ANGLICAN CHURCH OF AUSTRALIA
DIOCESE OF ADELAIDE

ST BARNABAS' THEOLOGICAL COLLEGE ORDINANCE 2010

An Ordinance to provide for St Barnabas' Theological College to be established by legislative measure as an authority of the Synod; to provide for the functions, governance and administration of the College; to make a related amendment to the *Diocesan Council and Ministry Units Ordinance 2007*; and for other purposes.

The Synod hereby determines:

Part 1—Preliminary

1—Title

This Ordinance may be cited as the *St Barnabas' Theological College Ordinance 2010*.

2—Interpretation

In this Ordinance, unless the context or subject matter otherwise dictates:

the College means the College continued in existence under Part 2;

the Council means the Council of the College referred to in section 5;

Principal means the Principal of the College appointed under section 10.

Part 2—Constitution of St Barnabas' Theological College

3—Continuation of St Barnabas' Theological College

(1) St Barnabas' Theological College continues as an authority of the Synod constituted under this Ordinance.

(2) The College is constituted by the Council and its staff, fellows, scholars and students.

(3) Subsection (2) does not derogate from the status or powers of the Council as the governing body of the College (see especially section 5).

4—Functions and powers

(1) The College has the following functions:

(a) to foster and provide facilities for study and research in the Christian faith;

(b) to provide, in consultation with the Bishop, courses of study and formation appropriate to equip persons for lay or ordained ministry;

(c) to provide further education and formation for persons in the ministry of the Church to assist them in the development of academic and pastoral skills appropriate to their ministry;

(d) to publish books, journals, papers and other materials relating to the Christian faith;

(e) to cooperate with, and enter into affiliation with, universities and other bodies, as appropriate, in connection with the study of the Christian faith;

(f) to maintain a library to support the work of the College;

(g) to perform other functions assigned to the College by resolution of the Synod, by resolution of Diocesan Council, or by the Bishop after consultation with the Diocesan Council.

(2) The College may, for the purpose of performing its functions, exercise any powers that are necessary or expedient for, or incidental to, the performance of its functions.

(3) Without limiting subsection (2), the College may, in connection with the performance of the functions of the College, on behalf of the Synod—

(a) maintain and use property (including any rights or privileges); and

(b) enter into agreements, arrangements and transactions, including for the provision of services or the performance of any work; and

(c) receive gifts, donations and financial allocations, hold, manage and invest funds and securities, and undertake expenditure; and

(d) charge fees and recover expenses; and

(e) establish admission rules and other requirements associated with the activities of the College and its students.

(4) The College is, in the performance of its functions and the exercise of its powers, subject to the direction of the Synod, and reports to Diocesan Council to the extent required by Diocesan Council.

Part 3—Constitution of Council of College

5—Council of College

(1) The College will be governed by a Council constituted in accordance with this Ordinance.

(2) An act done or a decision made by the Council (including by performing a function or exercising a power of the College under this Ordinance) is an act or decision of the College.

6—Composition of Council

(1) The Council consists of the following members:

(a) the Bishop, who will be the President of the College and the presiding member of the Council;

(b) 3 persons elected by the Synod who must be communicant members of this Church but who do not need to be members of the Synod;

(c) 2 persons appointed by the Diocesan Council who must be communicant members of this Church but who do not need to be members of the Synod or members of the Diocesan Council;

(d) 2 persons who the Bishop may from time to time appoint who do not need to be members of this Church but who must be members in good standing of a Christian Church;

(e) 3 persons who the Council may from time to time appoint who do not need to be members of this Church but who must be members in good standing of a Christian Church;

(f) the Principal *ex officio*.

(2) The members of the Council will be elected and appointed as follows:

(a) election of the members to be elected by the Synod pursuant to section 6(1)(b) will take place at the annual session of the Synod in each election year referred to in section 14 of the Constitution;

(b) members to be appointed by the Diocesan Council pursuant to section 6(1)(c) will be appointed at the first Diocesan Council meeting following the annual session of the Synod in the first year after an election year;

(c) members to be appointed by the Bishop pursuant to section 6(1)(d) will be appointed within one month of the annual session of the Synod in the first year after an election year; and

(d) members to be appointed by the Council pursuant to section 6(1)(e) will be appointed at the first College Council meeting following the annual session of the Synod in the second year after an election year.

(2A) Unless otherwise provided, the persons elected or appointed pursuant to this Ordinance hold office until their successors are appointed.

(3) A person or body making an appointment under subsection (1) (an ***appointing authority***) must seek to ensure that the membership of the Council comprises persons who—

(a) together provide a broad range of backgrounds that are relevant to the activities of the College; and

(b) together have the abilities, knowledge and experience necessary to enable the Council to carry out its functions effectively.

(4) The Bishop may appoint a person to attend a specified meeting of the Council, or any meetings of the Council held within a specified period, as the deputy of the Bishop (and, while so acting, the person may perform the functions and exercise the powers of the presiding member of the Council).

(5) A person elected under subsection (1)(b) may be removed from office by resolution of the Synod.

(6) A person appointed under subsection (1)(c), (d) or (e) may, in any event, be removed from office on any ground considered appropriate by the appointing authority.

(6A) A casual vacancy for a person elected pursuant to subsection (1)(b) may be filled by the Council with the term of appointment expiring at the next annual session of Synod, at which a person will be elected to be a member of the Council for the unexpired portion of the term for which the person he or she replaces was elected.

(6B) A casual vacancy for a person appointed pursuant to subsection (1)(c), (d) or (e) will be filled by the relevant appointing authority and any person so appointed will hold office for the unexpired portion of the term for which the person he or she replaces was appointed.

(7) A member of the Council is eligible for re-election or re-appointment at the expiration of a term of office for a maximum of three consecutive terms of office.

(8) No act or proceeding of the Council is invalid by reason only of a vacancy in the office of a member, or a defect in the appointment of a member.

7—Meetings of Council

(1) If the President, or a deputy of the President, is not present at a meeting of the Council (or is unable to act), the members present at the meeting must decide who is to preside.

(2) The Principal of the College will not have a vote at a meeting of the Council (but may otherwise participate in any proceedings as a full member of the Council).

(3) The person presiding at a meeting of the Council will not have a deliberative vote at the meeting.

(4) Subject to subsections (2) and (3), each member of the Council present at a meeting of the Council will have a vote on a matter arising for determination by the Council and, in the event of an equality of votes, the person presiding will have a casting vote.

(5) A decision carried by a majority of votes cast under subsection (4) is a decision of the Council

(6) Six members of the Council will constitute a quorum at a meeting of the Council (but for the purposes of determining a quorum the Principal of the College will not be counted).

(7) A conference by telephone or other electronic means between members of the Council will, for the purposes of this section, be taken to be a meeting of the Council at which the participating members are present if—

(a) notice of the conference is given to all members of the Council in a manner determined by the Council for the purpose; and

(b) each participating member is capable of communicating with every other participating member during the conference.

(8) A proposed resolution of the Council becomes a valid decision of the Council despite the fact that it is not voted on at a meeting of the Council if—

(a) notice of the proposed resolution is given to all members of the Council in accordance with procedures determined by the Council; and

(b) a majority of the members of the Council (other than the Principal) express concurrence in the proposed resolution by letter, facsimile transmission, e-mail or other written or electronic communication setting out the terms of the resolution (and for the purposes of this subsection the President will not have a deliberative vote but may exercise a casting vote in the event of an equality of votes).

(9) The Council must meet at least 4 times in each calendar year.

(10) The Council must cause accurate minutes to be kept of the business conducted at meetings of the Council, and a copy of the minutes must be provided to Diocesan Council.

(11) Subject to this Ordinance, the procedure for the conduct of business at meetings of the Council will be determined by the Council.

8—Committees

(1) The Council may appoint such committees of the Council as the Council thinks fit.

(2) A committee of the Council may include persons who are not members of the Council.

(3) A committee of the Council has such functions as are specified by the Council.

(4) The President is entitled to attend and to take part in any meeting of a committee of the Council.

9—Delegation

(1) The Council may delegate any of its functions or powers—

(a) to a specified person or body; or

(b) to a person occupying a specified office or position.

(2) A delegation under this section—

(a) may be made subject to such conditions as the Council thinks fit; and

(b) if the instrument of delegation so provides—may be further delegated by the delegate: and

(c) is revocable at will and does not derogate from the power of the Council to act in any matter itself.

Part 4—Principal and staff

10—Principal

(1) The office of Principal of the College is established.

(2) The Principal will be appointed by the Council with the consent of the Bishop.

(3) The Principal will hold office on terms and conditions, and for such period, determined by the Council after consultation with the Bishop.

(4) The Council may, with the consent of the Bishop, appoint a person to act in the position of the Principal during the absence of the Principal or during any period when the Principal is unable to act in his or her office or the office of Principal is temporarily vacant.

(5) The Principal must be a communicant member of the Anglican Church.

11—Functions of Principal

(1) The Principal will be—

(a) the academic and professional leader of the College; and

(b) a pastor to the students and staff of the College; and

(c) the person with the oversight of worship within the College's community.

(2) The Principal will also be responsible to the Council for—

(a) managing the staff and resources of the College; and

(b) giving effect to the policy and decisions of the Council; and

(c) undertaking other roles associated with activities of the College specified or approved by the Council.

(3) The Council may give directions to the Principal with respect to any matter relating to the affairs of the College and the Principal must comply with any such direction.

12—Staff

(1) The staff of the College will be appointed by the Principal within a staffing structure determined by the Council after taking into account the advice of the Principal.

(2) Subject to subsection (3), a member of the staff of the College will hold office on terms and conditions determined by the Principal.

(3) However, an appointment under subsection (2)—

(a) is subject to any obligation that binds the College or any agreement to which the College is a party; and

(b) must not be contrary to any policy of the Synod or any decision or direction of the Council.

Part 5—Miscellaneous

13—Academic boards

(1) The Council may, after taking into account the advice of the Principal, appoint one or more academic boards with functions determined by the Council.

(2) The Principal is entitled to attend and to take part in any meeting of a committee of an academic board.

14—Financial matters

(1) The Council must ensure proper accounting records are kept in relation to the financial affairs of the College, and must have annual financial statements prepared in respect of each financial year.

(2) The financial statements and accounts of the College will be subject to an annual audit as part of the accounts of the Synod, by an auditor approved by the Diocesan Council.

15—Rules

(1) The Council may make rules for the conduct of the affairs of the College.

(2) A rule may not be made unless—

(a) notice of intention to make the rule has been given in the notice convening the meeting of the Council at which the rule is proposed to be made; and

(b) the resolution for making the rule is carried by a majority of at least two-thirds of those present and voting on the resolution; and

(b) the Bishop has consented to the rule.

16—Transitional provision

Notwithstanding section 6(7), in order to facilitate a smooth transition, and taking into account the terms already served, the members of the Council at the time the *St Barnabas' Theological College Ordinance Amendment Ordinance 2021* comes into operation are eligible for election or appointment for a maximum of four consecutive terms of office.

Legislative History
Amended 16th October 2021: sections 6, 16 and 17: effective 1st November 2021
Amended 28th October 2023: sections 4, 7 and 14: effective 28th October 2023

Revisions made pursuant to *Ordinances Publication Ordinance 2004*
Section 17 deleted – pursuant to s4(2)(c) *Ordinances Publication Ordinance* - prior to publication of amendments made to principal Ordinance on 28th October 2023.