop and the Archbishop-in-Council.

PART XI – GENERAL

70. (1) A reference in any Canon, Regulation, document or resolution to the Property and Finance Board shall be read and construed as a reference to the DSC.
- (2) A reference in any Canon, Regulation document or resolution to the Commission for Community Welfare and Social Justice – Diocese of Brisbane shall be read and construed as a reference to the CSC.

- (3) A reference in any Canon, Regulation, document or resolution to the Anglican Schools Commission – Diocese of Brisbane shall be read and construed as a reference to the ASC.
- (4) A reference in any Canon, Regulation document or resolution to the Commission for Ministries Development and Theological Education shall be read and construed as a reference to the MEC.

PART XII – AMENDMENT

71. The Canons referred to in Schedule 2 are amended to the extent therein set out.

PART XIII – REPEAL

72. The following Canons are repealed:
 - (a) Anglicare Canon;
 - (b) Property and Finance Canon;
 - (c) Schools Commission Canon.

PART XIV – REGULATIONS

73. The Archbishop-in-Council may from time to time make, amend or repeal Regulations, not inconsistent with the provisions of this Canon, providing for all or any of the purposes whether general or to meet particular cases, which may be convenient for the administration of this Canon or which may be necessary or expedient to carry out the objects and purposes of this Canon.
74. (1) The Archbishop-in-Council may from time to time make, amend or repeal Regulations:
 - (a) exempting a Commission or any person or any class of persons, from all or specified provisions of this Canon; or
 - (b) providing that this Canon applies as if specified provisions were omitted, modified or varied as specified in the Regulation; or
 - (c) declaring that provisions of this Canon are modified so that they apply (with or without further modification):
 - (i) in relation to a Commission or to Commissions or situations to which they would not otherwise apply; or
 - (ii) in a way that changes the person who is responsible for any act or duty required of a person (whether or not a holder of an office) under this Canon,for the purpose of allowing alternative forms of governance of the Diocese or the Corporation not provided for in this Canon.

- (2) A Regulation made under subsection (1) will cease to have effect on the earlier of:
- (a) the date (if any) specified in the Regulation for that purpose; or
 - (b) the third anniversary after the Regulation is made,
- (‘cessation date’) unless within three months before the cessation date the Regulation is renewed by the Archbishop-in-Council, with or without amendments.
75. (1) Every Regulation made by the Archbishop-in-Council under the provisions of this Canon shall be recorded in the minutes of the Council and shall be laid before the next ordinary session of Synod.
- (2) Notwithstanding anything contained in this or in any other Canon or in the Standing Orders for the time being of Synod, it shall be competent for any member of Synod, by notice in writing given and read aloud at Synod on some previous day, to present a motion for the amendment or repeal of any Regulation.

SCHEDULE 1
[Section 8]

PART A. In the following Canons, the Community Services Commission has delegated power and authority of the Archbishop-in-Council pursuant to the provisions of Section 8 of the Canon. 8

- 1. Foundation (Aged Care) Canon

PART B. In the following Canons, the Diocesan Services Commission has delegated power and authority of the Archbishop-in-Council pursuant to the provisions of Section 8 of the Canon.

- 1. Cemeteries Canon
- 2. Church Institutions Canon, except Section 11
- 3. Diocesan Council Canon, limited to Sections 13, 18 and 19
- 4. Insurance Canon 1997, except Section 16
- 5. Investment Fund Canon
- 6. Long Service Leave Canon, except Section 12
- 7. Parish Contributions Canon, except Section 7(2)
- 8. Parishes Regulation Canon, limited to Sections 6 and 8
- 9. Records and Archives Canon, except Section 10
- 10. Superannuation Canon 2000, except Section 6
- 11. Synod Canon, limited to Section 17

PART C. In the following Canons, the Parishes and Mission Commission has delegated power and authority of the Archbishop-in-Council pursuant to the provisions of Section 8 of the Canon.

- 1. Offerings at Pastoral Services Canon 1995
- 2. Parishes Regulation Canon except sections 4, 5, 6 and 8 and Part VIII – Provisional Parishes

3. Special Ministry Canon 1995, except Section 4
4. St John's College Canon

SCHEDULE 2

[Section 71]

PART A. Amendments to the Diocesan Council Canon

1. Section 10 is deleted and the following new section is inserted:

“Resolution outside meetings

“10. (1) The Archbishop may circulate at any time to members of the Council a draft resolution which, if agreed to by a majority of the Clerical members and a majority of the lay members of the Council and received by the Registrar, shall be deemed to be a resolution of the Council duly passed at a meeting thereof.

(2) Any such resolution may consist of several documents in like form, each containing assent by one or more members of the Council and may be circulated and received by facsimile or electronically.”

2. Section 13 is amended by deleting paragraph (e) and by inserting the following paragraphs:

“(e) to take such action in all matters which may from time to time be referred to or delegated to it by the Synod as appears necessary or expedient;

“(f) to manage and invest funds held by the Corporation and in the exercise of these powers and responsibilities the Council is authorized to:

- (i) accept money on deposit;
- (ii) borrow, raise or otherwise obtain financial accommodation, including by the issue of debentures, bonds or other securities;
- (iii) advance or lend money or otherwise make financial accommodation available or enter into financial arrangements with or without security, at such rate of interest (if any) or for such other consideration (if any) and on such terms as to repayment and otherwise as the Council may authorize;
- (iv) issue, draw, accept, endorse or discount bills of exchange, promissory notes, payment orders or other negotiable instruments;
- (v) enter into any transaction for the purpose of managing or varying financial returns or financial or currency risks or obligations or returning a gain or avoiding a loss by reference to currency exchange rate movements, interest or discount rate movements or any other risk management transaction or agreement;”

3. The following new Sections are inserted:

“Disposal of income

“18. All property now vested in or hereafter to become vested in the Corporation, the Synod or in Trustees on behalf of the Church or any person holding office therein shall, so far as the same is not subject to any express trust, and so far as any such trust shall not extend, be held, managed, mortgaged, charged, alienated, or otherwise dealt with and disposed of in such manner that any income or revenue derived therefrom and all moneys raised or received by or from any sale, mortgage, or lease shall be applied in accordance with the provisions set out in Section 19.

“Priorities in the disposal of income

“19. Income, revenue and moneys derived from the property referred to in Section 18 shall, subject to any statutory requirements, be applied in the following manner and priority –

- (a) the payment of all arrears in contributions required pursuant to the Canons to be made to the Corporation, being contributions of the Parish, if any, which has last had the use of the property;
- (b) satisfying any local wants or requirements of the Parish or institution which has last used the property, if the Synod or the Archbishop-in-Council considers that appropriate after taking into account:
 - (i) those local wants or requirements, and
 - a. in the case of a Parish, any relevant Parish strategy as expressed by resolution of the Parish Council,
 - b. in the case of an institution, any relevant strategy as expressed by resolution of its governing body; and
 - (ii) any strategy in the mission of the Church in this Diocese as expressed from time to time by resolution of the Synod;
- (c) such general Diocesan purposes as shall from time to time be set out by resolution of the Synod.”

PART B. Amendments to the Cathedral Canon:

1. Section 32 is amended:

- (a) by omitting subsection (1) and inserting the following:

“(1) In this section “prescribed matter” means any transaction relating to real property.”

- (b) by omitting subsection (4).

PART C. Amendments to the Ministry Education Canon:

1. Sections 5 to 14 inclusive are omitted.

PART D. Amendments to the Parishes Regulation Canon:

1. In Section 6 omit the words “Property and Finance Board” and insert “Archbishop-in-Council”.
2. In subsection (2) of Section 8 the words “Property and Finance Board” are omitted and the words “Archbishop-in-Council” are inserted.

PART E Amendments to the Synod Canon:

1. In Section 2 (1) delete paragraph (i).
