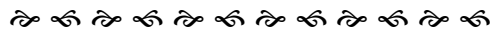


Diocesan Governance Policy

23 September 2024

Contents	Page
Introduction and Definitions	1
Appendix 1: Application to Organisations	6
Appendix 2: Governance Standards	9
Part 1 Purpose and organisational faithfulness	9
A. Mission clarity	9
Part 2 Christian leadership shaped by the Bible	10
B. Christian leadership	10
C. Nomination, appointment, election and term of members	11
D. Statements and commitments required of members	14
E. Role of the Archbishop	14
F. Additional suitability requirements	15
Part 3 Member duties and responsibilities and organisational accountability	15
G. Governing body member responsibilities	15
H. Not-for-profit character	16
I. Responsibility and transparency	16
J. Indemnity and access	18
K. Reporting to Synod and/or Standing Committee	19
Appendix 3: Personal Statement and Commitment to Organisational Faithfulness	21



Introduction and Definitions

1. In support of the shared gospel ministry of the parishes and organisations of the Diocese, and the purposes and priorities of the Diocese, this Policy sets out the Governance Standards that the Synod considers should apply to persons responsible for governing organisations in the Diocese.
2. This Policy classifies organisations in four levels as set out in Appendix 1. These are levels for the purpose of applying the Governance Standards, not a ranking or hierarchy of organisations.
3. This Policy applies to those organisations in the manner set out in Appendices 1, 2 and 3.
4. This Policy (including the Governance Standards) –
 - (a) sets out the expectations of Synod in relation to the governance of organisations, particularly in relation to Christian leadership and conformity to the doctrine of the Diocese which are essential to the furtherance of the purposes and priorities of the Diocese, through the pursuit of the purposes of each organisation,
 - (b) does not create legally binding obligations on any organisation, except to the extent the provisions of this Policy are included, or incorporated by reference, in legislation, an ordinance, constitution or other legally binding instrument which applies to that organisation,
 - (c) where appropriate, may be included in a charter (or similar governance document) adopted by the governing body of an organisation, rather than being included in legislation, an ordinance, constitution or other legally binding instrument,
 - (d) does not prevent an act or practice that is necessary for an organisation or person to comply with applicable law,¹

¹ If a provision of this Policy is inconsistent with applicable law, the latter shall prevail and the organisation must comply with the applicable law.

- (e) does not require an organisation or person to act in a manner which is contrary to applicable law, and
- (f) is not intended to prevent discussion and debate about contentious issues or require a withdrawal from, or the exclusion from properties, services or activities of, those who do not share the doctrine of the Diocese.

5. In this Policy –

ACA the national voluntary religious association known as the Anglican Church of Australia.

ACNC means the Australian Charities and Not-for-profits Commission.

Appointor means a Diocesan Appointor or a Non-Diocesan Appointor.

Approved Standard has the meaning in paragraph 7.

basic religious charity has the meaning set out in section 205-15 of the *Australian Charities and Not-for-profits Commission Act 2012* (C'th).²

Bible-based church means a church which receives the canonical scriptures as being the ultimate rule and standard of faith given by inspiration of God and containing all things necessary for salvation.³

broader charitable purposes means the purposes of the Diocese as set out in Section 4 of the *Anglican Church of Australia Trust Property Act 1917* (NSW)⁴ or any other applicable statute, as publicly expressed by the Archbishop or the Synod for the purposes of this Policy from time to time, including the purpose articulated by the Archbishop in the [Purpose and Priorities for our Diocesan Fellowship](#).

chair means the chair of a governing body.

canonical scriptures means all the books of the Old and New Testament.

chief executive officer means the person who is responsible to the governing body for the leadership and management of a Level C or Level D organisation in the Diocese, including the head of a school. It includes any person responsible for the leadership and management of a Level A organisation who has been declared by the Standing Committee to be a chief executive officer for the purposes of this policy.

Christian faith and character includes⁵

- (a) personal belief that the canonical scriptures are the ultimate rule and standard of faith given by inspiration of God and contain all things necessary to salvation,
- (b) personal belief in the Christian faith as professed by the church of Christ from primitive times, and in particular as set forth in the creeds known as the Nicene Creed and the Apostles' Creed,
- (c) personal belief that there is only one way to be reconciled to God which is through his Son, Jesus Christ, who died for our sins and was raised for our justification, and that we are justified before God by faith only,
- (d) personal belief that the canonical scriptures are the supreme authority in all matters of faith and conduct, and
- (e) a personal commitment to living in obedience to the commands of Christ through the power of the Holy Spirit.

² Copies of the [Commonwealth Acts of Parliament](#) referred to in this Policy are available on the Federal Register of Legislation.

³ This definition is based on Article 2 of Chapter 1 (Fundamental Declarations) of the Constitution of the ACA. Receiving the canonical scriptures also implies believing and teaching them as the ultimate rule and standard of faith given by inspiration of God and containing all things necessary for salvation.

⁴ Copies of the [NSW Acts of Parliament and Diocesan ordinances](#) referred to in this Statement are available on the Sydney Anglicans website.

⁵ Paragraphs (a) and (b) of this definition are based on Articles 1 and 2 of Chapter 1 (Fundamental Declarations) of the Constitution of the ACA. Paragraphs (c) and (d) are based on the Statement of Personal Faith in the previous *Governance Policy for Diocesan Organisations*. Paragraph (e) is new and reflects the Great Commission in Matthew 28:20a. In the interests of simplicity paragraph (e) does not also refer to the doctrine, sacraments and discipline of Christ, but obedience to His commands necessarily includes teaching His doctrine, administering His sacraments and following and upholding His discipline. See also Article 3 of the Fundamental Declarations.

constitution means the relevant legislation, ordinance or instrument constituting an organisation (including where the context requires legislation or an ordinance or instrument governing the election or appointment of members).

doctrine of the Diocese has the same meaning as “Doctrine” in the Schedule to the *Interpretation Ordinance 1985*.⁶

Diocese means the Diocese of Sydney, one of the dioceses that are part of the ACA.

Diocesan Appointor means the Synod, the Archbishop, other diocesan officeholder or organisation, a parish or a parish officeholder entitled to elect or appoint a person as a member of a governing body.⁷

Faithfulness in Service or **FIS** means the code for personal behaviour and the practice of pastoral ministry by clergy and church workers adopted by the Synod in October 2004, as amended from time to time.

Governance Standards means the standards in Appendix 2.

governing body means the body of persons responsible for governing an organisation. A governing body may also be known as a board, council or committee.

meeting means a meeting of a governing body.

member means a member of a governing body.

Non-Diocesan Appointor means a person or body (other than a Diocesan Appointor) entitled to elect or appoint a person as a member of a governing body.⁸

organisation means a school or another incorporated or unincorporated body (including trustees of a trust) –

- (a) which is constituted by ordinance or resolution of the Synod,
- (b) in respect of which, or whose property, the Synod may make ordinances, or the Archbishop-in-Council may impose legally binding conditions, or

⁶ The Schedule to the *Interpretation Ordinance 1985* defines “Doctrine” as follows:

“The teaching of the Anglican Church of Australia in the Diocese of Sydney on any question of faith. The sources of Doctrine include –

- (a) canonical scriptures of the Old and New Testaments,
- (b) the Christian faith as professed by the Church of Christ from primitive times, and in particular as set forth in the creeds known as the Nicene Creed and the Apostles’ Creed,
- (c) the commands, doctrine, sacraments and discipline of Christ,
- (d) the book of Common Prayer, the Ordinal and the Thirty-Nine Articles.

For the avoidance of doubt, “Doctrine” includes both faith and practice and is not limited to its meaning in the majority opinions of the Appellate Tribunal on the Primate’s References re Wangaratta Blessing Services and the Newcastle Discipline Ordinance (11 November 2020).

Doctrine may be declared in statements made by –

- (i) the Synod of the Diocese with the concurrence of the Archbishop, or
- (ii) the Archbishop-in-Council,

provided that such statements are consistent with the sources of Doctrine in paragraphs (a), (b) and (c) above.”

This Policy is not intended to add to, or detract from, the existing meaning of Doctrine in the Diocese.

Other ordinances (for example, the [Sydney Anglican Use of Church Property Ordinance 2018](#)) refer to “doctrines, tenets and beliefs”. For the purposes of this Policy, there is not intended to be a difference between “doctrine of the Diocese” and “doctrines, tenets and beliefs” in the application of the Policy.

Some Federal and State legislation and existing ordinances use a broader phrase, but others refer to doctrine or doctrines. For example, in the *Sex Discrimination Act 1984* (C’t’h) (section 4), the *Fair Work Act 2009* (C’t’h) (sections 153(2)(b), 195(2)(b), 351(2)(c) and 772(2)(b)) and the *Australian Human Rights Commission Act 1986* (C’t’h) (section 3(1)) ‘religious institutions’ are defined as organisations that are ‘conducted in accordance with the doctrines, tenets, beliefs or teachings of a particular religion or creed’, and section 56(c) of the *Anti-Discrimination Act 1977* (NSW) refers to “any other act or practice of a body established to propagate religion that conforms to the doctrines of that religion ...”.

This Policy has not been drafted with a view to the “doctrine of the Diocese” (as defined) being equivalent to “doctrines” for the purposes of the application of Federal or State legislation to an organisation. However, it is expected that organisations will seek to rely on advantages, privileges and exemptions available under Federal and State legislation (including legislation protecting religious freedom) where necessary to enable compliance with this Policy.

⁷ A Diocesan Appointor includes (a) a person or body electing a member of a governing body, (b) a person or body exercising a right to appoint a member of a governing body, and (c) the governing body of an organisation when electing or appointing a person as a member of that governing body.

⁸ A Non-Diocesan Appointor includes both a person or body electing a member of a governing body, and a person or body exercising a right to appoint a member of a governing body (e.g., a school alumni association).

- (c) which operates within the Diocese and uses a church name in a manner described in section 6 of the *Anglican Church of Australia Act 1976 (NSW)*,⁹

excluding –

- (i) a parish or provisional parish constituted under or recognised as such for the purposes of the *Parishes Ordinance 1979* (including, for the purposes of this Policy, a cathedral),
- (ii) a recognised church or provisional recognised church recognised under the *Recognised Churches Ordinance 2000*, and
- (iii) a pre-school or a school which is not registered and accredited for the purposes of the *Education Act 1990 (NSW)*.

Policy Guidelines means the policy guidelines adopted by the Standing Committee in accordance with paragraph 8.

Regional Council means the council of a Region constituted under the *Regions Ordinance 1995*.

school means an organisation registered and accredited for the purposes of the *Education Act*.

Standing Committee means the Committee appointed pursuant to the *Standing Committee Ordinance 1897*.

Synod means the Synod of the Diocese and includes, when the Synod is not in session, the Standing Committee of the Synod.

6. It may not be appropriate in all cases for an ordinance, charter or other document relating to an organisation to conform with this Policy in all respects.

The Governance Standards intentionally use different words to set out different expectations (e.g., “must” connotes a higher expectation than “should” or “ordinarily should”). It is more likely that it will not be appropriate for an ordinance, charter or other document to conform with this Policy in all respects when words such as “should” or “ordinarily should” (rather than “must”) are used in the relevant Governance Standard.

7. If an organisation is subject to (or able to voluntarily comply with) one of the following standards (each an **Approved Standard**)¹⁰ -

- (a) the registration and accreditation requirements of the NSW Education Standards Authority,
- (b) the standards on corporate and academic governance in the Higher Education Standards Framework (Threshold Standards),
- (c) the standard on organisational governance in the Aged Care Quality Standards,
- (d) the standard on governance in the NDIS Practice Standards and Quality Indicators,
- (e) the NSW Child Safe Standards requiring child safety to be embedded in organisational governance, or
- (f) the standards set by the CMA Standards Council,

the organisation will be presumed to comply with the equivalent standards in section I (Responsibility and transparency) of Appendix 2 of this Policy, as outlined in Appendix 2, if it complies with the Approved Standard.

⁹ Section 6 of the *Anglican Church of Australia Act* provides that a person shall not, for the purposes of, or in connection with, any business, trade or profession use, or cause or permit to be used, names and descriptions relating to the Anglican Church of Australia unless the person is authorised to do so pursuant to a canon of the General Synod. “Church name” is defined in the *Use of Church Names Canon 1989* to mean –

- (a) each of the names or descriptions “Church of England”, “Church of England in Australia”, “Anglican Church of Australia” or “Anglican”, and
- (b) any name, initials, word, title, addition, symbol or description which, either alone or in conjunction with other matter (i) refers to the ACA or an instrumentality of the ACA, or (ii) implies, or tends to the belief, or indicates, or is capable of being understood to indicate, or is calculated to lead persons to infer, that it is a reference to the ACA or an instrumentality of the ACA.

The *Use of Church Names Canon 1989* authorises the Archbishop-in-Council to issue and withdraw a certificate authorising the use of a “Church name” and impose conditions on the issue of such a certificate.

The term “organisation” includes organisations which operate within the Diocese and use, or cause or permit to be used, names and descriptions relating to the ACA, whether or not such organisations are authorised to do so under the *Use of Church Names Canon 1989*.

[Canons of the General Synod](#) of the ACA are available on the General Synod website.

¹⁰ Available from the [NESA](#), [TEQSA](#), [ACQSC](#), [NDIS Commission](#), [OCG](#) and [CMASC](#) websites.

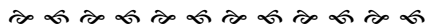
The Standing Committee may approve other standards for the purposes of this paragraph and amend Appendix 2 accordingly.

8. The Standing Committee may set policy guidelines for the constitutions of Level C and D organisations which are bodies corporate (including guidelines in relation to governing body composition, the term of office of members and casual vacancies, quorum for meetings, and the passing of resolutions).

Such Policy Guidelines may go beyond the Governance Standards but must be consistent with the Governance Standards and applied in a flexible manner reflecting Synod's relationship with Level C and D organisations.

9. Where it is proposed to amend the constitution of a Level C or D organisation which is a body corporate in order to conform with this Policy or the Policy Guidelines, a consultation process must be undertaken with the governing body of the organisation before any such amendments are put to Synod or the Standing Committee for approval.¹¹ Where a governing body believes that a particular provision of this Policy or Policy Guideline should not apply, it would usually be appropriate for the governing body to provide an explanation of its position as part of the consultation process.
10. The Synod anticipates that it will amend this Policy from time to time to better align the Governance Standards with our shared ministry, and the purposes and priorities of the Diocese, and to reflect any changes to regulatory requirements. For this purpose, the Synod encourages on-going input from organisations and the members of governing bodies.

Where it is proposed to amend this Policy, the Synod intends that consultation will be undertaken with organisations before any such amendments are made.



¹¹ Synod as the 'parliament of the diocese' (and the Standing Committee as delegate of the Synod) has a responsibility before God and to the wider community to facilitate both responsible and effective governance of, and communication, collaboration, and coordination amongst, parishes and organisations in the Diocese. Accordingly, consultation does not mean agreement or endorsement, as ultimately Synod has the power and responsibility to make guidelines and amend ordinances to ensure the purposes of the Diocese and its organisations are best fulfilled.

Application to Organisations

	Types of Organisations	Examples of Organisations ¹²	Applicable paragraphs of Appendices 2 and 3
Level A Organisations	<p>A Regional Council</p> <p>The Standing Committee</p> <p>Any other unincorporated organisation¹³ (other than an unincorporated organisation declared by the Standing Committee to be a Level C or D organisation¹⁴ or declared by the Standing Committee to be excluded from Level A).</p> <p>(including in each case, any of their committees or subcommittees)</p>	<p>These organisations include –</p> <p>Anglican Media Council</p> <p>Living Faith Council</p> <p>Ministry Training and Development Council</p> <p>Sydney Anglican Indigenous Peoples' Ministry Committee</p> <p>Sydney Church of England Finance and Loans Board (Sydney Anglican Loans)</p>	<p>Part 1</p> <p>Section A, paragraphs (a), (b), (c)(i) and (d)-(f)</p> <p>Part 2</p> <p>Section B, paragraph (a) or (b), and paragraph (i)</p> <p>Section E, paragraphs (a)-(c)</p> <p>Section F, except paragraph (g)</p> <p>Part 3</p> <p>Section G, all paragraphs</p> <p>Section H, all paragraphs</p> <p>Section I, paragraphs (a)-(h), (k) and (n)</p> <p>Section J, paragraph (b) only</p> <p>Section K, paragraph (a) only</p>
Level B Organisations	<p>An organisation which operates within the Diocese and uses a church name in a manner described in section 6 of the <i>Anglican Church of Australia Act</i>, including organisations authorised to use the word "Anglican" (or another "Church name") under the <i>Use of Church Names Canon</i> and registered on the Use of Church Names Register maintained by the General Secretary of the ACA under the <i>Use of Church Names Canon</i>¹⁵.</p> <p>(including in each case, any of their committees or subcommittees)</p>	<p>These organisations include¹⁶ -</p> <p>Anglican Church Historical Society, Diocese of Sydney (The)</p> <p>Anglican Deaconess Ministries</p> <p>Anglican Mothers' Union</p> <p>Blue Mountains Grammar</p> <p>Anglican Youth Department</p> <p>Diocese of Sydney Ski Lodge Limited (t/as Southern Cross Alpine Lodge)</p> <p>Cranbrook School</p> <p>International Chinese School</p> <p>Kambala</p> <p>Meriden School</p> <p>Mosman Church of England Preparatory School Limited</p> <p>SCEGGS Darlinghurst</p> <p>SCEGGS Redlands</p>	<p>Part 1</p> <p>Section A, paragraphs (a), (b), (c)(ii) and (e)</p> <p>Part 2</p> <p>Section B, paragraphs (b) and (c)</p> <p>Section E, paragraphs (a)-(d)</p> <p>Section F, paragraphs (a) and (e)-(g)</p> <p>Part 3</p> <p>Section G, except paragraph (b)</p> <p>Section H, all paragraphs</p> <p>Section I, paragraphs (a)-(d) and (f)</p> <p>Section J, all paragraphs</p>

¹² The column headed "Examples of Organisations" contains a non-exhaustive list of organisations which are included in the relevant level. An organisation which meets the description in the column headed "Types of Organisations" is required to comply with the applicable paragraphs of Appendices 2 and 3 even if it is not listed in the column headed "Examples of Organisations". The Diocesan Secretary may update the column headed "Examples of Organisations" as required from time to time.

¹³ This would include any fund or trust controlled by another Level A organisation.

¹⁴ In making such a declaration, the Standing Committee is to have regard to the similarity of the activities of the unincorporated organisation to the activities of incorporated organisations classified in Levels C or D. A power to classify such an unincorporated organisation as a Level C or D organisation includes a power to re-classify the organisation as a Level A organisation.

¹⁵ The following organisations listed in the Schedule to the *General Synod – Use of Church Names Canon 1989 Amendment Canon 2014* appear to no longer exist - Anglican Boys' Society, Anglican Girls' Friendly Society, Anglican Men's Society and Anglican Women of Australia – as their registration with the ACNC has been revoked.

There also appear to be several foundations and associations linked to some of the organisations specified in column 2 which also use a "Church name" (as so defined in the Canon). See footnote 9 for the definition of "Church name".

¹⁶ The list excludes organisations which appear to operate only outside the Diocese.

	Types of Organisations	Examples of Organisations ¹²	Applicable paragraphs of Appendices 2 and 3
Level C Organisations	<p>An incorporated organisation which conducts an enterprise in its own right (rather than an administrative function under an ordinance), has an Australian Business Number and is not a Level D organisation.</p> <p>Any fund or trust of which such an incorporated organisation is trustee.</p> <p>Any unincorporated or incorporated organisation where such an incorporated organisation appoints a majority of the members of the governing body.</p> <p>(including in each case, any of their committees or subcommittees)</p>	<p>Diocesan schools</p> <p>Abbotsleigh (The Council of)</p> <p>Arden Anglican School Council (The)</p> <p>Barker College (The Council of)</p> <p>Campbelltown Anglican Schools Council</p> <p>Illawarra Grammar School (The Council of The)</p> <p>King's School (The Council of The)</p> <p>Macarthur Anglican School Council</p> <p>St Andrew's Cathedral School (The Council of)</p> <p>St Catherine's School, Waverley (The Council of)</p> <p>Sydney Church of England Grammar School Council (SHORE)</p> <p>Tara Anglican School for Girls (The Council of)</p> <p>Trinity Grammar School (The Council of)</p> <p>William Branwhite Clarke College Council</p> <p>Other organisations</p> <p>Anglican Church Growth Corporation</p> <p>Anglican Church Property Trust Diocese of Sydney</p> <p>Anglican National Superannuation Board</p> <p>Anglican Youth and Education Diocese of Sydney (Anglican Youthworks)</p> <p>Archbishop of Sydney's Anglican Aid (The)</p> <p>Department of Evangelism and New Churches (The Board of)</p> <p>Endowment of the See Corporation</p> <p>Glebe Administration Board</p> <p>St Andrew's House Corporation</p> <p>Sydney Anglican (National Redress Scheme) Corporation</p> <p>Sydney Diocesan Services</p>	<p>Part 1</p> <p>Section A, paragraphs (a), (b), (c)(ii) and (d)-(f)</p> <p>Part 2</p> <p>Section B, except paragraph (a)</p> <p>Section C, all paragraphs</p> <p>Section D, all paragraphs</p> <p>Section E, all paragraphs</p> <p>Section F, all paragraphs</p> <p>Part 3</p> <p>Section G, all paragraphs</p> <p>Section H, all paragraphs</p> <p>Section I, except paragraph (o)*</p> <p>Section J, all paragraphs</p> <p>Section K, all paragraphs</p> <p> </p> <p>* A Level C organisation will be presumed to comply with the any requirement in section I if it complies with an Approved Standard which is substantially the same, or more comprehensive, than the relevant requirement.</p>

	Types of Organisations	Examples of Organisations¹²	Applicable paragraphs of Appendices 2 and 3
Level D Organisations	<p>An incorporated organisation declared by the Synod or the Standing Committee to be a Level D organisation for the purposes of this Policy.¹⁷</p> <p>Any fund or trust of which such an incorporated organisation is trustee.</p> <p>Any unincorporated or incorporated organisation where such an incorporated organisation appoints a majority of the members of the governing body.</p> <p>(including in each case, any of their committees or subcommittees)</p>	<p>Anglican Community Services (Anglicare)</p> <p>Anglican Schools Corporation</p> <p>Moore Theological College Council</p>	<p>Part 1</p> <p>Section A, paragraphs (a), (b), (c)(ii) and (d)-(f)</p> <p>Part 2</p> <p>Section B, except paragraphs (a) and (i)</p> <p>Section C, all paragraphs</p> <p>Section D, all paragraphs</p> <p>Section E, all paragraphs</p> <p>Section F, all paragraphs</p> <p>Part 3</p> <p>Section G, all paragraphs</p> <p>Section H, all paragraphs</p> <p>Section I, except paragraphs (e) and (n)*</p> <p>Section J, all paragraphs</p> <p>Section K, all paragraphs</p> <p> </p> <p>* A Level D organisation will be presumed to comply with any requirement in section I if it complies with an Approved Standard which is substantially the same, or more comprehensive, than the relevant requirement.</p>

¹⁷ Each of the organisations listed in the column headed "Examples of Organisations" if this Policy is adopted by Synod are deemed to have been classified as Level D organisations by the Synod.

In making such a declaration, the Synod or the Standing Committee is to have regard to the complexity of the enterprise(s) conducted by the organisation and the regulatory regime(s) applicable to the organisation. Relevant factors to be considered by the Synod or the Standing Committee would include (a) the annual revenue (including the extent of direct or indirect government funding) and net assets of the organisation, (b) external accreditation by one or more Federal or New South Wales regulatory authorities, and (c) the extent of the duties and compliance obligations imposed on the organisation and/or the members of its governing body by legislation and regulatory authorities.

A power to classify an incorporated organisation as a Level D organisation includes a power to re-classify the organisation as a Level C organisation. Any re-classification could be made by either the Synod or the Standing Committee, notwithstanding an organisation was classified as a Level D organisation by the other in the first instance.

- (f) In addition, a Level A, C or D organisation should pursue the charitable purposes for which it is established, and use its property, in a manner –
- (i) which is consistent with the doctrine of the Diocese,¹⁹ and
 - (ii) which advances the broader charitable purposes of the Diocese.

Y		Y	Y
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Part 2
Christian leadership shaped by the Bible

B. Christian leadership

- (a) The members of a Regional Council or the Standing Committee must be active members of a parish in the Diocese²⁰ and otherwise satisfy the requirements of the constitution of the organisation.
- Members of other Level A organisations must satisfy the requirements of paragraphs B(b) and (c).
- (b) Members elected or appointed by a Diocesan Appointor must –
- (i) be of Christian faith and character, attend regularly and be actively involved in a Bible-based church, and
 - (ii) otherwise satisfy the requirements of the constitution of the organisation.
- See also section C in relation to the nomination, appointment, election and term of members.
- (c) Other members must satisfy the requirements of the constitution of the organisation.²¹
- See also section C in relation to the nomination, appointment, election and term of members.
- (d) The total number of members ordinarily should be no less than 6 and no more than 12.²²
- (e) All members ordinarily should be elected or appointed by Diocesan Appointors unless:
- (i) required by law, or
 - (ii) the constitution provided for members to be elected or appointed by Non-Diocesan Appointors as at 1 September 2024.
- (f) Where the total number of members is, or may be, greater than 8, members must include at least –
- (i) two clergy licensed in the Diocese, and

Level			
A	B	C	D
Y			
In part – see B(a)	Y	Y	Y
		Y	Y

¹⁹ In order for this requirement to be properly applied and for organisations to be able to comply with it, an outline of, and references to, the doctrine of the Diocese is to be made available on the Sydney Anglicans website.

²⁰ For the purposes of this paragraph "parish" includes (a) a parish or provisional parish constituted under or recognised as such for the purposes of the *Parishes Ordinance 1979* (including a cathedral), or (b) a recognised church or provisional recognised church recognised under the *Recognised Churches Ordinance 2000*.

²¹ Although other members (e.g., members of the governing body of a school elected by alumni associations) need not be of Christian faith and character, attend regularly and be actively involved in a Bible-based church, in the case of Level C and D organisations, such members are required to sign a statement in the form of Appendix 3 (see section D) which is a much stronger commitment than the previous Statement of Support for Christian Ethos which was included as transitional measure in the previous *Governance Policy for Diocesan Organisations* when it was first adopted by the Synod.

²² In relation to some schools, the Synod acknowledges that it may continue to be appropriate for the total number of members of the governing body of a school to continue to exceed 12 in circumstances where the school's constitution provides for a greater number as at 1 September 2024.

- (ii) two members with (at minimum) a three-year theological Degree from Moore Theological College or another college that is endorsed by the Archbishop for the purpose of this paragraph,

noting that the requirements of paragraphs B(f)(i) and (ii) may be met by the same people.

Otherwise, the references to “two clergy” and “two members” in paragraphs B(f)(i) and (ii) should be treated as references to “one member of clergy licensed in the Diocese” and “one member” respectively.

- (g) The chief executive officer must –
 - (i) be of Christian faith and character,
 - (ii) attend regularly and be actively involved in a Bible-based church,
 - (iii) be willing to sign a statement in the form of Appendix 3,
 - (iv) have the relevant qualifications, skills and experience, and any Christian ministry involvement, required under applicable law or the constitution of the organisation, and
 - (v) otherwise satisfy the requirements of applicable law or the constitution of the organisation.
- (h) In addition, prior to the appointment of a person as chief executive officer, the Archbishop (or his delegate) must be satisfied that the person:
 - (i) is of Christian faith and character,
 - (ii) regularly attends and is actively involved in a Bible-based church, and
 - (iii) is committed to pursuing the purposes of the organisation in a manner which is consistent with the doctrine of the Diocese.²³
- (i) The chief executive officer must not be a member of that organisation’s governing body.

C. Nomination, appointment, election and term of members

- (a) The governing body should put in place processes to identify persons –
 - (i) of Christian faith and character,
 - (ii) who regularly attend and are actively involved in a parish in the Diocese²⁴ or other Bible-based church,
 - (iii) with relevant qualifications, skills and experience,
 as being suitable to be elected or appointed to fill vacancies on the governing body (potential nominees).
- (b) The governing body may recommend to:
 - (i) a person (a **nominator**) entitled to nominate another person for election or appointment as a member of the governing body, or
 - (ii) an Appointor,

		Y	Y
Y		Y	
Level			
A	B	C	D
		Y	Y

²³ In order for this requirement to be properly applied and for organisations to be able to comply with it, an outline of, and references to, the doctrine of the Diocese is to be made available on the Sydney Anglicans website.

²⁴ For the purposes of this paragraph “parish” includes (a) a parish or provisional parish constituted under or recognised as such for the purposes of the *Parishes Ordinance 1979* (including a cathedral), or (b) a recognised church or provisional recognised church recognised under the *Recognised Churches Ordinance 2000*.

D. Statements and commitments required of members

Each election or appointment of a member of the clergy or a lay person as a member or chief executive officer is subject to the person signing a statement in the form of Appendix 3 and delivering it to the chair prior to the person taking up the role of member or chief executive officer.

E. Role of the Archbishop³³

- (a) Except where required by an Act of Parliament, the Archbishop ordinarily should not be a member and, accordingly, the constitution of the organisation must clearly set out –
 - (i) whether the Archbishop is, or is not, a member, and
 - (ii) if a member, whether or not he has a deliberative and/or a casting vote.
- (b) If the Archbishop is a member, he should be entitled to chair meetings when present.
- (c) If the Archbishop is not a member, the constitution of the organisation ordinarily should not designate the Archbishop as President of the organisation.
- (d) If the Archbishop is not a member, the constitution of the organisation ordinarily should provide that the Archbishop is the Visitor of the organisation and entitled to exercise the responsibilities, rights and duties of a visitor established by law.³⁴
- (e) In addition, if the Archbishop is not a member, the constitution of the organisation ordinarily should clearly provide that the Archbishop has the right to –
 - (i) attend meetings and address the governing body on any pastoral or policy issue concerning the ACA in the Diocese as it applies to the organisation, including the appointment of a chief executive officer,
 - (ii) confidentially receive papers for meetings at his request,
 - (iii) visit and inspect the premises, operations and/or ministries of the organisation if he is concerned for any reason that the organisation’s charitable purposes are not being pursued in accordance with constitution of the organisation and in a manner which is consistent with the doctrine of the Diocese,³⁵ and
 - (iv) ordinarily appoint a nominee or representative to exercise any of these rights on behalf of the Archbishop.

Level			
A	B	C	D
		Y	Y
Level			
A	B	C	D
Y	Y		
		Y	Y
Level			

³³ Nothing in this Policy prevents the Archbishop exercising responsibilities, rights and duties otherwise afforded to the Archbishop of Sydney by law.

³⁴ Historically within the Anglican Church, the visitor is an overseer of an autonomous ecclesiastical or charitable institution who can intervene in the internal affairs of that institution. The rights of a visitor at law include (1) settling internal disputes which cannot be resolved through the organisation’s normal processes, and (2) inspecting, or ‘visiting’, the institution (and conducting such investigations or inquiries as are necessary) to ensure it is pursuing its purposes appropriately and upholding its values and standards. The visitor in the Anglican context is usually the Bishop or Archbishop of a diocese. Significantly, disputes are able to be resolved in this way without recourse to litigation where appropriate provisions are included and retained in the constitution or governing document of the institution.

³⁵ In order for this requirement to be properly applied and for organisations to be able to comply with it, an outline of, and references to, the doctrine of the Diocese is to be made available on the Sydney Anglicans website.

F. Additional suitability requirements³⁶

- (a) Members and chief executive officers who are clergy or church workers (each within the meaning of *Faithfulness in Service*)³⁷ must comply with the applicable standards of personal behaviour and the practice of pastoral ministry set out in *Faithfulness in Service*.³⁸
- (b) Other members elected or appointed by Diocesan Appointors and chief executive officers should observe standards of personal behaviour consistent with –
 - (i) living in obedience to the commands of Christ, and
 - (ii) their obligations as a member.
- (c) Other members should observe standards of personal behaviour which are consistent with their obligations as a member.
- (d) Members and chief executive officers who are church workers (within the meaning of the *Ministry Standards Ordinance 2017 (MSO)*)³⁹ must comply with the requirements of the *Ministry Standards Ordinance*.
- (e) Members and chief executive officers must comply with applicable legislative requirements for working with children and/or vulnerable people.
- (f) A member or chief executive officer must not have been disqualified by the ACNC Commissioner, at any time during the preceding 12 months, from being a responsible entity of a registered entity under the ACNC Act.
- (g) A member or chief executive officer must not be a person who is disqualified from managing a corporation within the meaning of the *Corporations Act 2001* (C'th).

A	B	C	D
	Y		
Y		Y	Y
	Y		

Part 3

Member duties and responsibilities and organisational accountability

G. Governing body member responsibilities⁴⁰

Members –

- (a) must exercise their powers and discharge their duties in pursuit of the organisation’s charitable purposes,
- (b) in the case of members of the governing body of a Level A, C or D organisation, should also exercise their powers and discharge their duties in pursuit of the organisation’s charitable

Level			
A	B	C	D
	Y		
Y		Y	Y

³⁶ These responsibilities apply notwithstanding that, in the case of some organisations, they restate applicable law.

³⁷ Section F is not intended to add to, or detract from, the existing scope and requirements of *FiS*.

³⁸ *FiS* is the diocesan code for personal behaviour and the practice of pastoral ministry by clergy and lay church workers. Members of the clergy and lay persons holding an authority from the Archbishop are expected to comply with *FiS*. The Synod recommends that diocesan organisations adopt *FiS* in respect to volunteers and employees who exercise a pastoral ministry. Not all diocesan organisations will include volunteers or employees who exercise a pastoral ministry. In respect to the definition of “pastoral ministry” in *FiS* as responsibility for the wellbeing of others, the specific examples of the practice of pastoral ministry given in the definition indicate that management responsibilities will not, on their own, constitute pastoral ministry.

³⁹ The definition of a church worker in the *MSO* includes clergy. The definition is different from that in *FiS*.

⁴⁰ These responsibilities are the minimum expectations of the Synod, notwithstanding that they may be less extensive, co-extensive or more extensive than those applicable to the organisation, or the members of its governing board, under applicable law or other governance frameworks.

purposes in a manner which is consistent with the doctrine of the Diocese,⁴¹

- (c) must act in good faith,
- (d) must act honestly and fairly in the best interests of the organisation and to further the charitable purposes of the organisation,
- (e) must exercise the powers and discharge the duties of the organisation with the degree of care and diligence that a reasonable individual would exercise as a member,
- (f) must not use their position as a member for an improper purpose or in a manner which is inconsistent with the organisation's charitable purposes,
- (g) must maintain any confidentiality of information obtained in the performance of their duties as a member, and not use such information for an improper purpose or in a manner which is inconsistent with the organisation's charitable purposes,
- (h) must exercise their powers and discharge their duties so that the financial affairs of the organisation are managed in a responsible manner,
- (i) must exercise their powers and discharge their duties so any actual, potential or perceived conflict between a member's material personal interests (including as a member of the governing body of another organisation), and the member's responsibilities set out in the preceding paragraphs, are disclosed and managed in a proper manner, and
- (j) must comply with any codes of conduct, charter, policy or similar requirement adopted by the governing body of the organisation which are applicable to them.

H. Not-for-profit character

- (a) The funds and other property of the organisation must not be distributed for the private benefit of individuals or any other organisation -
 - (i) during the operation of the organisation, other than in the pursuit or furtherance of the organisation's charitable purposes, or
 - (ii) on its winding-up or dissolution, other than in the pursuit or furtherance of similar charitable purposes.
- (b) The organisation must comply with its not-for-profit character.

I. Responsibility and transparency⁴²

A Level C or D organisation will be presumed to comply with the any requirement in this section I if it complies with an Approved Standard which is substantially the same, or more comprehensive, than the relevant requirement.

- (a) The organisation must at all times act so that its on-going operations, the safety of people in its care and the safety of its

Y	Y	Y	Y
Level			
A	B	C	D
Y	Y	Y	Y
Level			
A	B	C	D
Y	Y	Y	Y

⁴¹ In order for this requirement to be properly applied and for organisations to be able to comply with it, an outline of, and references to, the doctrine of the Diocese is to be made available on the Sydney Anglicans website.

⁴² These responsibilities apply notwithstanding that, in the case of some organisations, they restate applicable law.

J. Indemnity and access

- (a) The organisation should assess whether it is reasonable and in the best interests of the organisation to -
 - (i) to the extent permitted by applicable law, indemnify each member against liabilities (whether actual, contingent or prospective) incurred to another person (other than the organisation) -
 - (A) which relates to the member serving or having served as a member, and
 - (B) which does not arise out of conduct involving lack of good faith by the member, and
 - (ii) enter into an appropriate deed setting out the terms and conditions of such indemnity, and
 - (iii) to the extent permitted by applicable law, obtain and pay the premium on an appropriate directors and officers liability policy which covers each member.
- (b) Each Level A and B organisation ordinarily should, and each Level C and D organisation must –
 - (i) keep a complete set of minutes of, and papers considered during, each meeting in chronological order and in secure custody for at least 12 years after the date of the meeting,
 - (ii) provide copies of those records to a member or former member for the purpose of responding to a claim which relates to the member serving or having served as a member, and
 - (iii) provide each member and former member with reasonable access to inspect the records from their period of service as a member for any other legitimate purpose for at least seven years after the member ceases to be a member.

Level			
A	B	C	D
	Y	Y	Y
Y	Y	Y	Y

K. Reporting to Synod and/or Standing Committee

- (a) The organisation must provide annual and other reports in accordance with applicable law and ordinances applicable to the organisation.
- (b) An organisation which manages church trust property must submit to the Synod for tabling an annual report or such other reports as Synod are required in accordance with applicable ordinances and must take reasonable steps to be able to provide assurance that such reports are accurate, complete and provided on a timely basis.
- (c) Members of the Synod must have reasonable access to the annual reports of the organisation tabled at the Synod and must have an adequate opportunity to ask and have answered questions about the governance of the organisation.
- (d) The organisation must promptly advise the Standing Committee of –
 - (i) any failure to comply with –
 - (A) applicable governance standard or requirement, or any financial or prudential

Level			
A	B	C	D
Y			
		Y	Y

reporting requirement, of any government authority (other than the ACNC) likely to lead to loss of any licence or approval required to conduct current activities, or

- (B) the financial or other covenants under any agreement with a bank or other financial institution for the provision of financial accommodation in excess of \$10,000,000 likely to lead to the early termination of such financial accommodation, and
- (ii) any event or circumstance which may result in the organisation (or any member) being indicted in relation to the alleged commission of an offence under any law punishable on conviction by a penalty that may include imprisonment for a maximum period -
 - (A) if the offence involves fraud or dishonesty - 3 months or more, or
 - (B) in any other case - 12 months or more.

		Y	Y

Personal Statement and Commitment to Organisational Faithfulness⁴⁶

1. I believe –
 - (a) that all the canonical scriptures of the books of the Old and New Testaments are the ultimate rule and standard of faith given by inspiration of God and contain all things necessary to salvation,
 - (b) in the Christian faith as professed by the church of Christ from primitive times, and in particular as set forth in the creeds known as the Nicene Creed and the Apostles' Creed, and
 - (c) that there is only one way to be reconciled to God which is through his Son, Jesus Christ, who died for our sins and was raised for our justification, and that we are justified before God by faith only.
2. I also believe that all the canonical scriptures of the Old and New Testaments are the supreme authority in all matters of faith and conduct and am personally committed to living in obedience to the commands of Christ.
3. I acknowledge that the purposes of [*insert name of organisation*] (the “**Diocesan organisation**”) as set out in [*insert name of the Diocesan organisation's constitution*]* (“**constitution**”) are to be pursued in a manner which is consistent with the doctrine of the Diocese.**
4. As [a member / a member of [*insert name of the governing body*] / the chief executive officer]* of the Diocesan organisation I shall endeavour to –
 - (a) exercise my powers and discharge my duties in accordance with the constitution, applicable law and ordinances applicable to the Diocesan organisation,
 - (b) wherever lawful and practicable, exercise my powers and discharge my duties so that the provisions of Appendix 2 of the Diocesan Governance Policy applicable to [*insert name of the governing body*] are implemented by the Diocesan organisation in an appropriate and demonstrable way, and
 - (c) wherever lawful and practicable, exercise my powers and discharge my duties so that the Diocesan organisation's purposes are pursued in a manner which is consistent with the doctrine of the Diocese.**
5. I agree that my continuance as a [member / a member of [*insert name of the governing body*] / the chief executive officer]* is dependent upon my continuing agreement with this statement. I undertake to resign if this ceases to be the case and also acknowledge that I may be removed from office if this ceases to be the case.

Signature

Full name (in block letters)

Date:

* Delete whichever is not applicable.

** In this statement “doctrine of the Diocese” has the same meaning as “Doctrine” in the Schedule to the *Interpretation Ordinance 1985*. See also footnote 6 to the Policy. In order for the requirements of the Diocesan Governance Policy to be properly applied, and for persons to be able to comply with it, an outline of, and references to, the doctrine of the Diocese is to be made available on the Sydney Anglicans website.

⁴⁶ This document is only required to be signed by members of the governing body, and the chief executive officer, of a Level C or D organisation. All five paragraphs are to be included in the document signed by members of the governing body elected or appointed by a Diocesan Appointor, and the chief executive officer. Only paragraphs 3, 4 and 5 are required to be included in the document signed by members of the governing body elected or appointed by a Non-Diocesan Appointor.

Notes

1. On 27 February 2025, in accordance with footnote 12, the Diocesan Secretary updated the list of Level A Organisations in the column headed “Examples of Organisations” in Appendix 1.
2. On 28 July 2025, the Standing Committee approved miscellaneous amendments.

NAOMIE NGUYEN
Lawyer

BRIONY BOUNDS
Diocesan Secretary

4 August 2025