



By-laws of the Synod



The Uniting Church in Australia
QUEENSLAND SYNOD

Approved by the Synod Standing Committee effective 14 July 2017

TABLE OF CONTENTS

Contents

- Q1 PRELIMINARY..... 3**
 - Q1.1 CITATION..... 3
 - Q1.2 AUTHORITY TO MAKE BY-LAWS 3
 - Q1.3 INTERPRETATION..... 3
 - Q1.4 DEFINITIONS 3

- Q2 SYNOD 4**
 - Q2.1 SYNOD IN SESSION..... 4
 - Q2.2 SYNOD STANDING COMMITTEE..... 5
 - Q2.3 MODERATOR 9
 - Q2.4 GENERAL SECRETARY OF SYNOD.....12
 - Q2.5 SYNOD PROPERTY OFFICER13
 - Q2.6 SYNOD OFFICE13
 - Q2.7 GOVERNANCE13

- Q3 BOARDS AND COMMITTEES OF THE SYNOD 19**
 - Q3.1 THE UNITING CHURCH IN AUSTRALIA PROPERTY TRUST (Q.)19
 - Q3.2 FINANCE, INVESTMENT AND PROPERTY BOARD.....26
 - Q3.3 GOVERNANCE NOMINATION REMUNERATION COMMITTEE33
 - Q3.4 BOARD FOR CHRISTIAN FORMATION37
 - Q3.6 THE SCHOOLS AND RESIDENTIAL COLLEGES COMMISSION44
 - Q3.7 SYNOD CHAPLAINCY COMMISSION45
 - Q3.8 SYNOD RECEPTION OF MINISTERS COMMITTEE48
 - Q3.9 MULTI-CROSS CULTURAL REFERENCE GROUP48
 - Q3.10 SYNOD INTER-FAITH RELATIONSHIPS COMMITTEE.....49
 - Q3.11 SYNOD ECUMENICAL RELATIONSHIPS COMMITTEE50
 - Q3.12 ADVISORY COMMITTEE ON MINISTERIAL PLACEMENTS50
 - Q3.13 LEGAL REFERENCE COMMITTEE52

- Q4 INSTITUTIONS AND AGENCIES OF THE SYNOD 53**
 - Q4.1 UNITING CARE QUEENSLAND53

- Q5 MINISTRY 60**
 - Q5.1 PLACEMENTS60
 - Q5.2 LAY PASTORS.....61
 - Q5.3 LONG SERVICE LEAVE (Regulation 2.7.1(c))62
 - Q5.4 MINISTERIAL HOUSING.....64
 - Q5.5 PRESBYTERY OFFICERS64
 - Q5.6 CONGREGATIONS IN CO-OPERATION64

- SCHEDULE 1 DEFINITIONS..... 66**
- SCHEDULE 2 UCQ TO SYNOD REPORTING SCHEDULE 71**

THE UNITING CHURCH IN AUSTRALIA QUEENSLAND SYNOD BY-LAWS

(Approved by the SSC)

NOTES:

1. The Regulations referred to in these by-laws are those in existence and so numbered as at March 2016.
2. A new by-law or an amendment to an existing by-law as proposed by the Synod does not take effect until it has been approved in its final form after receiving the advice of the Legal Reference Committee. (Synod Minute 86.30(g))

Q1 PRELIMINARY

Q1.1 CITATION

These by-laws may be cited as the Queensland Synod By-laws.

Q1.2 AUTHORITY TO MAKE BY-LAWS

Under clause 32 and 63 of the Constitution and regulation 3.1.5(l), the Synod has the authority to make by-laws under the Constitution and Regulations.

Q1.3 INTERPRETATION

- (1) Any term used in these Synod By-laws which is not otherwise defined has the same meaning given to it in the Act, Constitution or Regulations.
- (2) A reference to any constituent document is a reference to that constituent document as it may be varied, amended or substituted from time to time.
- (3) These Synod By-laws are in addition to and supplement the provisions contained in the Regulations, and should be read together with the Regulations wherever possible.
- (4) The Act prevails over the Constitution, the Constitution prevails over the Regulations and the Regulations prevail over these Synod By-laws.
- (5) In the event of any inconsistency between any provision contained in these Synod By-laws and the Act, Constitution or Regulations, the Act, Constitution or Regulations prevail to the extent of the inconsistency.
- (6) Words importing the singular include the plural and vice versa.
- (7) Where a word or phrase is given a defined meaning, any other part of speech or other grammatical form in relation to that word or phrase has a corresponding meaning.

Q1.4 DEFINITIONS

The definitions in Schedule 1 define particular terms used in these Synod By-laws.

Q2 SYNOD

Q2.1 SYNOD IN SESSION

Meetings

Q2.1.1 Ordinary meetings of the Synod shall be held at intervals of approximately eighteen (18) months.

Membership

Q2.1.2 A Presbytery:

- (a) may elect as members of the Synod all the Ministers of the Word, Deacons and Deaconesses who are voting members of the Presbytery;
(Regulation 3.3.7(a)(iii))
- (b) may elect as members of the Synod all the Pastors, Community Ministers, Youth Workers, Lay Pastors and other confirmed lay members serving in approved placements within the bounds of the Presbytery.
(Regulation 3.3.7(a)(iii))
- (c) shall elect or appoint as members of the Synod confirmed lay persons provided that:
 - (i) the number of confirmed lay persons appointed under this by-law Q2.1.2(c) shall not exceed the number of approved placements within the bounds of the presbytery; and
 - (ii) the number of lay persons elected or appointed under by-laws Q2.1.2(b) and (c) shall not be fewer in number than the number of Ministers of the Word, Deacons and Deaconesses elected under by-law Q2.1.2(a);
(Regulation.3.3.7(a)(iv) and 3.3.7(b))
- (d) shall interpret “approved placement” for the purposes of this interim by-law Q2.1.2 as a designated placement, whether full-time or part-time, and whether filled or vacant, which is approved by the Placements Committee. An approved placement includes an approved chaplaincy placement.

Q2.1.3 The following shall be ex-officio members of the Synod:

Moderator;
Ex-Moderator;
Moderator-Elect;
General Secretary (who is also the Secretary of Synod as referred to in the Assembly Regulations);
Associate General Secretary;
Chairperson of UnitingCare Queensland Board;
Chairperson of the Finance, Investment, and Property Board;
Chairperson of the Governance Nomination Remuneration Committee;
CEO of UnitingCare Queensland;
Synod Property Officer;
Director of Education for Ministry;
Chairperson of the Board for Christian Formation;
Chairperson of the Schools and Residential Colleges Commission;
Executive Officer, Schools and Residential Colleges Commission;
Chairperson of the Synod Chaplaincy Commission;
Executive Officer, Chaplaincy Commission;
Convenor, Multi-Cross Cultural Reference Group;
Advocate, The Multi-Cross Cultural;
Chairperson of the Legal Reference Committee.

(see Regulation 3.3.7(a)(ii))

Q2.1.4 The membership of the Synod shall include representatives (ministerial and lay) of each of:

The UnitingCare Queensland Board (4)
The Finance, Investment, and Property Board (4)
The Board for Christian Formation (2)

such representatives to be appointed by the respective bodies. Such representatives shall be in addition to those who are ex-officio members of the Synod pursuant to by-law Q2.1.3.

Q2.1.5 Two (2) candidates for the ministries of Minister of the Word or Deacon, elected by the candidates for these ministries within the bounds. (Regulation 3.3.7(a)(vi)).

Co-opted Members

Q2.1.6 Subject to the limit set under Regulation 3.3.7(c) and 3.3.7(d):

- (a) prior to each meeting of Synod, the SSC shall appoint as co-opted members of Synod such persons as it deems appropriate from among nominations submitted by Presbyteries;
- (b) the SSC or the Synod shall also have power to appoint such further co-opted members as are deemed to be necessary or desirable.

Q2.2 SYNOD STANDING COMMITTEE

Q2.2.1 Establishment of Synod Standing Committee

A Synod Standing Committee (the **SSC**) is established pursuant to clause 36 of the Constitution.

Q2.2.2 Powers and responsibilities

- (1) The SSC is empowered:
 - (a) to act on behalf of the Synod between ordinary meetings of the Synod in relation to all matters that are the responsibility of the Synod, except such as the Synod may determine; (clause 36 of the Constitution; regulation 3.7.4.1(d)); and
 - (b) to deal with matters referred to it by the Synod; (regulation 3.7.4.1(e)); and
 - (c) to exercise the powers, and fulfil the responsibilities, as provided for in the Synod By-laws.
- (2) In exercising its powers and fulfilling its responsibilities, the SSC must have regard to the following guiding principles:
 - (a) focusing on the strategic and policy issues of the Church;
 - (b) engaging in competence-building activities for its members;
 - (c) efficiency and timeliness in approvals and decision-making.

Q2.2.3 Membership and method of election

The members of the SSC must comprise:

- (a) the following ex-officio members:
 - (i) Moderator;

- (ii) ex-Moderator;
 - (iii) Moderator-Elect;
 - (iv) General Secretary;
 - (v) chairperson of the Finance, Investment and Property Board;
 - (vi) chairperson of the UnitingCare Queensland Board;
 - (vii) chairperson of the Board for Christian Formation;
 - (viii) chairperson of the Governance Nomination Remuneration Committee;
 - (ix) 1 nominee of the Uniting Aboriginal and Islander Christian Congress for Queensland; and
- (b) 10 persons (the **SSC elected members**) elected by the Synod from amongst its members; and
 - (c) not more than 2 persons co-opted by the SSC. (regulation 3.7.4.1(a))

Q2.2.4 Chairperson and deputy chairperson

- (1) The Moderator is the SSC's chairperson. (regulation 3.6.3.2(d)).
- (2) The ex-Moderator is the SSC's deputy chairperson. The deputy chairperson is to act as the chairperson:
 - (a) during a vacancy in the office of chairperson; or
 - (b) during all periods when the chairperson is absent from duty or is, for another reason, unable to perform the functions of the office.
- (3) If the SSC's chairperson or deputy chairperson is absent from a SSC meeting, the members present must elect from amongst them a member to preside at the meeting, and whilst that member presides, he or she has all the powers, functions and immunities of the chairperson.

Q2.2.5 Term of office of SSC elected member

- (1) The term of office of each SSC elected member is from the rising of the Synod to the opening of the next ordinary meeting of the Synod. (regulation 3.7.4.1(a)(iii)).
- (2) A person may not serve as an SSC elected member for more than 9 continuous years.

Q2.2.6 Meetings

- (1) The SSC must meet as frequently as necessary to carry out its role, but not less than 6 times each year.
- (2) The following persons may attend SSC meetings, and have the right to speak but not to vote:
 - (a) Chief Executive Officer of UnitingCare Queensland;
 - (b) Synod Property Officer at the Synod Office or the holder of an equivalent position, however described;
 - (c) such other persons with appropriate qualifications, expertise and skills who are invited to attend the meetings by the SSC, including a theological listener.

Q2.2.7 Relevant competencies for SSC elected members

For a person to be elected as an SSC elected member, the person must have gifts, skills or experience in 1 or more of the following competencies (the **SSC relevant competencies**):

- (a) congregational leadership,
- (b) theological expertise,
- (c) financial expertise,
- (d) social and cultural analysis,
- (e) rural and regional perspective,
- (f) expertise in popular culture,
- (g) pastoral care expertise,
- (h) evangelism expertise,
- (i) governance and not for profit experience,
- (j) community service,
- (k) multi-cultural expertise,
- (l) indigenous expertise,
- (m) legal expertise,
- (n) a youth perspective.

Q2.2.8 GNRC nominations process for SSC elected member positions

- (1) The GNRC must determine a nominations process for the election of persons as SSC elected members that facilitates the following objectives:
 - (a) continuity of appointment of SSC elected members who have the gifts, skills or experience in the SSC relevant competencies;
 - (b) fostering an appropriate mix of gifts, skills and experience in the SSC relevant competencies amongst SSC elected members.
- (2) The process is to be underpinned by the following requirements:
 - (a) each nominee for an SSC elected member position must submit to a self-evaluation process facilitated by the GNRC, using pro-forma documentation prepared by the GNRC, before being eligible for election as an SSC elected member at a Synod;
 - (b) the suitability of each nominee for an SSC elected member position must be considered by the GNRC, having regard to the nominee's gifts, skills or experience in the SSC relevant competencies.
- (3) The GNRC must publish details of the process on the Synod's website.
- (4) The process must include the requirements stated in by-laws Q2.2.9 to Q2.2.12.

Q2.2.9 Nomination date

- (1) The Business Committee of the Synod must, on the advice of the GNRC, determine the date (the **nomination date**) on or before which the General Secretary may receive nominations for SSC elected member positions to be filled at the next Synod. The nomination date must be at least 4 weeks before

the day (the **opening day**) of the opening of the ordinary meeting of the Synod.

- (2) The Business Committee of the Synod must publish the nomination date on the Synod's website.

Q2.2.10 Nomination for SSC elected member position

- (1) A member of the Synod may nominate a member of the Synod for election as an SSC elected member. The nomination must be submitted to the General Secretary.
- (2) To be a valid nomination, a nomination made under by-law Q2.2.10(1) must be:
 - (a) made using a properly completed pro-forma nomination form developed by the GNRC; and
 - (b) received by the General Secretary on or before the nomination date; and
 - (c) accompanied by:
 - (i) a written consent of the nominee for the nomination; and
 - (ii) a declaration by the nominee about his or her ability to regularly attend meetings of the SSC; and
 - (d) for a person who is not disqualified from being an SSC elected member under by-law Q2.7.7.

Q2.2.11 Profile about nominee

- (1) The GNRC must require a profile to be prepared, using a pro-forma document prepared by it, about each nominee under by-law Q2.2.10(1). The profile must include information about the gifts, skills or experience of each nominee in the SSC relevant competencies.
- (2) The GNRC must provide its profile about each nominee to the members of the Synod at least 2 weeks before the opening day.

Q2.2.12 Recommendation about nominee

- (1) The GNRC may make a recommendation, using a pro-forma document prepared by it, about the election of a nominee under by-law Q2.2.11(1). The recommendation must include information in support of the recommendation.
- (2) In deciding whether to make the recommendation, the GNRC must be guided by the objectives stated in by-law Q2.2.8(1).
- (3) The GNRC must provide the recommendation to the members of the Synod at least 2 weeks before the opening day.

Q2.2.13 Election of SSC elected members

- (1) If the total number of nominations received, under the Synod By-laws, for SSC elected member positions is more than the number required under by-law Q2.2.3(b), a ballot must be conducted at the Synod meeting to determine which of the nominees are to be elected to the positions.

- (2) Subject to regulation 3.7.4.1(b) and by-laws Q2.2.13(1), Q2.2.5 and Q2.7.7, persons must be declared elected to fill the required number of elected member positions at the Synod meeting.

Q2.2.14 Casual vacancy

- (1) A vacancy in one of the SSC elected member positions arising for any reason must be filled by the Moderator, upon the recommendation of the GNRC. (regulation 3.6.3.2(e)) As far as practicable, the appointee must be a person who was nominated for an SSC elected member position and considered by the Synod immediately before the creation of the vacancy, but did not become an SSC elected member.
- (2) Subject to by-law Q2.7.9, a person appointed under by-law Q2.2.14(1) is appointed for a term that ends on the opening of the next ordinary meeting of the Synod.

Q2.3 MODERATOR

Q2.3.1 The Moderator shall be elected by the Synod, subject to the following provisos and subject to the procedures set out in these by-laws and such further procedures as may be determined by the Synod:

- (a) a Moderator shall be elected and designated Moderator- elect by the ordinary meeting of the Synod prior to the one at which the person will take office;
- (b) the election shall be by written ballot;
- (c) nominations may be submitted by the Presbyteries.

(See Regulation 3.6.3.1(a))

Q2.3.2 The election of Moderator-elect shall be determined by preferential Ballot.

Q2.3.3 The Moderator shall be elected for a term of three (3) years and shall not be eligible for re-election for a contiguous term.

Q2.3.4 The SSC shall make provision for the election or appointment of a Moderator should the Moderator-elect be unable to take up his/her office. (See Regulation 3.6.3.1(b))

Q2.3.5 Duties and Responsibilities of the Moderator

In addition to carrying out the duties and responsibilities set out in the Assembly Regulations (see Regulation 3.6.3.2), the Moderator shall:

- (a) preside over meetings of other bodies as may be required from time to time by the Synod or the SSC;
- (b) visit each Presbytery regularly and give such care and counsel as may be required to Ministers and other agents whose work has a substantial pastoral and/or educational and/or liturgical function;
- (c) be the Chairperson of the Advisory Committee on Ministerial Placement and be the focal point of reference for the entities with a responsibility for the oversight of placements;
- (d) in consultation with Presbytery Officers, encourage congregations in furthering their mission within their respective bounds and in such areas of geographic, sociological and ethnic grouping as may seem appropriate;
- (e) in consultation with the General Secretary of Synod, encourage the provision

of resources and material for the promotion of the mission of the Church;

- (f) in consultation with Presbyteries and the General Secretary of Synod, and without limiting the responsibilities of the General Secretary, exercise general oversight of the life of the Church to ensure that in its congregations, presbyteries, Synod Office, units and agencies, expression is being given to the faith, policies, standards and procedures of the Church;
- (g) subject to the provisions of Regulation 3.6.3.2(f) make such rulings as may be necessary to clarify and interpret decisions of the Synod;
- (h) issue media releases in the name of the Synod on matters of public interest;
- (i) liaise as appropriate with the General Secretary of the Assembly and the National Director for Social Responsibility and Justice;
- (j) initiate research and investigate studies into social justice and other issues which impact upon the missional development of the Church;
- (k) initiate both formal and informal forums which will reflect on the missional priorities of the Church and which may draft strategic missional directions;
- (l) except in those cases in which negotiations are necessary with Governments and Government Departments or officers in respect of the work of the Synod, act as the liaison person of the Church with Governments in respect of public issues;
- (m) have the oversight of the Synod Ecumenical Relationships Committee and relationships with other branches of the Church catholic;
- (n) in exercising the functions of counselling and discipline as provided in Regulation 3.6.3.2(i), ensure that, before becoming involved, all other Councils and officers have had the opportunity for exercising their prescribed functions;
- (o) enquire into any grievance, complaint or other circumstance as provided in Regulation 3.6.3.2(j);
- (p) subject to being elected or appointed as the case may be, in accordance with the provisions of the relevant Regulations, by-laws or procedures, represent the Synod at meetings of the Assembly and all other appropriate meetings conducted by the Assembly.

Q2.3.6 Key Selection Criteria

Some of the key characteristics of a person suitable for election as Moderator are as follows:

- (a) The nominee shall be a member of the Uniting Church and will have an appreciation of the reformed and evangelical theological heritage of the Uniting Church and its ongoing significance to the faith of the one, holy, catholic and apostolic church. In addition, the nominee will be aware of the theological diversity within the Uniting Church and will have the capacity to reflect theologically upon current issues in church and society in the light of the gospel of Jesus Christ.
- (b) The nominee will give evidence of a lifestyle commensurate with the responsibilities and demands of a key leadership role. Such evidence will include a nominee's awareness of his/her own gifts, abilities and limitations, his/her capacity to maintain healthy relationships, and an ongoing commitment

to his/her own physical and spiritual wellbeing.

- (c) The nominee will have a good understanding of the Uniting Church, including its community service institutions and the need for those community service agencies and the councils of the church to work together. The nominee will also have a good understanding of Australian society, including those emerging issues and trends that need to be addressed in the light of the gospel. Demonstrated team building and networking capabilities will have to be evidenced.
- (d) The nominee will have demonstrated the capacity to exercise pastoral care and discipline, and the ability to moderate, and will be respected generally by the members of the church.
- (e) The nominee will be a good communicator and, as the public “face” of the church, will need to be articulate and competent in working with the media.
- (f) The nominee will show a commitment to ecumenical engagement and a capacity to work with ethnic groups in both church and community.

Q2.3.7

Process of Nomination and Election of Moderator-elect

- (1) Prior to the Synod at which a Moderator-elect shall be chosen the SSC shall appoint a Moderatorial Candidature Task Group consisting of five (5) people with appropriate broad expertise and experience of the wider church.
- (2) The General Secretary shall call for nominations for the position of Moderator from congregations and presbyteries, and appoint a date by which nominations are to be submitted.
- (3) Congregations shall forward the names of nominees to their presbyteries.
- (4) Presbyteries shall:
 - (a) seek the approval of nominees of congregations or of presbytery, for their names to be included in the process;
 - (b) forward the names, together with a personal, theological and leadership profile and photograph of each of their nominees, to the General Secretary of Synod by the appointed date.
- (5) The General Secretary of Synod shall forward all nominations to the Moderatorial Candidature Task Group.
- (6) Names received by the Moderatorial Candidature Task Group must be of people who are members of the Uniting Church.
- (7) The approval of the persons named must be obtained before their names are presented for consideration as nominees by the Moderatorial Candidature Task Group.
- (8) The nominations shall be referred to the Moderatorial Candidature Task Group at least six (6) months prior to the Synod at which the ballot for Moderator-elect is to take place.
- (9) The Moderatorial Candidature Task Group:
 - (a) shall receive from the presbyteries the names that have been submitted for consideration as nominees;

- (b) shall consider the suitability of any other person/s for inclusion as additional nominees if deemed desirable; and
 - (c) shall refer all of the presbytery nominations and any nominations of the Moderatorial Candidature Task Group, together with photographs and profiles, to the Synod in Session. The Moderatorial Candidature Task Group will submit the names in order determined by lot.
- (10) The Moderatorial Candidature Task Group shall be responsible for the preparation and collation of the profile supplied for each nominee in similar format, including a photograph of each nominee, and shall obtain the approval of the nominee to the content of the profile, which shall be provided to the General Secretary to be included in the papers that are forwarded to each Synod representative prior to the Synod.

Q2.3.8 Immediate Ex-Moderator

- (1) Where the Immediate Ex-Moderator is a minister:
- (a) the office of Immediate Ex-Moderator shall be recognised initially and up to a maximum of three (3) months from the time the incumbent concludes duty as Full-time Moderator as an approved stipended placement in terms of Regulation 2.6.3(a);
 - (b) during that period, the Immediate Ex-Moderator shall be provided with stipend and standard provisions for long service leave and Beneficiary Fund as during the period of service as Full-time Moderator; and
- (2) Where the Immediate Ex-Moderator is a lay person, provisions equivalent to those in by-law Q2.3.8(1) shall be provided for up to three (3) months from conclusion of service as Full-time Moderator.

Q2.4 GENERAL SECRETARY OF SYNOD

Q2.4.1 The Office

- (1) The Synod shall appoint a General Secretary who shall also be the Secretary of Synod and the Chief Executive Officer within the Synod Management Structure.
- (2) The General Secretary shall be an active member (ministerial or lay) of The Uniting Church in Australia.
- (3) There shall be a General Secretary of Synod to be known as the General Secretary.

Duties and Responsibilities

Q2.4.2 The General Secretary, in addition to carrying out the duties and responsibilities set out in the Regulations, shall:

- (a) have strategic leadership to develop the Synod's capacity for mission and ministry in collaboration with all Church stakeholders; and
- (b) be responsible for the operations of the Synod Office.

Q2.4.3 The SSC shall be responsible for presenting to the Synod:

- (a) recommendations regarding the terms of appointment for the General Secretary;
- (b) nomination/s for the position of General Secretary.

Q2.5 SYNOD PROPERTY OFFICER

Q2.5.1 The Synod Property Officer, in addition to carrying out the duties and responsibilities set out in the Act and Regulations, shall:

- (a) have a high degree of managerial competence;
- (b) have an understanding of business principles and accountancy; and
- (c) be appointed by the Synod, upon the recommendation of the General Secretary.

Q2.6 SYNOD OFFICE

Q2.6.1 The Synod Office is established to provide support to the Moderator, General Secretary and the functioning of the Church. The Synod Office shall be accountable to and under the direction of the General Secretary. The General Secretary shall appoint such staff as are necessary to perform the appropriate management and oversight of the Synod's strategy, mission and resourcing.

Q2.7 GOVERNANCE

Q2.7.1 The By-laws outlined in this section apply to all Synod boards, committees and commissions except:

- (a) the Synod Committee for Counselling;
- (b) the Synod Sexual Misconduct Complaints Committee;
- (c) the Synod Committee for Discipline; and
- (d) Institutions and Agencies of the Synod.

In the event of any inconsistency between any provision contained in these By-laws and the Act, Constitution or Regulations; the Act, Constitution or Regulations prevail to the extent of the inconsistency.

Q2.7.2 Electronic decision-making

- (1) Synod boards, committees and commissions may participate in an electronic decision-making process only in the following circumstances:
 - (a) when a matter has been considered at a board or committee meeting and further information is required before a decision can be made about the matter; or
 - (b) when a matter arises between board or committee meetings, which matter needs to be decided urgently, as decided by the chairperson in consultation with the General Secretary.
- (2) Where an electronic decision-making process is used, all of the following must occur:
 - (a) the chairperson must take reasonable steps to advise all members of the proposed decision, the timeline for a response, the threshold for the decision being resolved in the affirmative and the mechanism for having the matter referred to the next meeting;
 - (b) the time allowed for members to respond to the proposed decision must not be less than 72 hours unless the chairperson determines that special circumstances exist and sets a shorter period;
 - (c) the decision is to be made via open email with the option to 'reply all' for sharing comments, noting that a "Yes" or "No" response is still the decision required; and

- (d) if any member votes in the negative or requests that the matter be referred to the next meeting, the matter shall be referred to the next meeting.
- (3) Electronic decisions are approved only when, at the expiration of the timeline for response:
 - (a) 75% of members eligible to vote decide in the affirmative;
 - (b) no member eligible to vote decides in the negative; and
 - (c) no member eligible to vote requests that the matter be referred to the next board or committee meeting.
- (4) An electronic decision is as valid and effectual as if it had been passed at a duly called and constituted board or committee meeting.
- (5) An electronic decision may consist of several electronic copies of a document each signed by one or more members.
- (6) Decisions made by electronic decision-making shall be recorded in the minutes of the next board or committee meeting including the date and, if relevant, time the decision was reached.

Q2.7.3

Quorum

- (1) The quorum for a Synod board, committee or commission meeting is half the number of members appointed to the board, committee or commission and if that number is not a whole number, the next highest whole number.
- (2) A quorum must be present for the whole meeting.
- (3) A member is treated as present at a meeting held by audio or audio-visual communication if the member is able to hear and be heard by all others attending.
- (4) A duly convened meeting at which a quorum is present shall be competent to transact any business of the board, committee or commission and shall have and may exercise all the powers and functions conferred or imposed upon the board or committee by these By-laws, the Synod, the Regulations and the Constitution.

Q2.7.4

Meetings

- (1) Synod boards, committees and commissions may hold meetings, or allow members to take part in its meetings, by using any technology allowing reasonably contemporaneous and continuous, and confidential, communication between members taking part in the meetings.
- (2) Synod boards, committees and commissions may invite observers or consultants to participate in their meetings as desired.

Q2.7.5

Conflicts

- (1) A Synod board, committee or commission member must:
 - (a) act in accordance with the Synod conflicts policy; or
 - (b) in the absence of such a policy, within a reasonable time disclose any conflict through the chairperson to the members and act in accordance with any subsequent direction of the chairperson, which may include ineligibility to participate in discussions and/or vote on one or more matters at a meeting.

Q2.7.6

Casual vacancy

- (1) Except for a casual vacancy on the SSC, a vacancy in one of the Synod board, committee or commission member positions arising for any reason must be filled by the SSC on the relevant board or member recommendation.

- (2) A person appointed to fill a casual vacancy shall serve the balance of the term of the person he or she replaces.
- (3) In the event of a casual vacancy arising in the office of the chairperson, the Synod board, committee or commission may fill the casual vacancy from within its membership until the appointment by the SSC.

Q2.7.7

Disqualification

- (1) A person is disqualified from being, or continuing to be, a Synod board, committee or commission member if the person:
 - (a) is disqualified from managing a corporation under part 2D.6 of the Corporations Act 2001 (Cwlth); or
 - (b) is convicted of an indictable offence against a law of Australia or a foreign country.
- (2) If a person is disqualified from continuing to be a Synod board, committee or commission member, the person must as soon as practicable give written notice of the disqualification to the chairperson.

Q2.7.8

Eligibility for office

- (1) The eligibility requirements for appointment to a Synod board, committee or commission are that a person appointed must:
 - (a) be at least 18 years of age;
 - (b) not be of unsound mind or is not a person whose person or estate is liable to be dealt with in any way under any law relating to mental health;
 - (c) not be a person who has been convicted of an offence which would offend against Synod policy;
 - (d) not be a person who is disqualified from managing a corporation within the meaning of part 2D.6 of the *Corporations Act 2001* (Cth);
 - (e) not be a person who is, or at any time within the preceding 12 months has been, suspended, removed or disqualified by the Commissioner of the Australian Charities and Not-for-profits Commission from being the responsible person of a registered entity within the meaning of the *Australian Charities and Not-for-profits Commission Act 2012* (Cth);
 - (f) be a member of the Uniting Church; and
 - (g) meets any other requirements prescribed from time to time in a Synod board, committee and commission nomination policy.

Q2.7.9

Vacation of office

- (1) A person is taken to have vacated office as a Synod board, committee or commission member if the person:
 - (a) becomes prohibited from being a member of the Synod board, committee or commission by reason of the ACNC Act, Corporations Act, or otherwise at law;
 - (b) becomes bankrupt or makes any arrangement or composition with his or her creditors generally;
 - (c) 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;
 - (d) resigns from office by signed notice given to the chairperson;
 - (e) declines to act or further act as a member;

- (f) is absent, without the leave of the chairperson, from 3 consecutive meetings of which proper notice has been given to the person;
- (g) is removed from office by resolution of the Synod;
- (h) ceases to meet any of the eligibility criteria in by-law Q2.7.8; or
- (i) dies.

Q2.7.10 Reviews

- (1) At least once each calendar year, each Synod board, committee or commission must review:
 - (a) its membership;
 - (b) its effectiveness; and
 - (c) its fulfilment of its responsibilities;
 then within 2 months report to the SSC on the outcome of the review.

Q2.7.11 Reporting

Each Synod board, committee or commission must report regularly to the SSC in accordance with the requirements of the SSC.

Q2.7.12 Validity of acts and proceedings

- (1) An act or proceeding of each Synod board, committee or commission shall not be invalidated or in any way prejudiced by reason only of the fact:
 - (a) that at the time such act was done or proceeding taken there were vacancies in the membership of the Synod board, committee or commission not exceeding 50% of the total number of members for the time being required to constitute the Synod board, committee or commission;
 - (b) that there is a defect in the qualification, membership or appointment of any member who joined in doing the act or taking the proceeding or in authorising the act or proceeding; or
 - (c) that any member was disqualified or disentitled to act.

Q2.7.13 Member indemnification from Trust Property

- (1) Each Synod board, committee or commission member and their properly appointed delegates shall, to the extent permitted by law, be indemnified:
 - (a) out of the Trust Property held by the Property Trust; and
 - (b) for and against all expenses and liabilities incurred by that person in connection with the exercise by that person of the power or performance by that person of their duties, in relation to the Synod board, committee or commission.
- (2) The indemnity provided in By-law Q2.7.13(1) is conditional upon:
 - (a) that person acting at all times in good faith and providing reasonable assistance to the Property Trust in any investigations and/or in defending any cause of action arising upon which the indemnity is sought; and
 - (b) the expense or liability being incurred in the course of their duties; and
 - (c) that person's actions are not fraudulent, a criminal act, gross negligence, wilful misconduct or a breach of trust.

Q2.7.14 General

- (1) Synod board, committee or commission members must act for, on behalf of and in the interests of the Synod board, committee or commission to which they are appointed, and ultimately the church.
- (2) Synod board, committee or commission members owe fiduciary duties with respect to the management, control, administration of, and dealings with, the Synod board, committee or commission to which they are appointed. The nature of the duty extends to the members ensuring that they:
 - (a) act with care, skill and diligence;
 - (b) act in good faith and for a proper purpose;
 - (c) do not misuse information or their position; and
 - (d) manage conflicts.

Q2.7.15 Sub-committees and task groups

- (1) Each Synod board, committee or commission may resolve to form a sub-committee or task group where each sub-committee or task group must include at least one member of the Synod board, committee or commission and such other persons nominated by the Synod board, committee or commission.
- (2) Each Synod board, committee or commission may resolve to delegate any Synod board, committee or commission powers and responsibilities, on such terms and conditions as it sees fit, to a sub-committee or task group formed by the Synod board, committee or commission.
- (3) In the exercise of any powers delegated to it, a sub-committee or task group formed by a Synod board, committee or commission:
 - (a) must conform to the terms and conditions and any additional directions of the Synod board, committee or commission; and
 - (b) must conduct its meetings and proceedings in accordance with the provisions of these By-laws, as far as practicable, as if they were meetings and proceedings of the Synod board, committee or commission.

Q2.7.16 Delegation

- (1) Each Synod board, committee or commission may resolve in its absolute discretion to delegate any of its powers to any person or persons on such terms and conditions as it sees determines in its sole and absolute discretion.
- (2) Each Synod board, committee or commission may, in its absolute discretion, resolve to at any time revoke any delegation of power previously provided under these By-laws.

Q2.7.17 Co-opted Members

- (1) Each Synod board, committee or commission may appoint as co-opted members of the Synod board, committee or commission such persons as it deems with appropriate qualifications, expertise and skills, who have the right to speak but not to vote.
- (2) Co-opted members of Synod board, committee or commission are not required to be members of The Uniting Church in Australia.

Q2.7.18 Appointments and co-options of non UCA members

- (1) Except in those cases in respect of which it is specifically provided elsewhere in the by-laws that a person to be appointed or elected to a position shall be a member of The Uniting Church in Australia, ministers and confirmed lay members of other denominations may be appointed to positions of significant pastoral, administrative and/or educational responsibility in congregations,

presbyteries, Trinity College Queensland or the Synod Office or agencies subject to their being seconded to The Uniting Church in Australia by the appropriate body within their own respective denominations.¹

- (2) If a position to which any of such persons referred to in by-law Q2.7.1 is appointed is one in respect of which associate membership of the Synod and/or Presbytery would be conferred on a minister or confirmed member of The Uniting Church in Australia occupying such a position, then associate membership shall be conferred on a person appointed to that position in accordance with the provisions of by-law Q2.7.1.
- (3) All persons so appointed shall be responsible to the body which appointed them for the effective carrying out of their duties and to the presbytery of which they are associate members in matters of faith and discipline provided that, in cases where loyalty to their own respective denominations in matters of faith prevents such appointed persons from adhering to the doctrines set out in the Basis of Union of The Uniting Church in Australia and subsequent doctrinal statements of the Assembly of that Church, then they shall give an undertaking that they will respect, recognise and accept the validity of the doctrines of that Church and will refrain from teaching and counselling, either publicly or privately, members of that Church and candidates for ministry within that Church in respect of those matters of faith where conscience causes them to differ from that Church in such a way as to discourage members and candidates from adhering to the Basis of Union and subsequent doctrinal statements of the Assembly.

¹ For example, Regulation 2.5.1 regarding the Admission of Minister from another denomination.

Q3 BOARDS AND COMMITTEES OF THE SYNOD

Q3.1 THE UNITING CHURCH IN AUSTRALIA PROPERTY TRUST (Q.)

Q3.1.1 General

Q3.1.1.1 Purpose of the Property Trust

- (1) The Property Trust is the legal vehicle for:
 - (a) ownership of all property of the church's Bodies including faith communities, congregations and presbyteries within the Synod and the Synod itself; and
 - (b) all transactions affecting that property.
- (2) The Property Trust holds, manages, administers and otherwise deals with the Trust Property in accordance with the Act and the regulations, directions and resolutions of the Assembly.
- (3) The management, control, administration of, and dealings with Trust Property by the Property Trust is carried out by the members.
- (4) These Property Trust By-laws deal with both:
 - (a) the way the Property Trust functions internally as a body corporate (matters such as meetings of the members and the duties and protection of members); and
 - (b) the way the Property Trust functions in relation to its beneficiary (the church) in dealing with the Trust Property.

Q3.1.1.2 Not-for-profit

The assets and income of the Property Trust shall be applied solely in furtherance of its role and no portion shall be distributed directly or indirectly to the individual members or their relatives except as bona fide compensation for services rendered or expenses incurred on behalf of the Property Trust.

Q3.1.2 Membership of the Property Trust

Q3.1.2.1 Composition

- (1) No member may appoint an alternate.

Q3.1.2.2 Eligibility for office

- (1) Only a person who meets each of the following criteria:
 - (a) meets the requirements of by-law Q2.7.8;
 - (b) is a member of the church under regulation 1;
 - (c) is a member of the Property Trust,is eligible for appointment, or reappointment, as chairperson.

Q3.1.2.3 Member election and appointment

The Synod in Session shall, from amongst the FIP Board elected members, elect and appoint (or reappoint) members other than the ex-officio members referred to in section 13 of the Act, in accordance with the Synod board and committee nomination policies, by-law Q2.7.8 and section 15 of the Act.

Q3.1.2.4 Chairperson and secretary election and appointment

- (1) The Synod in Session shall elect and appoint (or reappoint) one member of the Property Trust to be the chairperson of the Property Trust in accordance with the Synod board and committee nomination policies, by-law Q3.1.2.2 and section 16(1) of the Act.
- (2) The Synod in Session shall select and appoint (or reappoint) one member of the Property Trust to be the secretary of the Property Trust in accordance with the Synod board and committee nomination policies, and section 16(1) of the Act.

Q3.1.2.5 Member indemnification from Trust Property

Under section 36 of the Act, where a member exercises a power or performs a duty in relation to Trust Property under the governing rules that member may be indemnified out of Trust Property against all expenses or liabilities incurred in connection with the exercise of the power and the performance of the duty, unless it was incurred in the course of fraudulent or negligent breach of trust.

Q3.1.2.6 Vacation of office

In addition to the conditions under which a member shall be deemed to have vacated office which are specified in section 17 of the Act, the Synod has, by the Property Trust resolution, resolved that a member appointed after the date of the Property Trust resolution shall also be deemed to have vacated office if the member ceases to meet any of the eligibility criteria in by-law Q2.7.8 or Q3.1.2.2.

Q3.1.2.7 Casual vacancies

Section 18 of the Act refers to casual vacancies and applies to vacancies which occur as a result of section 17 of the Act and by-law Q2.7.8.

Q3.1.3 Property Trust powers

Q3.1.3.1 General

- (1) The Property Trust will be acting validly and lawfully within section 23 of the Act to the extent that any particular dealing with Trust Property can trace its ultimate source to any regulations, directions or resolutions of the Assembly.
- (2) The Property Trust has all the powers in relation to the Trust Property that it is possible to give a trustee, including all the powers that a person would have as the legal and beneficial owner of the Trust Property.
- (3) The Property Trust has an absolute discretion whether to exercise a power, and how a power is to be exercised. Neither a Body nor any person may challenge an exercise of a power or failure to exercise it, or require a reason for its exercise or non-exercise.
- (4) The Property Trust must deal with Trust Property in the way contemplated by section 23(b) of the Act. This includes the conduct of various activities by:
 - (a) members; and
 - (b) authorised persons; and
 - (c) Bodies,

where those activities deal with Trust Property and are conducted in consistence with and for the furtherance of the purposes of the church as

promulgated within the Basis of Union.

- (5) Notwithstanding anything to the contrary in these Property Trust By-laws, the Property Trust may request the FIP Board to seek information from, resolve or investigate any property matter with a Body or authorised person before the Property Trust exercises a power or performs a duty.
- (6) The Property Trust has the power to review these Property Trust By-laws and recommend amendments to the Synod as and when considered necessary by the Property Trust.

Q3.1.3.2 Authorisations

- (1) Subject to section 23(b) of the Act, the Property Trust may resolve to authorise a Body or person to:
 - (a) exercise a power of the Property Trust; and
 - (b) implement a decision of the Property Trust; and
 - (c) make an oral agreement or execute a Document under regulation 4.7.3; and
 - (d) execute a Document under regulation 4.7.4,in accordance with the terms and conditions, if any, specified in relation to that authorisation.
- (2) Authorisations made under by-law Q3.1.3.2(1) includes authorisations made under section 22 of the Act as well as authorisations made in accordance with Synod property policies.
- (3) The Property Trust may, in its absolute discretion, resolve to at any time revoke any authorisation previously provided by the Property Trust under these Property Trust By-laws.

Q3.1.3.3 Limitations

The powers of the Property Trust are limited to the powers under the Act.

Q3.1.4 Property Trust duties and responsibilities

Q3.1.4.1 General

- (3) The Property Trust must act for, on behalf of and in the interests of the Bodies, and ultimately the church.
- (4) The members owe fiduciary duties with respect to the management, control, administration of, and dealings with, Trust Property. The nature of the duty extends to the members ensuring that they:
 - (e) act with care, skill and diligence; and
 - (f) act in good faith and for a proper purpose; and
 - (g) do not misuse information or their position; and
 - (h) manage conflicts.

Q3.1.4.2 Binding property directions

- (1) The Property Trust must, on receipt determine whether a purported binding property direction is a binding property direction.

- (2) The Property Trust must, within a reasonable time, act in accordance with a binding property direction.
- (3) The Property Trust is only required to act on binding property directions.

Q3.1.4.3 Register of authorisations

The Property Trust must keep a register in the form approved by the General Secretary.

Q3.1.5 Property Trust meetings

Q3.1.5.1 Conduct of business

- (1) Under section 19(2) of the Act, the Property Trust shall regulate and conduct its business and proceedings in such manner as it determines from time to time.
- (2) These Property Trust By-laws constitute the manner by which the Property Trust regulates and conducts its business and proceedings.

Q3.1.5.2 Quorum

- (1) Under section 19(1) of the Act, 3 members shall constitute a quorum for the purpose of any meeting of the Property Trust.

Q3.1.5.3 Meetings

- (1) The Property Trust shall meet at least 4 times each calendar year on a quarterly basis.
- (2) Notice of every meeting of the Property Trust must be given to each member:
 - (a) specifying the time and place and stating the nature of the business to be transacted at the meeting; and
 - (b) at least 3 clear days before the meeting (except in circumstances which in the opinion of at least 2 members constitute an emergency in which case a meeting may be called without notice having been given as prescribed); and
 - (c) by the method of written, audio or electronic communication last notified by the member to the secretary.
- (3) Failure to give notice of the meeting of the Property Trust to a member does not invalidate anything done, or any resolution passed at the Property Trust meeting, if the failure occurred by accident or where the member concerned waives notice of that meeting or attends the meeting.
- (4) The members present at a meeting of the Property Trust may from time to time adjourn the meeting.
- (5) The chairperson shall preside at each meeting of the Property Trust at which the chairperson is present.
- (6) If the chairperson is absent from a meeting of the Property Trust, those members present shall elect from amongst themselves a person to preside at that meeting, and whilst that person presides they shall have all the powers, functions and immunities of the chairperson.

Q3.1.5.4 Conduct of affairs

- (1) All members have equal voting rights.
- (2) Under section 19(1), the decision of a majority of the members present and voting at any meeting of the Property Trust shall be the decision of the Property Trust.
- (3) Minutes of meetings of the Property Trust must be kept.
- (4) A minute of any Property Trust meeting shall be sufficient evidence of such proceedings and of the observance of all necessary formalities if signed as a correct record by the chairperson of the meeting.
- (5) A document made or issued by the Property Trust shall be sufficiently authenticated if it is made or, as the case may be, signed by the chairperson or a person authorised by the chairperson at the chairperson's direction.

Q3.1.5.5 Validity of acts and proceedings

- (1) Under section 19(3) of the Act, an act or proceeding of the Property Trust shall not be invalid or ineffectual in consequence only of the number of members not being complete at the time of such act or proceeding.
- (2) Under section 19(4) of the Act, all acts and proceedings of the Property Trust shall, notwithstanding any defect in the appointment of a member or that any member was disqualified or disentitled to act, be as valid and effectual as if every such member had been duly appointed and was qualified and entitled to act and as if the Property Trust had been properly and fully constituted.

Q3.1.6 Administration

Q3.1.6.1 Authorised persons

- (1) The Property Trust was established to provide a legal entity with legal capacity to facilitate the management of church property in pursuit of its mission. The Property Trust does not operate, and was not intended to operate, in isolation from the Bodies established for the governance and administration of the church.
- (2) In relation to property, only a Body or person authorised:
 - (a) by the Property Trust under by-law Q3.1.3.2; or
 - (b) by or in accordance with a Synod by-law made under regulation 3.1.5(l); or
 - (c) by or in accordance with a regulation, direction or resolution made by the Assembly under section 23(b) of the Act,(an **authorised person**) can exercise a power of the Property Trust and implement a decision of the Property Trust, only in accordance with the terms and conditions, if any, specified in relation to that authorisation.
- (3) The terms and conditions associated with any by-law Q3.1.3.2 authorisation may include, but are not limited to:
 - (a) reporting requirements; and
 - (b) conditions relating to the indemnification of the authorised person under by-law Q3.1.7.1(3).

- (4) Each authorised person owes fiduciary duties with respect to the management, control, administration of, and dealings with, Trust Property. The nature of these duties extends to each authorised person ensuring that they:
 - (a) act with care, skill and diligence; and
 - (b) act in good faith and for a proper purpose; and
 - (c) do not misuse information or their position; and
 - (d) manage conflicts.
- (5) Each authorised person must:
 - (a) act in accordance with the Synod conflicts policy; or
 - (b) in the absence of such a policy, within a reasonable time disclose any conflict in relation to the authorisation to the Property Trust chairperson and act in accordance with any subsequent direction of the Property Trust.

Q3.1.6.2 Binding property direction criteria

A binding property direction is a direction to the Property Trust to deal with specified property which meets all of the following criteria:

- (a) it is received from:
 - (i) the FIP Board; or
 - (ii) a FIP Board Delegate; or
 - (iii) the Synod under section 21(4) of the Act;
- (b) it is in the format, if any, specified in a Synod property policy; and
- (c) it is accompanied by associated documentation, if any, specified in a Synod property policy;
- (d) it provides certifications, and confirmations, if any, required by a Synod property policy.

Q3.1.6.3 Common Seal

Under section 20 of the Act, the:

- (a) members shall have custody of the common seal; and
- (b) form of the common seal and all other matters relating to the common seal shall be determined by the Property Trust; and
- (c) common seal may only be affixed to a Document following a resolution passed at a duly convened meeting of the Property Trust, and it shall be signed by not less than 2 members.

Q3.1.6.4 Execution of Documents

The Synod has, by the Property Trust resolution, resolved that Documents must be executed on behalf of the Property Trust only by authorised persons in accordance with both the terms and conditions of their authorisation and the Synod document executions policy.

Q3.1.7 Liability of the Property Trust

Q3.1.7.1 Liability and indemnification

- (1) The Property Trust is liable for the acts and omissions of:
 - (a) a member, provided that the member was exercising a power or performing a duty in relation to Trust Property under the governing rules; and
 - (b) an authorised person, provided that the authorised person acts in relation to Trust Property in accordance with all terms and conditions associated with the authorisation,unless the liability was incurred in the course of fraudulent or negligent breach of trust.
- (2) Under section 36 of the Act, where a member exercises a power or performs a duty in relation to Trust Property under the governing rules, that member may be indemnified out of Trust Property against all expenses or liabilities incurred in connection with the exercise of the power and the performance of the duty unless the expense or liability was incurred in the course of fraudulent or negligent breach of trust.
- (3) Under section 36 of the Act, where an authorised person acts in relation to Trust Property in accordance with all terms and conditions associated with the authorisation, that authorised person may be indemnified out of Trust Property against all expenses or liabilities incurred in connection with the act, unless the expense or liability was incurred in the course of fraudulent or negligent breach of trust.

Q3.1.7.2 Revocation of implied authority

- (1) Under clause 32 of the Constitution and regulation 3.1.5, the Synod possesses the inherent power to deal with matters consistent with the purposes of the church.
- (2) Sections 21 and 22 of the Act set out how an agreement and Document may be entered into on behalf of the Property Trust.
- (3) A person must not in any way hold themselves out as having any power or authority to bind the Property Trust unless expressly authorised under by-law Q3.1.6.1(2).
- (4) The Synod has, by the Property Trust resolution, resolved that the only persons who may validly bind the Property Trust are authorised persons.
- (5) Other than as expressly authorised, a Body or person has no authority to, and must not:
 - (a) enter into any agreement or execute any Document in the name of, or on behalf of, the Property Trust; or
 - (b) take any act or step to bind or commit the Property Trust in any manner, whether as a disclosed agent of the Property Trust or otherwise.
- (6) If a Body or person acts:
 - (a) outside their by-law Q3.1.6.1(2) authority; or
 - (b) without a by-law Q3.1.6.1(2) authorisation in relation to the Property Trust,

the Property Trust will not be bound or liable in respect to such action and the Body or person shall not be indemnified under section 36 of the Act.

Q3.1.7.3 Limitation of Liability

The Synod has, by the Property Trust resolution, resolved that the Property Trust will not be liable if:

- (a) an authorised person acts, or omits to act, contrary to the terms and conditions of their authorisation; or
- (b) a member acts, or omits to act, other than in accordance with their duties and powers; or
- (c) a Body or person, including an authorised person and member, acts without the authority of the Property Trust,

and that authorised person, member, Body or other person shall not be indemnified out of Trust Property under section 36 of the Act.

Q3.1.7.4 Dissolution

- (1) The Property Trust shall not be dissolved without the prior approval of the Synod.
- (2) If the Property Trust is dissolved, any property remaining after settlement of all due debts and liabilities must be transferred to one or more organisations selected by the Synod which have similar purposes and are not carried on for the profit or gain of their individual members.

Q3.2 FINANCE, INVESTMENT AND PROPERTY BOARD

Q3.2.1 General

Q3.2.1.1 Establishment

The Finance, Investment and Property (FIP) Board was established by the Synod Standing Committee in February 2007 and endorsed by the 26th Synod.

Q3.2.1.2 Authority to make and amend the FIP Board By-laws

- (1) The Synod is required to:
 - (a) appoint a Property Board under regulation 4.2.1; and
 - (b) establish by-laws for the FIP Board.
- (2) Under regulation 3.1.5, the Synod, in respect of the matters committed to it by the Constitution and Regulations (including regulations 3.1.5(k) and 3.1.5(l)), possesses the inherent power by which it may deal with and dispose of any matter before it for which no precise or sufficient regulation has been made. This includes the power to make, and amend, the FIP Board By-laws.

Q3.2.1.3 Role of the FIP Board

The role of the FIP Board is to:

- (a) perform the functions of the Synod Property Board under regulation 4.2.1; and
- (b) exercise oversight of the activities conducted under regulation 3.7.4.6; and
- (c) exercise oversight of strategic resource plans, audit and risk management for the Synod under regulation 4.2.1(h); and

- (d) exercise the powers and discharge the responsibilities in these FIP Board By-laws; and
- (e) perform such other functions as may be delegated to it from time to time by the Synod.

Q3.2.2 Membership of the FIP Board

Q3.2.2.1 Composition

- (1) In accordance with regulations 3.1.5(k)(ii) and 4.2.3, the members of the FIP Board must comprise:
 - (a) the General Secretary, Moderator and Synod Property Officer as ex-officio members; and
 - (b) a minimum of 4 and maximum of 6 persons elected by the Synod in Session (the **FIP Board elected members**) comprised of:
 - (i) a chairperson who must be a member of the church under regulation 1;
 - (ii) up to 5 other persons who must be members of the church under regulation 1; and
 - (iii) up to 2 other persons.
- (2) No member may appoint an alternate.

Q3.2.2.2 Eligibility for office

- (1) Only a natural person who satisfies one of the following sub-criteria:
 - (i) is not currently a member and has not been a member for at least 12 months;
 - (ii) is a member and has not reached or exceeded the maximum consecutive years of appointment specified in by-law Q3.2.2.4(2)(c),
 and meets the requirements of by-law Q2.7.8 is eligible for appointment, or reappointment as a member.
- (2) Only a person who meets each of the following criteria is eligible for appointment, or reappointment, as chairperson:
 - (a) meets the requirements of by-law Q2.7.8;
 - (b) is not currently chairperson or has not reached or exceeded the by-law Q3.2.2.5(1)(b) or (c) maximums.

Q3.2.2.3 Relevant competencies

The gifts, skills and experience required to be held by the FIP Board, through its members include the following:

- (a) appreciation of, and commitment to, the mission of the church;
- (b) expertise and experience relevant to:
 - (i) financial management;
 - (ii) real property management;
 - (iii) treasury/funds management;
 - (iv) audit;
 - (v) risk.

Q3.2.2.4 Election, appointment and term

- (1) The FIP Board elected members must be elected and appointed having regard to–
 - (a) the by-law Q3.2.2.3 requirement; and
 - (b) the principle or rotational membership,and in accordance with–
 - (c) Synod Board and Committee Nomination Policies; and
 - (d) by-law Q3.2.2.2.
- (2) In relation to FIP Board elected members:
 - (a) the maximum term of appointment is 3 years; and
 - (b) the usual term of appointment is 3 years; and
 - (c) the maximum number of consecutive years a person can serve as a FIP Board elected member is 9, unless that person has served 1 or more terms as chairperson, in which case the maximum is 12 years.

Q3.2.2.5 Chairperson term and ex-officio offices

- (1) In relation to the office of chairperson:
 - (a) the maximum, and usual, term of appointment is 3 years; and
 - (b) the maximum number of consecutive years a person can serve as chairperson is 6 years; and
 - (c) the maximum length of time a person can serve as chairperson during a series of consecutive terms as a FIP Board elected member is 9 years.
- (2) By virtue of their appointment as chairperson of the FIP Board, the chairperson is an ex-officio member of the:
 - (a) SSC; and
 - (b) Synod in Session.

Q3.2.2.6 Remuneration of FIP Board elected members

The FIP Board elected members are entitled to remuneration, the quantum and components of which are recommended by the GNRC and, approved by the SSC.

Q3.2.2.7 Vacation of office

A member shall be deemed to have vacated office if the member ceases to meet any of the eligibility criteria in by-law Q3.2.2.2.

Q3.2.3 FIP Board Powers

Q3.2.3.1 General

- (1) The FIP Board has power to fulfil the regulation 4.2.1 functions.
- (2) The FIP Board has the power to make final decisions with respect to property proposals under regulation 4.2.1.
- (3) The FIP Board has the power to fulfil the by-law Q3.2.4 responsibilities.

- (4) The FIP Board has the power to review these FIP Board By-laws and the Property Trust By-laws and recommend amendments to the Synod as and when considered necessary by the FIP Board.

Q3.2.3.2 FIP Board's power to delegate property functions

- (1) The FIP Board may resolve in its absolute discretion to delegate any of its powers to a Body, the Property Officer or other specified positions on such terms and conditions as it sees fit.
- (2) A by-law Q3.2.3.2(1) delegation may be contained within a Synod property policy.
- (3) Under regulation 4.2.2(b), the FIP Board may, in its absolute discretion, resolve to at any time revoke any delegation of power previously provided under these FIP Board By-laws.

Q3.2.3.3 Non-compliance

In circumstances where the FIP Board determines that there is:

- (a) any non-compliance with; or
- (b) disagreement between the FIP Board and any Body or delegate regarding, any of the by-law Q3.2.4.4 policies, the FIP Board may:
- (c) attempt to rectify the non-compliance or resolve the disagreement; or
- (d) refer the matter to the SSC for its determination.

Q3.2.3.4 Further information

Notwithstanding anything contained to the contrary in these FIP Board By-laws, if the FIP Board is not satisfied with the information provided to it by a Body, the FIP Board may request further information from that Body before it is required to make a final decision under these FIP Board By-laws.

Q3.2.3.5 Sub-committees and task groups

- (1) The FIP Board may resolve to form a sub-committee or task group where each sub-committee or task group must include at least 1 member of the FIP Board and such other persons nominated by the FIP Board.
- (2) The FIP Board may resolve to delegate any FIP Board powers and responsibilities, on such terms and conditions as it sees fit, to a sub-committee or task group formed by the FIP Board.
- (3) In the exercise of any powers delegated to it, a sub-committee or task group formed by the FIP Board:
 - (a) must conform to the terms and conditions and any additional directions of the FIP Board; and
 - (b) must conduct its meetings and proceedings in accordance with the provisions of these FIP Board By-laws, as far as practicable, as if they were meetings and proceedings of the FIP Board.

Q3.2.3.6 Limitations

- (1) The power of the FIP Board is limited to the bounds of the Synod.

- (2) The FIP Board can only act outside these bounds with the explicit prior approval of the Synod.
- (3) The power to make Synod property policies is reserved to the Synod.

Q3.2.4 FIP Board responsibilities

Q3.2.4.1 General

In performing the functions of the Synod Property Board under regulation 4.2.1 and the oversight of the activities conducted under regulation 3.7.4.6, the FIP Board's role includes responsibility for the following:

- (a) the Synod property policies, including:
 - (i) advising the Synod under regulation 4.2.1(a); and
 - (ii) supervising compliance with the Synod property policies under regulation 4.2.1(b) and (f);
- (b) property matters, including:
 - (i) advising and consulting with Bodies under regulation 4.2.1(c); and
 - (ii) approving property proposals and property transactions under regulations 4.2.1(d), 4.6.1(c) and 4.6.3; and
 - (iii) initiating property proposals under regulation 4.2.1(e); and
 - (iv) performing such other duties and functions as may be referred or delegated to it by the Synod from time to time under regulation 4.2.1(h); and
 - (v) oversight of the maintenance of the following registers:
 - (i) the regulation 4.11.6 register of properties;
 - (ii) the register of FIP Board delegations;
 - (iii) the Synod risk register.

Q3.2.4.2 Synod property policies

- (1) For the purposes of its regulation 4.2.1(a) and (b) role with respect to the implementation of Synod property policies, the FIP Board shall:
 - (a) communicate, or cause to be communicated, the Synod property policies to the Bodies;
 - (b) liaise through the office of the General Secretary with Bodies regarding the Synod property policies; and
 - (c) establish reporting processes for Bodies to follow regarding their compliance with the Synod property policies.
- (2) For the purpose of the FIP Board's role in overseeing compliance with the Synod property policies, the FIP Board:
 - (a) shall take a proactive role in providing advice and support to Bodies in respect of the requirements set out in the Synod property policies; and
 - (b) shall liaise through the office of the General Secretary with Bodies in respect of the requirements set out in the Synod property policies; and
 - (c) empowers the office of the General Secretary to support Bodies in meeting the requirements of the Synod property policies.

Q3.2.4.3 Property proposals

- (1) For the purpose of the FIP Board's role, under regulations 4.2.1(d), 4.6.1(c) and 4.6.3, in making the final decision with respect to property proposals and property matters, the FIP Board will:
 - (a) communicate, or cause to be communicated, to all Bodies the Synod property proposal policies; and
 - (b) establish property proposal approval processes, including requirements relating to the format and content of property proposals and accompanying business cases; and
 - (c) receive and promptly consider all property proposals submitted to it by or on behalf of any Body.
- (2) If the final decision of the FIP Board in any given case is to approve a property proposal, the FIP Board shall, promptly after making the final decision, give a binding property direction to the Property Trust as appropriate.

Q3.2.4.4 Policy oversight

For the purpose of its role, the FIP Board shall advise the Synod with respect to policies, including the following:

- (a) the Synod property policies including the following:
 - (i) the Synod property proposal policy;
 - (ii) the Synod property delegations policy;
 - (iii) the Synod treasury policies;
 - (iv) the Synod document executions policy;
 - (v) the Synod strategic resource plan policy;
- (b) the Synod risk policy;
- (c) the Synod audit policy.

Q3.2.4.5 Register of FIP Board delegations

The FIP Board must keep a register in the form approved by the Synod, setting out as a minimum in relation to each by-law Q3.2.3.2 and Q3.2.3.5 delegation:

- (a) the name of each delegate; and
- (b) in relation to each delegate:
 - (i) the date the delegation was granted; and
 - (ii) the name and title of the Body or person who is the delegate; and
 - (iii) a record of the resolution or decision by which the delegation was granted; and
 - (iv) the terms and conditions associated with the delegation; and
- (c) the above details in relation to each sub-delegation granted in accordance with the terms and conditions of a delegation.

Q3.2.5 FIP Board meetings

Q3.2.5.1 Conduct of Business

Subject to these FIP Board By-laws, the FIP Board shall conduct its business and proceedings at meetings in such manner as it determines from time to time.

Q3.2.5.2 Meetings

- (1) The FIP Board must meet as frequently as necessary to carry out its role and not less than 6 times per calendar year.
- (2) Notice of every meeting of the FIP Board must be given to each member:
 - (a) specifying the time and place and stating the nature of the business to be transacted at the meeting; and
 - (b) at least 3 clear days before the meeting (except in circumstances which in the opinion of at least 2 members constitute an emergency in which case a meeting may be called without notice having been given as prescribed); and
 - (c) by the method of written, audio or electronic communication last notified by the member to the secretary.
- (3) Failure to give notice of a meeting of the FIP Board to a member does not invalidate anything done, or resolution passed at the FIP Board meeting if the failure occurred by accident or where the member concerned waives notice of that meeting or attends the meeting.
- (4) The members present at a meeting of the FIP Board may from time to time adjourn the meeting.
- (5) The chairperson shall preside at each meeting of the FIP Board at which the chairperson is present.
- (6) If the chairperson is absent from a meeting, those members present shall elect from amongst themselves a person to preside at that meeting, and whilst that person presides they shall have all the powers, functions and immunities of the chairperson.

Q3.2.5.3 Conduct of Affairs

- (1) All members have equal voting rights.
- (2) The FIP Board shall exercise or perform a power or function by a majority vote of its members present at the meeting and voting on the business in question.
- (3) In the event of an equality of votes, the chairperson has a second or casting vote.
- (4) Minutes of meetings of the FIP Board must be kept.
- (5) A minute of any FIP Board meeting shall be sufficient evidence of such proceedings and of the observance of all necessary formalities if signed as a correct record by the chairperson of the meeting.
- (6) A document made or issued by the FIP Board shall be sufficiently authenticated if it is made or, as the case may be, signed by the chairperson or a person authorised by the chairperson at the chairperson's direction.

Q3.2.5.4 Meeting attendees

Such other persons with appropriate qualifications, expertise and skills may be invited, by the FIP Board, to attend meetings and have the right to speak but not to vote.

Q3.2.6 Administration

Q3.2.6.1 Other FIP Board support

- (1) The FIP Board may in consultation with the General Secretary engage external professional and other advice and assistance as it may reasonably require to assist in the discharge of its responsibilities under these FIP Board By-laws.
- (2) The FIP Board is to be supported by the Synod Office.

Q3.3 GOVERNANCE NOMINATION REMUNERATION COMMITTEE

Q3.3.1 Establishment of GNRC

- (1) The Governance Nomination Remuneration Committee (the GNRC) was established by the 29th Synod.
- (2) The GNRC provides governance support to Governing Bodies.
- (3) The GNRC performs an advisory role in carrying out its functions, authorities and powers.
- (4) The GNRC has such decision-making power as Synod may determine from time to time.

Q3.3.2 Purpose and Objectives

- (1) The GNRC has been created to provide governance support to Governing Bodies through effective and consistent governance processes and practices and to carry out the following powers and responsibilities:
 - (a) to receive recommendations on employment policies for the Synod staff and determine appropriate employment policy decisions;
 - (b) to determine a remuneration structure for all Synod staff which is affordable and relevant and in keeping with the provision of high quality service and competence;
 - (c) to conduct annual reviews of the remuneration structure that satisfies the criteria listed above;
 - (d) to receive special reports on specific remuneration levels that operate outside the agreed structure and to determine outcomes from such proposals;
 - (e) to oversee the provision and maintenance of effective employment practices across the Synod Office.
 - (f) setting of levels of ministerial stipends and allowances and allowances for students;
 - (g) supervision of all funds available for ministerial support;
 - (h) the regular review of the adequacy of funds and schemes for the support of ministers;
 - (i) recommending to the Synod Office for initiatives or changes to existing schemes for the support of ministers; and
 - (j) communicating to ministers, congregations, presbyteries, Synod Office and agencies all matters in connection with the support of ministers, taking steps to ensure that ministers understand the support funds.
- (2) In developing and supporting the implementation of governance, nominations and remuneration policies across Governing Bodies, and otherwise carrying out its work, the GNRC is to have regard to improved governance decision-making through:
 - (a) the provision of a co-ordinated recruitment, formation and nomination program to generate a pool of members;

- (b) selection and appointment processes that attract those members who will have the capacity to appreciate the vision of the Church as a whole culture;
- (c) the improvement to policy and performance review processes ensuring strong leadership growth giving hope for the future;
- (d) consistency in governance processes providing a sound base for future missional growth as there will be greater clarity, and less confusion;
- (e) strengthening the composition of Governing Bodies through the nominations process by appointing members drawn from the Church and wider community who have the appropriate range and balance of the gifts, skills and experience;
- (f) promoting consistency such that the Church's call to be a body within which the diverse gifts of its members are used for the building up of the whole, and an instrument through which Christ may work and bear witness to himself (para 3 Basis of Union) extends to those in 'governing' positions;
- (g) quality assurance with improved governance 'checks and balances';
- (h) efficiency and timeliness in approvals and decision-making; and
- (i) releasing resources as Governing Bodies will not need to replicate GNRC activities.

Q3.3.3

Functions

- (1) The governance functions of the GNRC are to:
 - (a) work with the Governing Bodies across the Synod to understand the governance, nominations and remuneration practices and policies and the extent to which they can be made more consistent amongst Governing Bodies;
 - (b) develop for recommendation to the Governing Bodies (with modifications where necessary to reflect the nature of the activities and governance of Governing Bodies) policies relating to Governing Body composition, the conduct of Governing Body meetings and decisions and the conduct of Governing Body performance evaluations; and
 - (c) provide advice and non-financial support, on request by a Governing Body, to assist that Governing Body to modify as necessary and appropriate, and to adopt and implement all such policies as are recommended by the GNRC from time to time.
- (2) The nomination functions of the GNRC are to:
 - (a) develop consistent policies and procedures for adoption by SSC in relation to the recruitment, selection, appointment and induction of persons to serve as members of Governing Bodies (including the GNRC itself);
 - (b) implement policies and procedures approved by SSC;
 - (c) provide advice and non-financial support, on request by a Governing Body, to assist that Governing Body to modify as necessary and appropriate, and to adopt and implement all such policies as are recommended by the GNRC from time to time; and
 - (d) where requested by a Governing Body, act as the nominations committee for all such recruitment, selection and appointment processes (other than in relation to appointments to the GNRC itself which is a function reserved to the Synod and the SSC), making appointments to the relevant Governing Body in each case or, where the power of appointment has been reserved to Synod or to another

body, then making recommendations to the appointing power in respect of same.

- (3) The remuneration functions of the GNRC are to:
- (a) develop consistent policies and procedures in relation to:
 - (i) remuneration processes and frameworks; and
 - (ii) the basis for reviewing ministerial stipends and allowances; and
 - (iii) the remuneration and entitlements applicable to lay appointees to Governing Bodies;except where such function has been reserved to Synod or to another body;
 - (b) implement policies and procedures approved by SSC; and
 - (c) provide advice and non-financial support, on request by a Governing Body, to assist that Governing Body to modify as necessary and appropriate, and to adopt and implement all such policies as are recommended by the GNRC from time to time; and
 - (d) creating policies to reflect the powers and responsibilities outlined in by-law Q3.3.2(1), including:
 - (i) supervision of funds available for ministerial support;
 - (ii) reviewing the adequacy of funds and schemes for support of ministers;
 - (iii) making education assistance grants; and
 - (e) to engage in the activities outlined in by-law Q3.3.3(1).
 - (f) In addition to the functions set out in by-laws Q3.3.3(1), Q3.3.3(2), and Q3.3.3(3) the GNRC will also perform such other functions as may be delegated to it from time to time by the Synod or by the SSC.

Q3.3.4 Terms of Appointment and Composition of GNRC

- (1) The GNRC shall consist of:
- (a) a chairperson appointed by the Synod in Session;
 - (b) the Moderator and the General Secretary as ex officio members; and
 - (c) between 5 and 7 other persons (who are not members of the SSC) appointed by the SSC as general members.
- (2) Appointment of chairperson
- (a) In the case of the appointment of the GNRC chairperson, each appointment shall be for the period from the close of the Synod in Session at which the appointment is made until the close of the next following Synod in Session.
 - (b) The chairperson shall be eligible for reappointment by the Synod in Session at the expiry of each such term of appointment, provided that there shall be a maximum of 3 consecutive terms of three years appointment as chairperson. For clarity, when deciding if a person is eligible for reappointment as chairperson, any prior terms served by that person as a general member of the GNRC are to be disregarded.
 - (c) In the event of a casual vacancy arising in the office of the chairperson of the GNRC, the SSC may, subject to abiding by the GNRC selection and appointment principles set out in by-laws Q3.3.4(4)1.1.1(a)(a), Q3.3.4(4)(b) and Q3.3.4(4)(c), fill the casual vacancy until the next Synod in Session.

- (3) Appointment of general members
 - (a) In the case of the appointment of the general members of the GNRC, the SSC shall, when appointing each general member, specify the term of office for the appointment, provided that:
 - (i) each term of appointment must not exceed 3 years; and
 - (ii) a person will be eligible for reappointment at the expiry of the term of their appointment, provided that no person may serve for more than 9 consecutive years as an ordinary member of the GNRC; and
- (4) GNRC selection and appointment principles
 - (a) When selecting and appointing the chairperson and the general members of the GNRC respectively, the Synod and the SSC shall adhere to the nominations policies from time to time developed by the GNRC itself, as contemplated by by-law Q3.3.3(2)(a), in relation to the selection and appointment processes.
 - (b) In addition, the Synod and the SSC shall, when selecting and appointing the chairperson and the general members of the GNRC, strive to achieve and maintain an appropriate range and balance of members from the wider Uniting Church with gifts, skills and experience in the following areas:
 - (i) governance experience (the chairperson and all members of the GNRC are expected to possess this attribute);
 - (ii) legal skills and experience;
 - (iii) talent identification and recruitment;
 - (iv) senior management experience;
 - (v) networking skills;
 - (vi) high level communication skills;
 - (vii) congregational perspectives; and
 - (viii) theological reflection.
 - (c) The chairperson must be a person capable of achieving high levels of confidence and respect amongst the Governing Bodies and stakeholders affected by the decisions of the GNRC.
 - (d) The chairperson will, by virtue of their appointment become an ex-officio member of SSC and be added to the list of ex-officio members of the Synod in Session.

Q3.3.5 Meetings

The GNRC must meet as frequently as necessary to carry out its role and not less than 6 times per calendar year.

Q3.3.6 Participants

The GNRC may invite such other persons with appropriate qualifications, expertise and skills to attend GNRC meetings as it regards appropriate, including a theological listener.

Q3.3.7 Administration, Support and Procedure

- (1) Administration and Support
 - (a) The GNRC has the power to engage external professional advisors and seek other advice and assistance as it may reasonably require to assist in the discharge of its functions under these By-laws.

- (2) Procedure
 - (a) In addition to abiding by these by-laws and the Manual for Meetings, the GNRC must comply with the same protocols and procedures for the operation of their meetings as those followed by SSC, including the keeping of minutes of meetings.

Q3.3.8 Reporting

- (1) The GNRC must report to the Synod and in between Synods in Session, to the SSC.
- (2) The GNRC and SSC are responsible for developing appropriate reporting protocols. Such reporting protocols are to be consistent with the purpose and objectives of the GNRC.

Q3.4 BOARD FOR CHRISTIAN FORMATION

Q3.4.1 Establishment for Board for Christian Formation

- (1) The Board for Christian Formation (the **BCF**) is established.
- (2) For regulation 3.1.5(i)(vi), the BCF is designated as the appropriate body to exercise the Ministerial Education Board's responsibilities.

Q3.4.2 BCF's responsibilities

- (1) The BCF must fulfil its responsibilities, as stated in regulation 3.7.4.3(c).
- (2) In fulfilling its responsibilities, the BCF must do the following:
 - (a) make recommendations to the SSC in relation to the appointment, or termination of appointment, of the college's candidate educators;
 - (b) ensure that annual performance reviews of the college's academic staff members are conducted;
 - (c) support the college in the fulfilment of its responsibilities under by-law Q3.4.2(1);
 - (d) promote the college as a resource for theological teaching and scholarship;
 - (e) promote the college as a resource for continuing education for ministry;
 - (f) promote the college as a resource for lay education and education in biblical studies;
 - (g) oversee the relationship of the college with any universities, colleges and other educational institutions affiliated with the college;
 - (h) create and resource a network of learning in theology and ministry for the Church and community within the bounds of the Synod;
 - (i) develop strategies for theological, ministerial and lay education within the bounds of the Synod;
 - (j) ensure there are adequate staff, facilities and other resources for education and formation for the lay and ordained ministries of the Church, including continuing education for ministry;
 - (k) maintain a roll of candidates, and as required by the Assembly, provide information contained in the roll to the Assembly;

- (l) consult with presbyteries about the ongoing needs for continuing education for ministry of persons involved in the lay and ordained ministries of the Church, and maintain records of the continuing education for ministry undertaken by these persons;
 - (m) ensure that the theological, ministerial and lay education provided by the college meets any standards prescribed by, or requirements of, the Assembly;
 - (n) approve a policy about the grant of study leave to staff members of the college who are designated by the SSC to provide theological education to candidates;
 - (o) at each ordinary meeting of the Synod, provide a report on how the BCF is fulfilling its responsibilities;
 - (p) provide reports about any aspect of its responsibilities, as required from time to time by the SSC.
- (3) The BCF:
- (a) must oversee, and is responsible to the SSC for, the college's finances; and
 - (b) must ensure that an annual budget is prepared for the college, in accordance with the Synod's budget processes.
- (4) In fulfilling its responsibilities under by-law Q3.4.2(3), the BCF must comply with the Synod's financial and accounting policies and requirements.
- (5) The BCF must:
- (a) ensure there is an annual review of how the BCF has fulfilled its responsibilities during the preceding year; and
 - (b) report to the SSC on the outcome of each review.

Q3.4.3 Membership of BCF

- (1) The members of the BCF must consist of:
- (a) the following ex-officio members:
 - (i) the Moderator;
 - (ii) the General Secretary;
 - (iii) the Director of Education for Ministry; and
 - (b) 8 persons (the **BCF elected members**) who are confirmed members of congregations, elected by the Synod in Session, one of whom is also to be elected by the Synod in Session as the BCF's chairperson; and
 - (c) an enrolled candidate of the college, who is chosen collectively by the group of all the college's enrolled candidates; and
 - (d) the head of each university, college or other educational institution with which the college is affiliated, or his or her delegate.
- (2) Subject to by-law Q3.4.4(3), the BCF's chairperson is to be elected or re-elected at each ordinary meeting of the Synod.
- (3) By-law Q3.4.3(1)(b) applies subject to by-laws Q3.4.8 and Q3.4.12.

Q3.4.4

Term of office of BCF elected member and other matters

- (1) The term of office of a BCF elected member commences from the closure of the ordinary meeting of the Synod at which the person is elected to the position.
- (2) Subject to by-laws Q3.4.4(3) and Q3.4.13, the term of office of a BCF elected member ends on the closure of the second following ordinary meeting of the Synod after the ordinary meeting of the Synod at which the person was elected.
- (3) Four of the BCF elected members must retire from office at the closure of each ordinary meeting of the Synod, but may offer themselves for re-election at that meeting. Which of the BCF elected members must retire from office under this by-law must be agreed on by them at least 2 months before the opening day of the ordinary meeting of the Synod, and failing agreement must be decided by the SSC.
- (4) A person may not serve as a BCF elected member for more than 6 consecutive synodial terms.
- (5) Also, a BCF elected member may not serve as the BCF's chairperson for more than 4 consecutive synodial terms.

Q3.4.5

Meetings

- (1) The BCF must meet as frequently as necessary to fulfil its responsibilities, but not less than 4 times each year.
- (2) The BCF's chairperson must give notice of each BCF meeting to each member:
 - (a) stating the time and place of the meeting, and the nature of the business to be transacted at the meeting; and
 - (b) at least 3 clear days before the meeting, except in circumstances that in the opinion of at least 2 members constitute an emergency (in which case, a meeting may be called without notice having been given as stated in this paragraph); and
 - (c) by the method of written, audio or electronic communication last notified by the member to the BCF's chairperson.
- (3) Failure to give notice of a BCF meeting to a member does not invalidate anything done, or resolution passed, at the meeting if the failure happened by accident, or where the member waives notice of the meeting or attends the meeting.
- (4) The members present at a BCF meeting may from time to time adjourn the meeting.
- (5) The BCF's chairperson must preside at each BCF meeting at which the chairperson is present.
- (6) If the BCF's chairperson is absent from a BCF meeting, the members present must elect from amongst them a member to preside at the meeting, and whilst that member presides, he or she has all the powers, functions and immunities of the chairperson.

- (7) The following persons may attend BCF meetings, and have the right to speak but not to vote at the meetings:
 - (a) the Moderator-elect;
 - (b) a full-time academic staff member of the college chosen collectively by the group of full-time academic staff members of the college;
 - (c) any other person with appropriate qualifications, expertise and skills who is invited by the BCF to attend a meeting.

Q3.4.6 Quorum

A quorum for BCF meetings must include 4 BCF elected members.

Q3.4.7 Conduct of business

- (1) Subject to this division, the BCF may conduct its business, including its meetings, in the way it considers appropriate, using the Church's Manual for Meetings as a guide.
- (2) The BCF must keep minutes of its meetings.

Q3.4.8 Eligibility requirements for BCF elected members

- (1) This by-law states the eligibility requirements for a person to be elected as a BCF elected member.
- (2) The person must have gifts, skills or experience in 1 or more of the following competencies (the **BCF relevant competencies**):
 - (a) experience in tertiary education, academic research, professional learning or adult faith education;
 - (b) a sound understanding of the contemporary missional context in which the Church operates;
 - (c) experience in community-based learning;
 - (d) a good understanding of cross-cultural sensitivities' issues;
 - (e) knowledge of, and experience in, vocational formation;
 - (f) business and marketing experience;
 - (g) education administration.
- (3) Also, the person must not be disqualified from being a BCF elected member under by-law Q3.4.12.

Q3.4.9 GNRC nomination and appointment process for BCF elected member positions

- (1) The GNRC must determine a nomination and appointment process for the election of persons as BCF elected members that facilitates the following objectives:
 - (a) continuity of appointment of BCF elected members who have the gifts, skills or experience in the BCF relevant competencies;
 - (b) fostering an appropriate mix of gifts, skills and experience in the BCF relevant competencies amongst BCF elected members.
- (2) The process must accord with the Synod board and committee nomination policies.
- (3) The GNRC must publish details of the process on the Synod's website.

Q3.4.10 Election of BCF elected members

- (1) A ballot must be conducted at the ordinary meeting of the Synod to determine which of the nominees, under the nomination and appointment process mentioned in by-law Q3.4.9(1), are to be elected to the BCF elected member positions.
- (2) To remove doubt, even if the total number of nominations received for BCF elected member positions is equal to, or less than, the number required under by-law Q3.4.3(1)(b) a ballot mentioned in by-law Q3.4.10(1) must still be conducted.
- (3) Subject to by-laws Q3.4.4 and Q3.4.12, persons must be declared elected to fill the BCF elected member positions at the ordinary meeting of the Synod.

Q3.4.11 Training for lay preachers

The BCF is the body for the purposes of regulation 2.4.4(a).²

Q3.4.12 Disqualification

- (1) A person is disqualified from being, or continuing to be, a BCF elected member if the person:
 - (a) is not a confirmed member of a congregation; or
 - (b) is a staff member of the college or Synod Office.
- (2) If a person is disqualified from continuing to be a BCF elected member under by-law Q3.4.12(1) the person must as soon as practicable give written notice of the disqualification to the BCF's chairperson.

Q3.4.13 Vacation of office

A person is taken to have vacated office as a BCF elected member if the person is disqualified from continuing to be a BCF elected member under by-law Q2.7.9.

Q3.5 TRINITY COLLEGE QUEENSLAND

Q3.5.1 Trinity College Queensland, its responsibilities and other matters

- (1) Trinity College Queensland (the **College**) is established.
- (2) For regulation 3.7.4.4, the college has the following responsibilities:
 - (a) to provide high-quality and relevant theological education to candidates;
 - (b) to provide high-quality and relevant continuing education for ministry to lay and ordained Ministers;
 - (c) to provide lay education to the Church's confirmed lay members;
 - (d) to provide education in religious studies to persons who are not members of the Church;
 - (e) to develop a range of educational resources for the provision of theological, ministerial and lay education within the bounds of the Synod, including an adequately staffed and resourced library;

² Under regulation 2.4.4(a), the Synod is required to establish or approve training centres to assist in the training of lay preachers and establish a committee or other body to direct the training and to conduct examinations.

- (f) to foster high-quality scholarly research that supports the Synod's mission and ministry.
- (3) The college's staff members (including faculty members) are responsible for ensuring that the college fulfils its responsibilities, as mentioned in by-law Q3.5.1(2).
- (4) Subject to by-law Q3.5.2, the college is taken to be a theological college for the purposes of the Regulations.

Q3.5.2 Establishment of faculty, its role and other matters

- (1) The faculty is established for the purposes of regulation 3.7.4.5 and comprises the persons mentioned in regulation 3.7.4.5(b).
- (2) To remove doubt, it is declared that the faculty's role is to ensure that that aspect of the college's operations concerned with the provision of theological education to candidates complies with regulation 3.7.4.5.
- (3) For the purposes of regulation 3.7.4.5(b), the only full-time teaching members of the staff of the college who are faculty members are the college's candidate educators.³
- (4) The faculty must provide the presbytery that has the pastoral care and oversight of a candidate with a regular report on the progress of the candidate in any course, or unit of study, being undertaken by the candidate at the college.
- (5) The faculty may appoint committees to perform an advisory role to the faculty.
- (6) The faculty may invite a person with appropriate qualifications, expertise and skills to attend a faculty meeting. An invitee may speak, but not vote, at the meeting.

Q3.5.3 Appointment of college's candidate educators

- (1) The SSC must appoint the college's candidate educators.
- (2) The SSC must determine the conditions of appointment of each of the college's candidate educators.
- (3) The BCF's chairperson must, in consultation with the Director of Education for Ministry, prepare a position description and selection criteria for a vacancy in a position of the college's candidate educators, and have these documents endorsed by the BCF before advertising the vacancy.
- (4) The BCF's chairperson must also establish a joint nominating committee for the vacancy, consisting of the following:
 - (a) a person who is to be the committee's chairperson;
 - (b) the General Secretary, or his or her nominee;
 - (c) a member of the Placements Committee;
 - (d) the Director of Education for Ministry, or his or her nominee;
 - (e) a candidate educator of the college.

³ As a result of by-laws Q3.5.3 and Q3.5.4, the only full-time teaching members of the staff of the college who are appointed by the Synod are the college's candidate educators.

- (5) If the BCF's chairperson deems it necessary, the chairperson may appoint another person to be a member of the joint nominating committee who has relevant expertise in the context of the vacant position.
- (6) The joint nominating committee must:
 - (a) advertise, and receive applications for, the vacancy; and
 - (b) decide, after consultation with the Placements Committee, a short list of applicants for the vacancy; and
 - (c) interview the applicants on the short list; and
 - (d) after consultation with the faculty, choose 1 applicant for proposed appointment by the SSC; and
 - (e) submit details of the chosen applicant to the General Secretary, for on forwarding to the SSC for its consideration and decision.
- (7) Subject to due process being followed, the SSC may terminate the appointment of a candidate educator of the college.

Q3.5.4 Appointment of college's other staff members

- (1) The BCF must appoint the college's teaching members of staff, other than the Director of Education for Ministry and the college's candidate educators.
- (2) The SSC must determine the procedures for each appointment and the conditions of the appointment.

Q3.5.5 Director of Education for Ministry

- (1) The SSC must appoint a person to the position of Director of Education for Ministry (the **Director**).
- (2) The director has the following responsibilities:
 - (a) to manage the college's operations;
 - (b) to appoint the college's administrative staff.
- (3) The director is accountable:
 - (a) to the BCF:for the implementation of the BCF's strategies, in the context of the college, for theological, ministerial and lay education within the bounds of the Synod; and
 - (b) to the General Secretary:for the college's operational matters, including the management of the college's staff.
- (4) An appointment of a person as the director may be for a term of not more than 5 years.
- (5) The SSC must determine the conditions of appointment of the director.
- (6) The BCF's chairperson must prepare a position description and selection criteria for a vacancy in the position of the director, and have these documents endorsed by the BCF before advertising the vacancy.
- (7) The BCF's chairperson must also establish a joint nominating committee for the vacancy, consisting of the following:
 - (a) a person who is to be the committee's chairperson;

- (b) the General Secretary, or his or her nominee;
 - (c) a member of the Placements Committee;
 - (d) a person with tertiary level teaching experience in theological education.
- (8) The joint nominating committee must:
- (a) advertise, and receive applications for, the vacancy; and
 - (b) decide, after consultation with the Placements Committee, a short list of applicants for the vacancy; and
 - (c) interview the applicants on the short list; and
 - (d) choose one (1) applicant and obtain the BCF's endorsement; and
 - (e) submit details of the chosen applicant to the General Secretary, for on forwarding to the SSC for its consideration and decision.
- (9) The BCF must conduct an annual review of the director's performance.
- (10) Depending on the outcomes of the reviews of the director's performance under by-law Q3.5.5(9) during the director's term of appointment, and after consulting the faculty, the SSC may extend the director's appointment for a further term of not more than 5 years.
- (11) There may be more than 1 extension of the director's appointment under by-law Q3.5.5(10).
- (12) The director must provide the BCF with an annual report on the college's operations, addressing the matters required to be addressed by the BCF.
- (13) Subject to due process being followed, the SSC may terminate a person's appointment as the Director of Education for Ministry.
- (14) A reference to the college's principal in the Regulations is taken to be a reference to the Director of Education for Ministry.
- (15) To remove doubt, it is declared that the director is a faculty member under regulation 3.7.4.5(b).
- (16) The person who held the position of Director of Education for Ministry immediately before the commencement of this by-law is taken to hold the position of Director of Education for Ministry on the commencement of this by-law, and continues to hold office for the balance of the person's term of appointment, unless the appointment is ended before the end of the term.

Q3.6

THE SCHOOLS AND RESIDENTIAL COLLEGES COMMISSION

Q3.6.1

There shall be a Schools and Residential Colleges Commission, being the body established by the Queensland Synod to be the link between the church and the affiliated schools and colleges, whose role is:

- (a) To foster the relationship and connection between Uniting Church schools and colleges and the wider church;
- (b) To engage with schools and colleges for the purpose of understanding the strategic directions and challenges facing Uniting Church schools and colleges;
- (c) To provide advice to the Synod about the Synod's strategic directions with respect to schools and colleges;

- (d) Review and assess the risks facing Uniting Church schools and colleges and ensure that techniques, procedures and controls are put in place to eliminate or mitigate any adverse effects on the church or its schools and colleges;
- (e) To provide advice to the Synod about the risks facing Uniting Church schools and colleges, including their potential impact on the Synod;
- (f) Ensure schools and colleges have effective procedures in place to achieve compliance with educational, legislative and community requirements
- (g) Oversee the operational and financial performance of Uniting Church schools and colleges;
- (h) Oversight and report to the SSC upon matters which may affect the reputation and culture of Uniting Church schools and colleges;
- (i) To strengthen the profile and participation of the Uniting Church in appropriate educational and government forums and networks;
- (j) To make recommendations to Synod with respect to appointments to school and college boards/councils and constitutions; and
- (k) To provide relevant advice to the FIP Board in relation to school and college property matters.

Q3.6.2 The Schools and Residential Colleges Commission shall be comprised of:

- (a) Ex-Officio member – The General Secretary or their appointed delegate
- (b) A Chairperson appointed by the SSC for a term of three years.
- (c) Six (6) members appointed by the SSC, where each member is usually appointed for a term of 3 years, taking into account as far as possible the principle of rotational membership. Members may be reappointed.

Members appointed by the SSC shall be chosen on the basis of gifts including:

- (a) knowledge and/or experience of church schools and the independent schooling sector
- (b) commitment to education in Christian schools
- (c) expertise in policy discernment and development which can be applied to church schools
- (d) expertise in a relevant discipline such as education, theology, law, accounting, marketing or business
- (e) eligibility for a Queensland Government Suitability Card for Child-related Employment
- (f) commitment to the faith growth of students within Christian schools.

Q3.6.3 The SSC will not ordinarily appoint a member of staff serving in a Uniting Church school or a Uniting Church related school unless this is recommended by the Schools and Residential Colleges Commission.

Q3.7 SYNOD CHAPLAINCY COMMISSION

Q3.7.1 There shall be a Synod Chaplaincy Commission which shall report to the SSC.

Q3.7.2 Functions of the Commission

The Synod Chaplaincy Commission shall have responsibility to:

- (a) Promote and progress the ministry of chaplaincy within the Church;
- (b) Act as a 'think tank' on chaplaincy issues and an advocate to the Church; regarding insights for mission emerging from the experience of chaplains,

including the development of new styles of ministry in the context of the plan of strategic intent of the Queensland Synod;

- (c) Develop policies and protocols as required (e.g. ministry agreements) in the management of chaplains;
- (d) Liaise with Presbyteries, Assembly, sectors and ecumenical agencies in relation to developments in chaplaincy;
- (e) Make appointments, with and on behalf of the relevant agency or body, of all lay and ordained chaplains working half-time or greater within the Queensland Synod, in accordance with the Regulations, Synod by-laws and policies, and with the approval of the Synod Placements Committee;
- (f) Exercise all the Synod's authority, consistent with Regs 2.7.4 to 2.7.12, in relation to chaplaincy placements, including the Synod's authority in relation to preparation of position descriptions, JNC processes and review processes for chaplains. This paragraph (f) is not intended to derogate from the role of the Placements Committee or any other body which may have a role in these matters as provided by the Regulations, such as the Presbytery and the agency in which the placement is situated.
- (g) Provide relevant advice to Councils of the Church, Selection Committees, and the BCF;
- (h) Provide resources as available to support chaplaincy throughout the Synod;
- (i) Maintain standards of accreditation and training;
- (j) Recognise the multiple lines of accountability of chaplains and to monitor the issue of accountability and develop appropriate guidelines;
- (k) Exercise oversight of Chaplains working within the Queensland Synod, in conjunction with that oversight exercised by the relevant Presbytery in terms of Reg 3.4.38(c);
- (l) Maintain a register of accredited chaplains in the Synod;
- (m) Appoint Sector Co-ordinators and to advise and assist them in the performance of their duties; and
- (n) In conjunction with Sector Co-ordinators, explore ways of resourcing (financially and otherwise) chaplaincy.

Membership and method of election

Q3.7.3 The membership of the Synod Chaplaincy Commission shall include:

- (a) Ex officio members:
 - (i) Moderator
 - (ii) General Secretary
 - (iii) Executive Officer, Chaplaincy Commission
 - (iv) Chief Executive Officer of UnitingCare or nominee;
- (b) Members appointed by the SSC:
 - (i) Chairperson
 - (ii) At least 6 other members chosen for their interest or expertise in the areas of theology, education, mission strategy and innovation, marketing, fundraising and finance.

Q3.7.4 Members shall be appointed for a term of three (3) years, and may be reappointed. As far as possible the principle of rotational membership should be observed.

Q3.7.5 The Synod Chaplaincy Commission will make recommendations to the SSC to fill any vacancies on the Synod Chaplaincy Commission. A member appointed to fill a vacancy holds office for the unexpired term of the person being replaced.

Q3.7.6 Meetings and Quorum

- (1) The Synod Chaplaincy Commission shall meet as frequently as necessary, but not fewer than four times a year.
- (2) The Chairperson and/or the Chaplaincy Coordinator may call special, unscheduled meetings, should the need arise.
- (3) The Synod Chaplaincy Commission may constitute sub-committees as appropriate.

Q3.7.7 Executive Officer, Chaplaincy Commission

There shall be an Executive Officer, Chaplaincy Commission appointed by the SSC who shall act as the Executive Secretary administering the functions of the Synod Chaplaincy Commission. The Executive Officer, Chaplaincy Commission shall be accountable to the Synod Chaplaincy Commission for the implementation of its policies and decisions and to the General Secretary for day to day matters.

Q3.7.8 Sectors of Chaplaincy

The following sectors of Chaplaincy shall be recognised:

- (a) Health Care (Hospitals)
- (b) Human Services (including Corrective Services)
- (c) Aged Care (Blue Care)
- (d) Education (Schools and Tertiary)
- (e) Defence Force
- (f) Sport, Tourism and Recreation
- (g) Police and Emergency Services

Q3.7.9 Sector Co-ordinating Chaplains

The Synod Chaplaincy Commission shall appoint a co-ordinating chaplain for each Sector.

Q3.7.10 Appointment of Chaplains

Appointments of all lay and ordained chaplains working half-time or greater within the Queensland Synod shall be Synod appointments made by the Synod Chaplaincy Commission in accordance with Uniting Church regulations and relevant policies.

Q3.7.11 Pastoral Care of Chaplains

The pastoral care of chaplains will be the responsibility of nominated congregations within Presbyteries. The Executive Officer, Chaplaincy Commission, on behalf of the Synod Chaplaincy Commission, will request the newly placed/appointed chaplain to nominate a preferred worshipping community that will be recognised as the main provider of pastoral care of the Chaplain.

Q3.7.12 The Induction/Commissioning of a Chaplain

The Synod Chaplaincy Commission shall be responsible for inducting/commissioning a chaplain into a placement/appointment, and shall ensure that the appropriate agency, presbytery (and congregation) participates.

Q3.8 SYNOD RECEPTION OF MINISTERS COMMITTEE

Q3.8.1 There shall be a Synod Reception of Ministers Committee. An applicant under Regulation 2.5.1 (admission of a Minister from another denomination) or under Regulation 2.5.3.1 (admission of a former Minister) may be required by the General Secretary to appear before this committee. The committee shall interview the applicant and report to the General Secretary.

Q3.8.2 Membership

The membership of the committee shall comprise –

- (a) Moderator (Chairperson)
- (b) General Secretary (Secretary)
- (c) Ex-Moderator
- (d) Director of Education for Ministry (or nominee)
- (e) 3 other people appointed by the Moderator and General Secretary.

Q3.8.3 Meetings

The Committee shall meet from time to time as required for the purpose of exercising its functions under by-law Q3.8.1.

Q3.9 MULTI-CROSS CULTURAL REFERENCE GROUP

Q3.9.1 There shall be a Multi-Cross Cultural Reference Group. Its purposes and responsibilities shall be to –

- (a) Celebrate and build awareness of the multi-cross-cultural nature of the Uniting Church; the Assembly, Synod, Presbytery, Congregation & Agencies, as well as non- government organisations and government;
- (b) Be a support and reference committee for the Synod and a focal point for multi-cross cultural ministry and wider networking with the Church for multi-cross cultural relationships;
- (c) Promote and advocate the vision and mission of multi-cross cultural ministry within congregations and presbyteries.
- (d) Be a voice of culturally and linguistically diverse people at the Synod level;
- (e) Build skills for multi-cross cultural relationships;
- (f) Resource second and later generations; and
- (g) Assist and facilitate in the planting of congregations and faith communities in the light of the Synod's vision for mission and intentional missional strategy.

Q3.9.2 Membership and method of election

The membership of the Committee shall include:

- (a) Ex officio members:
 - (a) Moderator
 - (b) General Secretary
 - (c) Multi-Cross Cultural Advocate
- (b) Members appointed by the SSC:
Up to 12 members (including a Convenor).

Members shall be appointed for a term of three (3) years, and may be reappointed. As far as possible the principle of rotational membership should be observed meaning that one-third of the members retire every year. A person appointed to fill a casual vacancy shall serve the balance of the term of the person he or she replaces.

Q3.9.3 Meetings

- (1) The Multi-Cross Cultural Convenor shall be the Chairperson of the Committee and shall call for the meetings of the Committee, be the contact and spokesperson on behalf of the Committee, and work closely with the Multi-Cross Cultural Advocate;
- (2) The Committee shall meet at least six (6) times a year for its regular scheduled meetings and may meet for additional special, unscheduled meetings should the need arise.
- (3) The Committee reports regularly to the SSC through the General Secretary.

Q3.10 SYNOD INTER-FAITH RELATIONSHIPS COMMITTEE

Q3.10.1 The Synod shall establish a Synod Inter-Faith Relationships Committee (SIRC).

Q3.10.2 The responsibilities of the Committee shall be

- (a) to encourage throughout the Synod an understanding of other religious faiths;
- (b) to promote relationships with members of other religious faiths;

Q3.10.3 In carrying out its responsibilities, the Committee shall

- (a)
 - (i) represent the Synod in relationships with other religious faiths;
 - (ii) nominate a representative to the Assembly Working Group on Relationships with Other Faiths.
- (b) be a catalyst for the Biblical, theological and practical consideration of inter-faith matters within the Synod, its Presbyteries and Congregations;
- (c)
 - (i) seek to establish and encourage inter-faith relationships with inter-faith committees of other denominations in Queensland and encourage the councils of the church to do likewise;
 - (ii) encourage exploration of opportunities for sharing with people or groups of other religious faiths.

Q3.10.4 (a) The membership of the Committee shall comprise

- (i) Moderator
 - (ii) up to ten members to be appointed by the SSC after receiving nominations from the Committee
- (b) The Moderator or the Moderator's nominee shall be the Chairperson.
- (c) The Committee shall elect a Secretary from among its members.

Q3.11 SYNOD ECUMENICAL RELATIONSHIPS COMMITTEE

Q3.11.1 The Synod shall establish a Synod Ecumenical Relationships Committee (SERC).

Q3.11.2 The responsibilities of the Committee shall be

- (a) to encourage a culture of ecumenism throughout the Synod;
- (b) to recommend to the Synod appropriate ecumenical action;

Q3.11.3 In carrying out its responsibilities, the Committee shall

- (a)
 - (i) facilitate the relationship between the Synod and Queensland Churches Together (QCT);
 - (ii) receive and process reports from QCT;
 - (iii) receive funding submissions from QCT and forward them with recommendations to the appropriate body within the Synod;
 - (iv) nominate UCA representatives to QCT, and to other ecumenical bodies as appropriate;
- (b)
 - (i) receive reports from relevant Assembly, Synod, and Presbytery bodies and send to them SERC reports and documents that may be appropriate;
 - (ii) keep the Synod, Presbyteries and the wider Uniting Church informed of issues raised by ecumenical councils, inter-church councils, QCT, the Assembly's Christian Unity Working Group, and the progress made in the dialogues with other churches;
- (c) nominate a representative to the Annual Conference of the Assembly Christian Unity Working Group.
- (d)
 - (i) seek to establish and encourage inter-church relationships with ecumenical committees of other denominations in Queensland and encourage the councils of the church to do likewise;
 - (ii) encourage exploration of shared mission opportunities and activities with other churches;
- (e) be a catalyst for the Biblical, theological and practical consideration of ecumenical matters within the Synod, its Presbyteries and Congregations;

Q3.11.4 (1) The membership of the Committee shall comprise

- (a) Moderator
- (b) up to ten members to be appointed by the SSC after receiving nominations from the Committee

(2) The Moderator or the Moderator's nominee shall be the Chairperson.

(3) The Committee shall elect a Secretary from among its members.

Q3.12 ADVISORY COMMITTEE ON MINISTERIAL PLACEMENTS

Q3.12.1 The Committee

(1) There shall be an Advisory Committee on Ministerial Placements to be known as the Placements Committee. (Regulation 3.1.5(h))

(2) The Committee shall consist of:

- (a) The Moderator, who shall be the Chairperson of the Committee;
- (b) The Secretary of Synod who shall be the secretary of the Committee; (Regulation 3.7.4.2(a)(ii))
- (c) One (i) person appointed by each presbytery

- (d) Six (6) additional persons, namely:
 - (i) Moderator-Elect;
 - (ii) Chief Executive Officer, UnitingCare Queensland or his/her nominee
 - (iii) Director of Education for Ministry (or his nominee);
 - (iv) A Deacon representative nominated by the Secretary of the Committee;
 - (v) A Youth Worker representative nominated by the Secretary of the Committee.
 - (vi) Executive Officer, Chaplaincy Commission.

Q3.12.2 The Executive

The Committee shall appoint an Executive to act on its behalf between meetings of the whole Committee.

Q3.12.3 Meetings

The Committee shall meet as necessary but not fewer than four times in any year.

Q3.12.4 Duties and Procedures

- (1) The duties of the Committee shall be as set out in the Regulations and as delegated by presbyteries. (Regulation 3.7.4.2(b) and Constitution Clause 18(b)(ii)).
- (2) The Committee shall exercise an overview of placements of Ministers of the Word, Deacons, Deaconesses, Youth Workers and Lay Pastors throughout the Synod.
- (3) The Committee shall, from time to time, draw up Guidelines for the placement of Ministers of the Word, Deacons, Deaconesses, Youth Workers and Lay Pastors within the bounds of the Synod, including those under Regulation 2.4.1(b).
- (4) The Committee shall approve on the recommendation of the appropriate presbytery the appointment of Lay, Youth or Education Workers or Lay Assistants in congregations where their work involves significant pastoral or educational responsibilities.

The Committee on the recommendation of the presbytery shall consider and approve:

a statement of the need; a Job Description;
terms of appointment and the name of the person to be appointed

for all such appointments.

- (5) The Moderator shall preside over meetings of the Committee. In the absence of the Moderator, the Committee shall appoint a Chairperson.
- (6) The decisions of the Committee shall require a simple majority.
- (7) The decisions of the Committee shall be conveyed to all parties concerned by the appropriate presbytery or Synod Office, except where the Committee requests the Moderator or the Secretary to convey the decision.

Q3.13 LEGAL REFERENCE COMMITTEE

Q3.13.1 There shall be a Legal Reference Committee which shall have the responsibility of assisting the Synod in matters of drafting, checking and interpretation of By-Laws, Constitutions and other governing documents.

Q3.13.2 The Committee shall have the following composition:

(a) Ex-Officio members:

 Moderator;
 General Secretary.

(b) Three (3) other members appointed by the SSC.

Q3.13.3 A Chairperson shall be appointed by the SSC from the membership of the Committee.

Q3.13.4 The term of office of the appointed members shall be three (3) years, but they shall be eligible for re-appointment.

Q4 INSTITUTIONS AND AGENCIES OF THE SYNOD

Q4.1 UNITING CARE QUEENSLAND

Q4.1.1 Establishment of UnitingCare Queensland

Q4.1.1.1 UnitingCare Queensland as an Institution

- (1) UnitingCare Queensland is upon adoption of these UnitingCare Queensland By-laws an institution established by the Synod pursuant to Regulation 3.7.4.7 and is and will continue to be an institution under charity and taxation law.
- (2) Responsibility for the governance of UnitingCare Queensland is, and upon adoption of these UnitingCare Queensland By-laws, shall continue to be vested in the UnitingCare Queensland board subject to the provisions of these UnitingCare Queensland By-laws.
- (3) The Synod has contemporaneously with the adoption of these UnitingCare Queensland By-laws established a constitution for the regulation of UnitingCare Queensland as an institution and may from time to time, amend, revoke or replace the UnitingCare Queensland constitution consistent with these UnitingCare Queensland By-laws and with the Regulations and By-laws generally.
- (4) The UnitingCare Queensland board shall be accountable to Synod for the discharge of its responsibilities under and in accordance with these UnitingCare Queensland By-laws and the UnitingCare Queensland constitution.

Q4.1.1.2 Purposes of UnitingCare Queensland

- (1) The purpose of UnitingCare Queensland arises out of the stated purpose of Jesus Christ “to have life in all its fullness” (John 10:10). Its role is to be an agent of God’s healing power to the “whole person”, and not just for an individual ailment or disability, thereby enabling each individual to play his or her important role in God’s plan for the human family. Thus, UnitingCare Queensland is formed for the purposes of the provision of health and care services to the community because it believes that the work of healing, growth, renewal and reconciliation is in furtherance of the mission of the Church and her commitment to Christ’s mission in the World. This is expressed through the following purposes:
 - (a) to be a public benevolent institution;
 - (b) to be a charitable institution advancing Social and Public Welfare by providing benevolent relief for the benefit of vulnerable persons, and without limiting the generality of these purposes, this may include providing:
 - (i) care and support to the elderly or others who have health related needs;
 - (ii) care and support for people with a disability;
 - (iii) care, support and protection for children and young people and their families;
 - (iv) primary, secondary and tertiary health care services and palliative care to people suffering as a result of illness;
 - (v) community services responsive to the needs of people who are in distress as a result of poverty, breakdown in relationships, domestic violence, trauma, mental health, addictive behaviours, homelessness or natural disasters;

- (c) doing all such other things as are incidental or conducive to the operation of UnitingCare Queensland and otherwise for the attainment of all or any of the above purposes of UnitingCare Queensland, including but not limited to:
 - (i) promoting reconciliation, mutual respect and tolerance between Australians by working in partnership with Aboriginal and Torres Strait Islander peoples to develop and deliver services that reflect the beliefs, values and needs of Aboriginal and Torres Strait Islander peoples;
 - (ii) providing care to people irrespective of ethnicity, social status or religious beliefs and cooperating with governmental and other bodies to render the most effective service and support possible;
 - (iii) providing education and training of health and community service professionals and workers in conjunction with appropriate educational institutions;
 - (iv) researching, developing, promoting, advocating for and/or encouraging opportunities and activities that provide better living conditions and health care for vulnerable persons thereby assisting them to achieve a better quality and enjoyment of life; and
 - (v) building relationships with other bodies of the Church to enhance mutual encouragement in the proclamation of the gospel through the works of UnitingCare Queensland.

Q4.1.1.3 Powers

The powers of UnitingCare Queensland are all the powers as are lawful and required by UnitingCare Queensland to give effect to the purposes set out in by-law Q4.1.1.2 subject only to the limitations contained in the UnitingCare Queensland by-laws.

Q4.1.1.4 Not-for-profit

The assets and income held by the Property Trust for the beneficial use of UnitingCare Queensland shall be applied solely in furtherance of its charitable purposes in accordance with the UnitingCare Queensland Constitution and no portion shall be distributed directly or indirectly to any member of the Church except as permitted by the UnitingCare Queensland constitution.

Q4.1.2 UnitingCare Queensland constitution

The UnitingCare Queensland constitution shall be read subject to these UnitingCare Queensland By-laws and these UnitingCare Queensland By-laws shall prevail to the extent there is any inconsistency between them.

Q4.1.3 Powers, authorities and matters for Synod

Q4.1.3.1 Synod Decision Matters

Notwithstanding any other provision within the Church governing rules, the following powers, authorities and matters are matters relating to UnitingCare Queensland that are matters for decision by the Synod:

- (1) the selection, appointment, reappointment and removal of all UnitingCare Queensland board members other than the Moderator and General Secretary who are members by virtue of holding those offices;
- (2) the selection, appointment, reappointment and removal of the UnitingCare Queensland board chair;

- (3) the power to dissolve UnitingCare Queensland subject to By-law Q4.1.9 and the provisions contained in the UnitingCare Queensland constitution relating to the dissolution of UnitingCare Queensland;
- (4) the power to revoke, vary, amend or replace these UnitingCare Queensland By-laws and the UnitingCare Queensland constitution;
- (5) the power to endorse the appointment, re-appointment or removal of the CEO;
- (6) the power to carry out any of the activities of UnitingCare Queensland through, or in joint venture with, a body corporate; and
- (7) such other matters which are by the UnitingCare Queensland constitution, the Regulations or the By-laws expressly declared to be matters for decision by the Synod.

Q4.1.3.2 Consultation with UnitingCare Queensland

- (1) In exercising any of powers, authorities or matters comprising the Synod Decision Matters referred to in by-law Q4.1.3.1, Synod should except in the case of emergency consult and require all relevant persons to consult in good faith with the UnitingCare Queensland board prior to the exercise of the relevant power or authority; and
- (2) In relation to all such consultations, the UnitingCare Queensland board shall in good faith and in timely fashion provide to Synod or relevant persons all relevant information in the possession of UnitingCare Queensland so as to enable the exercise of the relevant power or authority.
- (3) The decision of the Synod prevails in relation the exercise of powers, authorities or matters referred to in by-law Q4.1.3.1 and their decision is final.

Q4.1.4 Property Trust

Q4.1.4.1 Assets and income

The assets and income held by the Property Trust for the beneficial use of UnitingCare Queensland are and shall continue to be held by the Property Trust on behalf of the Church conducting the institution UnitingCare Queensland for the purposes of the Church in accordance with section 23(a) of the Act and clause 50 of the Constitution of the Church and must be applied solely in furtherance of purposes of UnitingCare Queensland as set out in the UnitingCare Queensland By-laws and UnitingCare Queensland constitution.

Q4.1.4.2 FIP Decision Matters

Notwithstanding any other provision but subject to by-law Q4.1.4.3, all powers, authorities and matters declared by Synod through its adoption of the FIP By-laws to be matters for decision by the FIP Board are reserved to the FIP Board notwithstanding that they relate to UnitingCare Queensland.

Q4.1.4.3 Consultation with UnitingCare Queensland

- (1) In exercising any of the powers, authorities or matters comprising the FIP Decision Matters referred to in By-law Q4.1.4.2, the FIP Board and the UnitingCare Queensland board shall except in the case of emergency consult and co-operate with each other prior to the exercise of the relevant power or authority; and
- (2) In relation to all such consultations, the UnitingCare Queensland board shall in good faith and in timely fashion provide to the FIP Board or relevant persons all relevant information in the possession of UnitingCare Queensland so as to enable the exercise of the relevant power or authority.

Q4.1.5 UnitingCare Queensland board

Q4.1.5.1 The UnitingCare Queensland board functions

The governance responsibilities conferred on the UnitingCare Queensland board and referred to in By-law Q4.1.3.1 include responsibility for the following functions:

- (1) The general governance, direction and control of UnitingCare Queensland in accordance with and subject to these UnitingCare Queensland By-laws and the UnitingCare Queensland constitution;
- (2) Setting and overseeing the strategic direction of UnitingCare Queensland;
- (3) Discerning and interpreting the relationship of the mission of the Uniting Church to community needs, service provision and community development;
- (4) Providing advice to the Synod on matters relating to the establishment and operation of health and care services to the community;
- (5) Providing leadership through the development of social policy and research, and advocacy on health and care services to the community;
- (6) Facilitating the provision of pastoral care to patients, clients, residents, their families, staff and volunteers;
- (7) Supporting, overseeing and working with and through the CEO of UnitingCare Queensland to ensure the implementation of all plans and policies approved by the UnitingCare Queensland board;
- (8) Monitoring and supervising the implementation of plans and policies approved by the UnitingCare Queensland board; and
- (9) Ensuring that UnitingCare Queensland operates in accordance with the UnitingCare Queensland constitution and these UnitingCare Queensland By-laws.

Q4.1.5.2 Composition

The UnitingCare Queensland board shall consist of: at least 8 and not more than 12 persons (or not more than 13 persons where the CEO is a member of the board) being:

- (1) the person occupying the office of General Secretary of Synod;
- (2) the person occupying the office of Moderator;
- (3) if determined by the Synod and upon the recommendation of the Board, the CEO; and
- (4) other persons appointed by Synod in accordance with UnitingCare Queensland constitution.

Q4.1.5.3 Transition of current board

Upon adoption of the UnitingCare Queensland constitution, the persons who were members of the UnitingCare Queensland board immediately prior to its adoption shall continue in office until the expiry of the term of 3 years for which they were appointed prior to the adoption of the Constitution, and thereafter shall be eligible for re-appointment subject to clause 4.8 and 4.9 of the Constitution.

Q4.1.5.4 Eligibility for office

The eligibility requirements for appointment to the UnitingCare Queensland board shall be as set out in the UnitingCare Queensland constitution.

Q4.1.5.5 Appointments

Appointments to the UnitingCare Queensland board shall be in accordance with the UnitingCare Queensland constitution and all relevant Synod By-laws relating to the eligibility and appointment of board members to institutions established by the Synod.

Q4.1.6 UnitingCare Queensland Board powers

Q4.1.6.1 Powers and Duties

Subject to the Synod Decision Matters and the FIP Decision Matters, the UnitingCare Queensland board has all of the powers conferred on it by these UnitingCare Queensland By-laws and the UnitingCare Queensland constitution. Each of the UnitingCare Queensland board members has the duties, liabilities and indemnities conferred on them by these UnitingCare Queensland By-laws and the UnitingCare Queensland constitution.

Q4.1.6.2 Register of UnitingCare Queensland Board delegations

The UnitingCare Queensland board must keep a register in the form approved by the Synod Standing Committee, setting out as a minimum in relation to each delegation::

- (1) the name of each delegate; and
- (2) in relation to each delegate::
 - (a) the date the delegation was granted; and
 - (b) the name of the Body or title of the person who is the delegate; and
 - (c) a record of the resolution or decision by which the delegation was granted; and
 - (d) the terms and conditions associated with the delegation; and
- (3) the above details in relation to each sub-delegation granted in accordance with the terms and conditions of a delegation.
- (4) The Synod may appoint a delegate to inspect the register of the UnitingCare Queensland Board Delegations upon written request to the Board Chair requesting to do so.

Q4.1.6.3 Accountability and reporting

The UnitingCare Queensland board must report regularly to Synod in accordance with the Reporting Schedule approved by Synod, a copy of which appears as Schedule 2 of the UnitingCare Queensland by-laws.

Q4.1.7 CEO and Director of Mission

Q4.1.7.1 CEO

- (1) The CEO is appointed, reappointed or removed by the UnitingCare Queensland Board, subject to the prior endorsement of the Synod Standing Committee.
- (2) The CEO must be a person with a Christian commitment and character and who respects and abides by the polity and ethos of the Uniting Church in Australia.
- (3) The CEO is accountable to the UnitingCare Queensland Board for all strategic and operational matters relating to UnitingCare Queensland and for implementation of UnitingCare Queensland policies and decisions.

Q4.1.7.2 Director of Mission

- (1) A Director of Mission for UnitingCare Queensland will be appointed. The position description of the Director of Mission will be consistent with the position be a placement, and subject to the regulations for appointing people to placements (as set out in the Uniting Church in Australia Constitution and Regulations and all applicable By-laws and policies relating to this appointment established by the Synod.
- (2) The Director of Mission is responsible for promoting and assisting UnitingCare Queensland with:
 - (a) The achievement of integration, and expression, of the mission of the Uniting Church in the culture of UnitingCare Queensland, and in its service delivery;
 - (b) The achievement of the missional outcomes of the Uniting Church within UnitingCare Queensland;
 - (c) Implementing the integration of justice and foundational values for UnitingCare Queensland;
 - (d) Interpreting Uniting Church policy and theology;
 - (e) Contributing to policy creation and strategy, as it impacts on the mission of the Uniting Church;
 - (f) Staff education and development in missional imperatives; and
 - (g) Such other matters that the UnitingCare Queensland CEO or the UnitingCare Queensland Board, consider necessary and which are consistent with the position being a placement under clause (1) above.

Q4.1.7.3 Other positions for placements

Other positions for placements in the life of the Church may be created to support the Director of Mission as agreed between the Synod Placements Committee and UnitingCare Queensland.

Q4.1.8 Indemnity

Q4.1.8.1 Indemnification of board members and others

- (3) Each of the members of the UnitingCare Queensland board and their properly appointed delegates (including for the avoidance of doubt the CEO and the Director of Mission) shall, to the extent permitted by law be indemnified :-
 - (a) out of the Trust Property held by the Property Trust;
 - (b) for and against all expenses and liabilities incurred by that person in connection with the exercise by that person of the power or performance by that person of their duties, in relation to UnitingCare Queensland.
- (4) The indemnity provided in clause 3.1.8.1 (1) is conditional upon:
 - (d) that person acting at all times in good faith and providing reasonable assistance to the Property Trust in any investigations and/or in defending any cause of action arising upon which the indemnity is sought; and
 - (e) the expense or liability being incurred in the course of their duties: and
 - (f) that person's actions are not fraudulent, a criminal act, wilful misconduct or a breach of trust.

Q4.1.8.2 Notice

- (1) Unless otherwise delegated, the addresses for any notice to be provided within these by-laws or Constitution shall be the office of the General Secretary or the CEO as appropriate.
- (a) Any notice, demand, consent or other communication given or made under these by-laws or Constitution must be:
- (i) clearly readable;
 - (ii) signed by the party giving or making it (or signed on behalf of that party by its authorised representative); and
 - (iii) left at the address or sent by pre-paid express security post (air mail if outside Australia) to the postal address or sent to the email address, specified as the address for service of the relevant type of the recipient party as set out in the By-laws (or such a replacement address for service as a party may notify to the other parties pursuant to the By-laws from time to time).
- (b) Any communication will be taken to be received by the recipient:
- (i) in the case of a letter, on the seventh (tenth, if sent outside the country in which the letter is posted) business day after the date of posting;
 - (ii) in the case of a facsimile, on production of a transmission report by the machine from which the facsimile was sent which indicates that the facsimile communication was sent in its entirety to the fax number of the recipient; and
 - (iii) if the time of dispatch of a facsimile is not on a day, or is after 5.00pm (local time) on a day, in which business generally is carried on in the place to which the facsimile communication is sent it will be taken to have been received at the commencement of business on the next day in which business is generally carried on in that place.

Q4.1.9 Dissolution of UnitingCare Queensland

Q4.1.9.1 Authority to dissolve

Pursuant to Regulation 3.7.4.7 the Synod may dissolve the institution known as UnitingCare Queensland.

Q4.1.9.2 Property

If the UnitingCare Queensland is dissolved, any property remaining after settlement of all due debts and liabilities must be transferred or distributed strictly in accordance with the UnitingCare Queensland constitution.

Q5 MINISTRY

Q5.1 PLACEMENTS

Q5.1.1 Placement of Ordinands

- (1) In June and December of each year the Director of Education for Ministry shall furnish to the Placements Committee a list of students who may be expected to complete their college course by the end of the subsequent six months.
- (2) On the completion of their college course, such students, and other persons of equivalent grading, shall come under the direction of the Placements Committee for appointment:
 - (a) to such congregations as are agreed upon by the Placements Committee and the presbytery concerned; or
 - (b) to any other appointments approved by the Placements Committee in consultation with the presbytery concerned.
- (3) With the concurrence of the Faculty of Trinity College Queensland and the Placements Committee, certificated candidates proceeding to post-graduate study may be permitted to postpone their appointment until the completion of such studies.
- (4) Negotiations for the placement of certificated candidates shall be conducted by presbyteries or other appointing bodies only through the Secretary of Synod and the Director of Education for Ministry. The Director of Education for Ministry and the Secretary shall confer with the certificated candidates four months before completion of their college course:
 - (a) to enable candidates to be aware of opportunities for ministry;
 - (b) to advise presbyteries of the gifts for ministry of candidates being appointed.
- (5) The Director of Education for Ministry shall be responsible for all communications with certificated candidates which become necessary as a result of the decisions of the Placements Committee.

Q5.1.2 Profiles

- (1) Each Minister of the Word, Deacon, Deaconess, Lay Pastor and Youth Worker shall provide to the Placements Committee a personal profile on the form prescribed.
- (2) The Secretary of the Joint Presbyteries Settlements Advisory Committee shall ensure that such profiles are kept confidential and shall be made available only to presbyteries and congregations seeking information regarding a possible settlement.
- (3) Each congregation seeking a placement shall provide to the Placements Committee a congregational profile on the form prescribed together with the floor plan of the manse provided for the minister, which shall be made available to ministers seeking information regarding a possible settlement.

Q5.1.3 Inter-Synod Transfers

The Placements Committee shall conduct such correspondence and give such approvals as may be required for the transfer of ministers between Synods.

Q5.2 LAY PASTORS

Q5.2.1 Application to Become a Lay Pastor

Application for ministry as a Lay Pastor shall be made on the prescribed form and by the process set out in the Regulations. (See Regulation 2.3.2)

Q5.2.2 Appointment of Lay Pastors

Lay Pastors may be appointed to placements for which the placement of a Minister of the Word, a Deacon or a Deaconess is not possible or where special circumstances require such an appointment. Such appointments shall be made by the Placements Committee. The appointment shall be for an initial period of up to three years, with the possibility of yearly extensions to a total maximum of ten years. In the final year of the initial placement and in every subsequent year of the placement, a decision shall be taken by the Presbytery as to whether or not the Lay Pastor is to be invited to continue in the placement, following consultation with the Congregation or employing body and the Placements Committee and any other Synod body designated by the Synod. (Regulation.2.7.5)

Q5.2.3 Supervision

- (1) The presbytery, in the exercise of its oversight, shall appoint a Minister of the Word to be the supervisor of a Lay Pastor. Where the Lay Pastor is serving in a place where there is a ministerial vacancy, the presbytery shall appoint a supervisor from among the Ministers of the Word or Deacons within the presbytery.
- (2) The supervisor shall offer support and guidance to the Lay Pastor in the fulfilment of the ministry.
- (3) A Lay Pastor may be required to submit a quarterly report to the supervisor who shall forward it to the presbytery.

Presiding at the Celebration of the Sacraments

Q5.2.4 The presbytery may give approval for a Lay Pastor to preside at the Celebration of the Sacraments within the limits of the settlement to which the Lay Pastor has been appointed. In giving such approval, the presbytery shall satisfy itself:

- (a) that adequate preparation has been provided for the Lay Pastor for whom such approval has been sought;
- (b) that the Lay Pastor is under regular supervision in the exercise of this aspect of ministry;
- (c) that, because of existing circumstances, it would ordinarily and regularly be impossible for a Minister of the Word to preside at the Celebration of the Sacraments because of the isolated position of the pastoral charge or for some other specific reason. (Regulation 3.1.3(q) and Assembly Minute 82.53(5) and (6))

Q5.2.5 In presiding at the Celebration of the Sacraments, the Lay Pastor shall be encouraged to use the Orders of Service for Holy Communion and Baptism and supplementary material from "Uniting in Worship".

Q5.2.6 An approval given pursuant to by-law Q5.2.4:

- (1) shall be effective for one year, but may be renewed by the presbytery if it is satisfied that such action continues to be justified.

- (2) shall not constitute a precedent for the particular Lay Pastor nor for any subsequent appointment.

Q5.2.7 General

When a person has been accepted for service as a Lay Pastor, the Presbytery Chairperson shall consult with the Lay Pastor concerning candidature for the Ministry of the Word and/or Deacon, and shall do so at the end of his or her first placement, and, if applicable, at the conclusion of further placements.

Q5.3 LONG SERVICE LEAVE (Regulation 2.7.1(c))

Q5.3.1 Long Service Leave Fund

There shall be a Fund of the Synod entitled "The Long Service Leave Fund" which shall be administered by the Synod Office.

Q5.3.2 Fund Income

- (1) There shall be included in the budget for the Mission and Service Fund an amount styled "Long Service Leave Levy" calculated on the basis of the number of ministers in congregational and departmental placements within the Synod, the amount for each minister being a percentage determined by the Synod Office applied to the annual minimum stipend applicable at the beginning of the year in which the levy is being received.
- (2) A minister who is without placement or who is serving as a Chaplain to the Defence Forces, may be permitted by the Synod Office to contribute to the Fund at the rate determined by the Synod Office being applicable for each minister.

Q5.3.3 Eligibility

- (1) The period of leave after completion of ten (10) years of service shall be two (2) calendar months provided that where a minister attains the age of fifty-five (55) years prior to the completion of the initial period of ten (10) years, the period of leave shall be one (1) month after five (5) years of service.
- (2) Subsequent to the initial period of service, the period of leave shall be one (1) calendar month after completion of each subsequent five (5) years of service. Where the service of a minister is terminated within five (5) years after completion of the initial or subsequent qualifying period, a proportional period of leave based on completed years of service shall apply.
- (3) Leave shall be taken in periods of one (1) or more whole calendar months, except that where leave is taken immediately prior to termination any proportional period allowed under 3.4.3(b) shall be included.

Q5.3.4 Period of Leave

- (1) The period of leave after completion of ten (10) years of service shall be two (2) calendar months provided that where a minister attains the age of fifty-five (55) years prior to the completion of the initial period of ten (10) years, the period of leave shall be one (1) month after five (5) years of service.
- (2) Subsequent to the initial period of service, the period of leave shall be one (1) calendar month after completion of each five (5) years of service. Where the service of a minister is terminated within five (5) years after completion of the initial or subsequent qualifying period, a proportional period of leave based on

completed years of service shall apply.

- (3) Leave shall be taken in periods of one (1) or more whole calendar months, except that where leave is taken immediately prior to termination any proportional period allowed under 3.4.3(b) shall be included.

Q5.3.5 Annual Leave

Annual leave shall also be granted for the year in which long service leave is taken.

Q5.3.6 Notice of Intention

Any minister intending to use his entitlement to take long service leave shall notify the Church Council or Departmental Board related to his settlement and the presbytery and the Synod Office of such intention at least six months in advance.

Q5.3.7 Permission to Take Leave

- (1) The permission of the presbytery and the Synod Office shall be obtained prior to the taking of leave provided that such permission shall not be unreasonably withheld.
- (2) In granting permission to a minister in a congregational placement, the presbytery shall first ensure that adequate provision has been made for the care and oversight of the congregation during the absence of a minister.
- (3) Only a limited number of ministers shall be absent on long service leave in any one year, the number being determined by the Synod Office in consultation with the presbyteries concerned.

Q5.3.8 Supply Minister

- (1) It shall be the responsibility of the presbytery in conjunction with the minister and Church Council concerned to arrange for proper care and oversight of the congregation during the absence of the Minister. Such arrangements may include the assignment of special duties to other Ministers within the congregation or the appointment of a suitable supply. The presbytery shall notify the Synod Office of these arrangements.
- (2) When the Minister proceeding on leave is in a departmental appointment, the appropriate Commission or Board shall ensure that the function of the Synod Office or Board shall be adequately maintained during the Minister's absence and may make such supply arrangements as are appropriate and necessary.

Q5.3.9 Payments

- (1) Except as provided in sub-clause (f) hereof, the congregation or Synod Office shall maintain payment of stipend to the minister proceeding on leave. When a minister without settlement proceeds on leave, the employing agency which has been contributing to the Fund on her/his behalf shall be responsible for the payment of his stipend.
- (2) The congregation, Synod Office or employing agency shall pay travelling allowance to the supply minister at the rate approved by the Synod.
- (3) The Fund shall meet the cost of ministerial supply in the congregation, Synod Office or employing agency with stipend being payable at the minimum rate applicable at the time when the supply is provided.
- (4) The Fund shall provide a personal grant to the minister on leave equivalent to

5% of the minimum annual stipend at the time when the leave is commenced. If leave of less than thirteen weeks is taken, a pro rata grant shall be paid.

- (5) The Fund shall also provide:
- (a) in the case of the minister on leave, the basic car depreciation allowance at the rate approved by the Synod;
 - (b) in the case of the supply minister, a house allowance at the rate approved by the Synod in those circumstances where the manse is not available for his use.
- (6) The Synod Office shall have power to authorise alternative arrangements for payment, provided that any such payment shall not exceed the amounts which would be payable under standard supply arrangements.

Q5.3.10 Reciprocity

Reciprocal arrangements shall be entered into with other Synods and the Assembly in respect of the application of these by-laws with the view of ensuring that no minister suffers any disadvantage as the result of his transferring to or from the Queensland Synod.

Q5.4 MINISTERIAL HOUSING

Ministers in Active Work

Q5.4.1 Church to Provide Residence

It shall be the responsibility of the congregation or other body concerned to provide a suitable residence for each minister called or appointed thereto; provided that in circumstances approved by the presbytery or other responsible body, and with the consent of the minister concerned, a housing allowance, determined by the GNRC, may be made toward the cost of other accommodation, in lieu of providing a residence.

Q5.5 PRESBYTERY OFFICERS

Q5.5.1 A presbytery shall submit to the Synod for approval any proposal for the establishment of a full-time stipendiary, executive office within the presbytery.

Q5.5.2 The proposal shall include:

- (a) an outline of the need;
- (b) a statement regarding ways and means of securing budgetary provision; and
- (c) a report from the Placements Committee regarding the proposal in the light of the settlement priorities of the Synod.

Q5.5.3 The terms of appointment shall be approved by the Synod.

Q5.5.4 Appointments to such office shall be made in accordance with Regulations 2.6.6(e) and (f), and subsequent sub-clauses of that Regulation.

Q5.6 CONGREGATIONS IN CO-OPERATION

Q5.6.1 Congregations of the Uniting Church may enter into association with parallel bodies of other denominations of the Christian Church to form Co-operative Congregations,

provided that:

- (a) the constitution, relevant regulations, procedures and standards of the Church are maintained;
- (b) any guidelines laid down by the Assembly affecting relationships with other Churches are recognised.

Q5.6.2 A Co-operative Congregation may be established when:

- (a) such co-operation will contribute to the more effective development of Christian worship, witness and service among expanding populations or to the continuation or re- development of such witness in other situations;
- (b) the partner churches have a degree of affinity in doctrine and practice that will permit harmonious co-operation;
- (c) the participating congregations can maintain an effective relationship with their respective denominations.

Q5.6.3 Co-operative arrangements shall normally conform to one of the following patterns:

- (a) one denomination accepts continuous responsibility for the pastoral care and administrative oversight on an agreed basis, of a congregation of another denomination;
- (b) denominations, on an alternating basis, provide for the care and oversight of each other's congregations;
- (c) two or more denominations concurrently minister to congregations functioning as the one worshipping or administrative unit;
- (d) congregations of two or more denominations in the one locality agree to co-operative action in specified aspects of their life and witness.

Q5.6.4 Congregations entering into discussion regarding co-operative work, or receiving or making proposals shall report same to the presbytery and the SSC.

Q5.6.5 The SSC shall act in matters relating to co- operation on behalf of the Synod including consultation with the other denominations involved, and shall specifically ensure:

- (a) consultation, where required, with presbyteries and congregations concerning the formation, maintenance and oversight of co-operative work;
- (b) assistance, where required, in the negotiation of the Basis of Co-operation;
- (c) action in matters relating to the inauguration of any specific co-operative congregation, in consultation with the presbytery and congregation concerned;
- (d) evaluation of co-operative schemes generally and advice to presbyteries and/or Synod of any recommended developments or changes.

Q5.6.6 Final approval of any Basis of Co-operation shall be given by the Synod or the SSC following presbytery approval.

SCHEDULE 1 DEFINITIONS

academic staff member, of the college, means a teaching member of staff of the college.

ACNC Regulation means the *Australian Charities and Not-for-profits Regulation 2013* (Cth), as amended from time to time.

Act means the *Uniting Church in Australia Act 1977* (Qld), as amended from time to time.

approved placement is a designated placement, whether full-time or part-time, and whether filled or vacant, which is approved by the Placements Committee and includes an approved chaplaincy placement.

Assembly has the same meaning as the definition of the term “the assembly” in section 5 of the Act.

The Basis of Union means the Basis of Union set out in the Schedule to the *Uniting Church in Australia Act 1977*.

beneficial use means a Body’s right to enjoy the benefits of the Property, even though, under clause 50 of the Constitution, the beneficial ownership of that Property is vested in the Church.

Body means:

- (a) a “Body” as defined in clause 3 of the Constitution; or
- (b) a parish mission under regulation 3.9.1; or
- (c) a faith community under regulation 3.9.2; or
- (d) a church council in small congregations under regulation 3.9.3; or
- (e) any other body established under clause 69 of the Constitution, which includes, but is in no way limited to:
 - (i) commissions;
 - (ii) charitable trusts; or
 - (iii) other trusts,

within the Synod.

business case means a written statement under the Synod Property Proposal Policy (in the form approved by the FIP Board) setting out the reasons for initiating the Body’s Property Proposal.

candidate see regulation 2.1.

candidate educator, of the college, means a full-time academic staff member of the college who is designated by the SSC to provide ministerial education to candidates, other than the Director of Education for Ministry.

CEO or **Chief Executive Officer** means the person from time to time appointed by the UnitingCare Queensland board to occupy the role of chief executive of UnitingCare Queensland.

Church means The Uniting Church in Australia (Queensland).

Church Council means a council formed under regulation 3.4.5.

compliance has the same meaning as the definition of the term “compliance” in the Synod compliance policy.

conflict has the same meaning as the definition of the term “conflict” in the Synod conflicts policy.

Congregations means those members and adherents who worship, witness and serve as a fellowship of the Spirit in Christ and who are recognised as a congregation by the Presbytery (Regulation 3.1.1).

Constitution means any constitution, as amended from time to time, made under section 9 of the Act for the church.

continuing education for ministry means those activities that are recognised by the Synod as being a valid component of the fourth phase of ministerial education, which shall constitute ongoing in-service training for ordained Ministers and other persons in specified ministry.

Document means any deed, instrument, contract, agreement or proposal for agreement relating to property made in written form.

enrolled candidate, of the college, means a candidate who is enrolled in a course of study, or series of units of study, offered by the college.

established includes continued in existence.

FIP Board means the Finance, Investment and Property Board, as comprised from time to time of appointed and ex-officio members, established by the Synod on 17 February 2007 under regulations 3.1.5 and 4.2.1.

FIP Board By-laws means section Q3.2 of the Synod By-laws.

FIP Board Delegate means a party to whom the FIP Board has delegated any of its powers of consent or approval in relation to property under regulation 4.2.2.

FIP Decision Matters means the powers, authorities and matters from time to time properly exercisable by the FIP Board and which at the date of adoption of these UnitingCare Queensland By-laws means those powers, authorities and matters referred to in by-law Q4.1.4.2.

General Secretary means the person appointed by the Synod to the role of secretary under clause 35 of the Constitution.

Governance means the framework of rules, relationships, systems and processes within and by which authority is exercised and controlled in the Church.

Governing Body means any governing body (by whatever title), within the Church, which has decision-making or advisory authority or responsibility in respect of a discrete activity or set of activities within the Church and in respect of which the Synod has decision making responsibility (referred to as ‘Synod entities’ in Resolution 11.58 of the 29th Synod).

governing documents includes a Body’s governing rules, internal policies, board charter and any other document on which the Body relies for its internal decision making processes.

governing rules means the Act (including the Basis of Union), Constitution, Regulations and Synod By-laws, as amended from time to time.

lay education means the activities that constitute ongoing faith formation and discipleship education within the Church.

Manual for Meetings means the Manual for Meetings that provides the official standing orders and rules of debate for the Uniting Church in Australia approved by the Assembly in 2004.

members means those persons referred to in section 13 of the Act as members of the Property Trust.

Minister means a person recognised by the church as a Minister of the Word, a Deacon, a Deaconess or a Lay Pastor or a Youth Worker.

Moderator means the person elected by the Synod to the role of moderator under clause 34 of the Constitution.

Presbytery means a body formed by the Synod which has the responsibility for such pastoral and administrative oversight as is necessary to the life and mission of the Church within its bounds (Regulations 3.4.6 and 3.1.3).

Presbytery Property Committee means a committee appointed by a Presbytery under regulation 4.3.

property means anything which is covered by any of the following definitions of property:

- (a) the definition in section 5 of the Act;
- (b) the definition in section 36 of the *Acts Interpretation Act 1954* (Qld), as amended from time to time; and
- (c) the definition in regulation 4.1.

property matters means all dealings or intended dealings with respect to property (including all property dealings referred to in regulation 4.6).

property proposal means a written request from a Body under the Synod Property proposal policy (in the form approved by the FIP Board) requesting the FIP Board to make the final decision with respect to property matters.

Property Trust means the body called 'The Uniting Church in Australia Property Trust (Q.)' as defined in section 5 of the Act.

Property Trust By-laws means section Q3.1 of the Synod By-laws.

Property Trust members means those persons referred to in section 13 of the Act as members of the Property Trust.

Property Trust resolution means the Synod Standing Committee resolution 13.284 of 7 November 2013.

Register of Interests means a register maintained for the purposes of noting the nature and extent of a member's conflict of interest.

Regulations means any Regulations made by the Assembly under section 23 of the Act or under clause 62 of the Constitution for the church, as amended from time to time.

report means written report.

risk has the meaning as the definition of the term "risk" in the Synod risk policy.

SSC means the Synod Standing Committee.

Synod means the Synod of Queensland created by the Assembly on 22 June 1977 under clause 38(b)(ii) of the Constitution (which exists within the bounds determined by the Assembly on that date, and as subsequently divided or altered from time to time by the Assembly) and

takes the meaning where the context requires of either or both:

- (a) the Synod Standing Committee; and
- (b) the Synod in Session.

Synod audit policy means the policy adopted by the Synod from time to time in relation to audit.

Synod board and committee nomination policies means the policies adopted by the Synod from time to time in relation to the nomination and appointment of members to Synod boards and committees.

Synod By-laws means the by-laws made by the Synod under clause 63 of the Constitution, as amended from time to time.

Synod conflicts policy means the policy adopted by the Synod from time to time in relation to conflicts.

Synod compliance policy means the policy adopted by the Synod from time to time in relation to compliance.

Synod Decision Matters means the powers, authorities and matters from time to time properly exercisable by Synod and which at the date of adoption of these UnitingCare Queensland By-laws means those powers, authorities and matters referred to in by-law Q4.1.3.1.

Synod document executions policy means the policy adopted by the Synod from time to time in relation to the execution of deeds, instruments, contracts, agreements and proposals for agreements by or on behalf of the Property Trust under seal or under hand.

Synod governance framework means the framework adopted by the Synod from time to time in relation to governance.

Synod Office means the totality of all the Synod's organisational units that, directly or indirectly, report to the General Secretary."

Synod property board means the board appointed by the Synod from time to time to perform duties and functions under regulation 4.2.1.

Synod property delegations policy means the Synod property policy adopted by the Synod from time to time in relation to the delegation of property related powers.

Synod Property Officer means the property officer of the synod referred to in section 13(1)(a) of the Act who is also the person appointed as the officer to administer property affairs and related matters under regulation 3.1.5(k)(iii).

Synod property policies means the policies relating to property which are adopted by the Synod from time to time.

Synod property proposal policy means the Synod property policy setting out:

- (a) the sum or sums as the Synod may determine from time to time as the financial liability or the value of property that the FIP Board is responsible for approving under regulation 4.2.1(d); and
- (b) any limitation on the FIP Board's ability under regulation 4.2.2(a) to delegate its powers of consent or approval in relation to property,

under which approval processes, including requirements relating to the format and content of property proposals and accompanying business cases, may be established by the FIP Board.

Synod risk policy means the policy adopted by the Synod from time to time in relation to risk.

Synod risk register means the register adopted by the Synod from time to time in relation to risk.

Synod strategic resource plan policy means the Synod property policy adopted by the Synod from time to time in relation to strategic resource plans.

synodial term means the period of time between meetings of the Synod in Session.

Synod treasury policies means the Synod property policies in relation to regulation 3.7.4.6.

Synod in Session means the meeting of the Synod held every 18 months and at such other times as convened under Regulation 3.5.6 and clause 37 of the Constitution.

Trust Property has the same meaning as the definition of the term “trust property” in section 5 of the Act.

UnitingCare Queensland means the institution established by Synod and known as UnitingCare Queensland.

UnitingCare Queensland board means the board of UnitingCare Queensland established in accordance with these UnitingCare Queensland By-laws and the UnitingCare Queensland constitution.

UnitingCare Queensland constitution means the constitution for UnitingCare Queensland referred to in By-law Q4.1.1.1(3) as varied by Synod.

SCHEDULE 2 UCQ TO SYNOD REPORTING SCHEDULE

Party receiving UCQ Report	Reports to	UCQ Reporting Obligations	Target Timing**
Synod in Session	Assembly	<ul style="list-style-type: none"> Report (written and verbal) in form as agreed with the General Secretary Table most recent UCQ Annual Report 	Each SiS
Synod Standing Committee (SSC)	Synod in Session	<ul style="list-style-type: none"> Statement of Missional Intent (ASMI) for approval Annual Meeting – Annual Report Annual report against the previous year Statement of Missional Intent Significant changes in environment, changes in strategy update, and new/emerging risks Other reports on an as needs basis 	July November December February or March May or June As needed
Finance, Investment and Property Board (FIPB)	SSC	<ul style="list-style-type: none"> Audited Annual financial statements 5 Year Plan, updated annually – high level P/L's, Balance Sheet and Cash Flow (ASMI) 5 Year Capex Plan (ASMI) Annual Property Disposal Plan Annual Risk review, Risk Framework, top strategic risks, heat map Exception report of key changes/risks 	31 October July July July TBA

** timing as noted or as agreed with SSC/FIPB