

ABBOTSLEIGH ORDINANCE 1924-1948
AMENDING ORDINANCE 1980

No. 4 1980

AN ORDINANCE to amend the Constitution
of the Council of Abbotsleigh.

WHEREAS The Council of Abbotsleigh is a body corporate constituted by the Church of England (Bodies Corporate) Act 1938 and WHEREAS it is expedient that the constitution of the said body corporate be varied 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:-

5 1. (1) This ordinance may be cited as "Abbotsleigh Ordinance 1924-1948 Amending Ordinance 1980".

(2) The Abbotsleigh Ordinance 1924-1948 is hereinafter called "the principal Ordinance".

10 (3) The principal Ordinance, as amended by this ordinance, may be cited as "Abbotsleigh Ordinance 1924-1980" and is hereinafter called "the consolidated Ordinance".

2. The principal Ordinance is hereby amended as follows:-

(1) by the substitution of the following clause for Clause 1:-

15 "In this ordinance, the term "the Council" means
The Council of Abbotsleigh a body corporate
constituted by the Church of England (Bodies
Corporate) Act 1938";

(2) by the substitution of the following clause for Clause 2:-

20 "The Council shall govern the school known as and
named "Abbotsleigh".";

(3) by the omission of Clause 3;

(4) by the substitution of the following clause for Clause 4:-

25 "3. The members of the Council shall (subject to Clause 10)
be the Archbishop of Sydney for the time being and
eighteen (18) other persons of whom twelve (12) persons,
namely, three (3) clergymen, five (5) laymen and four (4)
30 women shall be appointed by the Synod and four (4) women
shall be appointed by the Abbotsleigh Old Girls' Union
from amongst its members so long as the said Union exists
and consists of not less than forty (40) financial members
and two (2) persons shall be appointed by the seventeen (17)
35 other members of the Council provided always that in the
absence from the State or the incapacity of the Archbishop
or during the vacancy of the See the Administrator of the
Diocese shall be deemed to be an ex-officio member of the
Council.

The two persons to be elected by the seventeen (17) other
members of the Council shall be elected as follows:-

40 (a) The Chairman shall give not less than 14 days' notice in
writing to each member of the date for the closing of
nominations.

(b) On or before the date for the closing of nominations, each member may, by writing addressed to the Chairman, nominate not more than 2 persons for election. A nomination:-

- 5 (i) shall include the name, age, address and occupation of the nominee and such other matter as the Chairman may deem appropriate or as the Council may from time to time determine, and
- 10 (ii) shall state that the nominee consents to serve, if elected, for a term of 4 years or such lesser term as may be determined in accordance with this Ordinance.

(c) As soon as practicable after the date for the closing of nominations, the Chairman shall give not less than 14 days' notice in writing to each member of the date of a special or ordinary meeting of the Council at which the election shall be held. The notice shall include the matter referred to in paragraph (b) (i) in relation to each nominee.

20 (d) The members present at the special or ordinary meeting of the Council of which notice has been given under paragraph (c) may, before the election, resolve, by simple majority, that any one or more of the nominees shall be excluded from the election.

25 (e) If, after the exclusion of any nominees pursuant to paragraph (d), the number of nominees does not exceed the number of vacancies, the Chairman shall declare those nominees duly elected.

30 (f) If, after the exclusion of any nominees pursuant to paragraph (d), the number of nominees exceeds the number of vacancies, a vote shall be taken by secret ballot.

(g) On the taking of a vote:-

(i) where there is one vacancy to be filled:-

35 (a) the Chairman shall declare the nominee with the greater or greatest number of votes to have been elected; or

40 (b) where 2 or more nominees receive an equal number of votes, any nominees receiving a lesser number of votes shall be eliminated, a further vote shall be taken in respect of the remaining nominees and the remaining nominee who obtains the greatest or greater number of votes as a consequence of that further vote shall be declared by the Chairman to have been elected.

45 If all nominees or 2 or more remaining nominees receive an equal number of votes, the nominee to be elected shall be determined by the Chairman.

(ii) where there is more than one vacancy to be filled:-

(a) the Chairman shall declare the nominees who have each received a higher number of votes than the number of nominees by which the number of vacancies is exceeded to have been elected;

(b) where a greater number of nominees than the number of vacancies to be filled receive an equal number of votes, any nominees receiving a lesser number of votes shall be eliminated and a further vote taken in respect of the remaining nominees; or

(c) where 2 or more nominees receive an equal number of votes for the last vacancy to be filled, a further vote shall be taken in respect of those nominees and the nominee who obtains the greatest or greater number of votes as a consequence of that further vote shall be declared by the Chairman to have been elected.

If all nominees or a number of nominees greater than the number of vacancies or remaining vacancies receive an equal number of votes, the nominees to be elected shall be determined by the Chairman."

(5) by the renumbering of Clause 5 as Clause 4;

(6) by the renumbering of Clause 6 as Clause 5;

(7) by the substitution of the word "seven" for the word "four" in Clause 7 and by renumbering that clause as Clause 6;

(8) by the insertion of the following clause as Clause 7:-

"A member of the Council shall cease to be a member of the Council if the member

(a) dies,

(b) resigns by written notice given to the Secretary of the Council or,

in the case of a person appointed by the Synod, given to the Diocesan Secretary,

(c) becomes bankrupt or makes an arrangement or composition with his creditors generally,

(d) becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under the law relating to mental health, or

(e) ceases to hold any qualification for office.

A member of the Council shall also cease to be a member if

(i) in the case of a member appointed by the Synod - the Synod or the Standing Committee thereof, by resolution, declares that the office of that member shall become vacant,

(ii) in the case of a member appointed by The Abbotsleigh Old Girls' Union - if two-thirds of the Committee of that Union, by resolution, declares that the office of that member shall become vacant, and

(iii) in the case of a member appointed by the Council, if three-fourths of the members of the Council, by resolution, declare that the office of that member shall become vacant.";

(9) by the substitution of the following clause for Clause 8:-

5 "8. (1) Subject to sub-clause (2) upon a person ceasing to be a member of the Council, the body which last appointed that person to be a member of the Council may fill the vacancy caused thereby. The person so appointed shall remain in office for the remainder of the term of office of the person whose place he has taken and shall be eligible for reappointment.

10 (2) Until the number of clergymen appointed by the Synod has been reduced to two, neither the Synod nor the Standing Committee shall appoint a clergyman to replace a clergyman who has ceased to be a member of the Council and until the number of laymen appointed by the Synod has been reduced to four neither the Synod nor the Standing Committee shall
15 appoint a layman to replace a layman who has ceased to be a member of the Council.

(3) The Casual vacancies Ordinance 1935 shall not apply to the Council.";

(10) by the omission of Clauses 9 and 10;

20 (11) by the substitution of the word "were" for the words "shall be" in Clause 11 and by the renumbering of that clause as Clause 9;

(12) by the substitution of the following clause for Clause 12:-

25 "10. (1) Each of the four (4) clergymen who are members of the Council on the 1st day of March, 1980 shall remain in office until either:

(a) the first day of the ordinary session of the Synod held in the year 1986, or

(b) that clergyman ceases to be a member of the Council by
virtue of Clause 7,

30 whichever happens first and, on any one of the said clergymen ceasing to hold office as a member of the Council, the provisions of this clause shall apply to the remaining three (3) clergymen.

35 (2) Each of the six laymen who are members of the Council on the 1st day of March, 1980 shall remain in office until either:

(a) the first day of the ordinary session of the Synod held in the year 1986, or

40 (b) that layman ceases to be a member of the Council by virtue of Clause 7,

whichever happens first and on any one of the said laymen ceasing to hold office as a member of the Council, the provisions of this clause shall apply in relation to the remaining five (5) laymen.

45 (3) Subject to sub-clauses (1) and (2), at the ordinary session of the Synod in the years 1980, 1981 and 1982 and in each fourth year after each of these years, three members of the Council appointed by the Synod, namely,

- (a) one clergyman,
- (b) one layman, and
- (c) one laywoman,

shall retire from office as a member of the Council.

- 5 (4) At the ordinary session of the Synod in the year 1983 and in each fourth year thereafter, three members of the Council appointed by the Synod, namely,

- (a) two laymen, and
- (b) one laywoman,

10 shall retire from office as a member of the Council.

- (5) A person who retires pursuant to this clause shall be eligible for reappointment.

- 15 (6) The person who retires pursuant to this clause shall be a person who has held office the longest since last being appointed provided that, where persons have held office for an equal period of time, the member or members to retire shall be determined by ballot taken amongst those members.

- 20 (7) If the Synod fails to appoint any person to fill a vacancy on the Council, the Standing Committee may appoint a person to fill that vacancy."

(13) by the insertion of the following clause as Clause 11:-

25 "11. Subject to Clause 7 hereof, members of the Council appointed by the said Union shall each hold office for a period of four years and one shall retire from office in rotation each year but, subject to any rule or policy which the said Union may adopt, shall be eligible for re-appointment.";

(14) by the insertion of the following clause as Clause 12:-

"12 Subject to Clause 7 hereof, the members of the Council appointed by the other members of the Council shall hold office for a period of four years but shall be eligible for re-appointment.";

(15) by the omission of Clause 13;

(16) by the omission of the first sentence of Clause 14 and the insertion of that sentence as Clause 13 and by the addition of the words "but subject to the provisions of this ordinance" at the end of that sentence;

(17) by the substitution of the words 'Without limiting the general powers hereinbefore conferred, the Council' for the words 'And without limitation to the general powers hereinbefore conferred the said Council may borrow moneys and/or charge the said assets or any part or parts thereof to secure repayment thereof and interest and' and by the substitution of the words 'in accordance with the provisions of the investment of Church Trust Property Ordinance 1978 as amended or any such other form of investment as shall be approved by resolution of the Standing Committee at the request of the Council provided that no such approval shall be effective for a period in excess of three years' for the words 'in the purchase or lease of real or personal estate or in any other manner they may deem fit' in clause 14;

(18) by inserting the following clause after Clause 14:-

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

5 (2) The Council and its members and each of them shall not represent to any person or persons or corporation that the Archbishop of Sydney or the Synod of the Diocese of Sydney or the Standing Committee thereof or any person or persons or any other corporate body or corporation holding church trust property for the Church of England in the Diocese of Sydney or any other corporate body constituted by or pursuant to the Church of England (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.

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20 (3) The Council may borrow moneys and/or charge the assets of the Council or any part or parts thereof to secure repayment thereof and interest provided that the Council shall not exercise any such power to borrow moneys if the amount which it proposes to borrow, when added to the amount of all moneys borrowed by it prior thereto and not repaid prior thereto, exceeds fifty per centum (50%) of the previous years gross fees or such other amount as may have been last approved by resolution of the Standing Committee.

30 (4) The Council shall not execute or deliver and shall not have power to execute or deliver any mortgage, charge, debenture, guarantee, indemnity or promissory note unless the following clause is included therein:-

35 "Notwithstanding anything contained herein to the contrary, each of the parties hereto acknowledge and agree that The Council of Abbotsleigh 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 Abbotsleigh may be able to pay to that party in the event of The Council of Abbotsleigh being wound up"

40 and such clause is not made subject to any qualification.

(5) The Council shall not execute or deliver any bill of exchange or other negotiable instrument other than a cheque drawn on the Council's bank.

50 (6) Every order for goods and services or business letter involving the securing of credit or the supply of goods or services to the Council issued by or on behalf of the Council on a form printed on or after the 1st day of January 1981 shall contain the name of the Council and immediately thereafter or thereunder the words "incorporated by Act of Parliament".

(19) by the omission of Clause 16 and by renumbering the existing Clause 15 as 16;

(20) by the insertion of the following clause as Clause 17:-

5 "17.(1) In appointing any person to be Headmistress or other
principal teacher of the school, the Council shall have
due regard (in addition to the other requirements of the
10 position) to the importance of appointing a person of
Christian faith and character who is committed to
furthering and is capable of furthering the cause of
Christian Education in the school as Church School.

15 (2) The Council may appoint a Chaplain pursuant to the
terms of the School Chapels and Chaplains Ordinance
1975.

(21) by the omission of Clause 18 and by the substitution of the
following for Clause 17:-

18. Every member of the Council shall be indemnified out
of the property of the School for any liability properly
incurred by the Council for which he may become personally
liable in so far as such liability was not incurred by
reason of his misconduct or wilful default.

20 (22) by the omission of the words "and at the same time present a
statement of receipts and expenditure and a balance sheet duly
audited showing the financial position of the School" from
Clause 20, and by inserting the following sentence at the
end of that Clause:-

25 "The Council shall comply with the Accounts Ordinance 1975
as amended from time to time.";

(23) by substituting "1980" for "1948" in Clause 21.

3. For the purposes of this Ordinance, the two persons appointed by the
Archbishop under clause 4 of the principal Ordinance and holding office
on the date on which assent is given to this ordinance shall be deemed
30 to have been appointed by the other members of the Council under clause 3
of the consolidated Ordinance and shall cease to hold office on the
30th November, 1981 but shall be eligible to be re-appointed under
clause 3 of the consolidated Ordinance.

I CERTIFY that the Ordinance as printed is in accordance with the Ordinance
as reported.

N.M.CAMERON
Deputy Chairman of Committees

I CERTIFY that this Ordinance was passed by the Standing Committee of the
Synod of the Diocese of Sydney on the 25th day of February 1980.

W.G.S.GOTLEY
Secretary

I ASSENT to this Ordinance.

M.L.LOANE
Archbishop of Sydney

25/2/1980