

ST MARK'S COLLEGE CANON 2002

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(Assented to and passed the 13th day of July 2002)
Amended 2003

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The Corporation of the Diocesan Synod of North Queensland prescribes as follows:

1. **The College.**

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1.1 St Mark's College ("the College") was established in February 1968 by The Corporation of the Diocesan Synod of North Queensland.

2. **Objects.**

2.1 The College was founded and continues to operate as an Anglican University Residential College in Townsville where undergraduates and graduates of the James Cook University may reside and receive regular tuition and proper supervision in all branches of University work. The College welcomes students without regard for race, national origin, religion, or gender.

3. **Aims.**

3.1 The aims of the College are to assist in the promotion of sound learning making fuller provision for care, guidance, discipline and instruction and the formation of character based on the Christian philosophy of life.

This Canon acknowledges the seminal role of the Brotherhood of St. Barnabas in establishing the College, providing its first Warden and exercising the control and management of the College until 1993. Although the Brotherhood no longer exercises that role its part in the life of the College is remembered with gratitude.

4. **Non-distribution of Profits.**

4.1 The assets and income of St Mark's College shall be applied solely in furtherance of the above mentioned objects and aims and no portion shall be distributed directly or indirectly to any person or organisation except as bona fide compensation for services rendered or expenses incurred on behalf of the College.

5. **The Council.**

5.1 There shall be established St Mark's College Council ("the Council") with the responsibilities and powers set out herein.

5.2 The Council shall consist of 10 members who are individual holders of a "Suitable Notice" issued under the Child Protection legislation, and who shall be:

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The Bishop (or representative) who shall be the Chair.

The Principal.

Two members appointed by Diocesan Council.

One member appointed by the Council of James Cook University.

One graduate of the College appointed by the Principal of the College.

Two members appointed by the Council, having due regard for gender balance.

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Two members elected by and from the residents of the College in October of each year.

- 5.3 The Administrator/Bursar of the College and the General Manager of the Diocese shall attend Council meetings and may participate in but not vote upon Council decisions. The Treasurer of the Diocese may attend from time to time on invitation of the Council and may participate but not vote.

6. **Substitute Member.**

- 6.1 If any member of the Council is likely to be absent from meetings of the Council for a period of up to three months the body that made the appointment may appoint a person to act as a member of the Council during the absence of that member.

7. **Vacancy.**

- 7.1 When a vacancy occurs in the office of a member of the Council the body that made the appointment shall appoint a person to fill the remaining term of the vacant position.

8. **Deputy Chair.**

- 8.1 The Bishop will appoint a Deputy Chair from among the members of the Council to act during the absence of the Bishop. This appointment will be made at the first meeting of the Council each calendar year.

9. **Term of Office.**

- 9.1 Appointments shall be made on or before 1 January and take effect from that date (subject to clause 9.3) for a two year term. All members may be reappointed.
- 9.2 The student members shall be elected by the residents of the College in October of each year and shall serve for two calendar years following as long as they remain in residence.
- 9.3 At the first meeting of the Council following passage of this Canon the existing Council members and new members appointed to new positions shall organise in this manner. The two members appointed by Diocesan Council, the two members elected by the residents of the College, and the two members appointed by the Council shall by lot determine which shall have a one year term beginning 1 January of the next year and which shall have a two year term. Likewise the member appointed by the University Council and the member appointed by the Principal shall determine which shall serve one year and which two. Thereafter all members shall serve two year terms.

10. **Validation of Council Proceedings.**

- 10.1 The Council may act notwithstanding any vacancy in their number and all proceedings at any meeting of the Council shall be valid and effectual notwithstanding that it may be afterwards discovered that there was some defect in the appointment of any member.

11. **Cessation of Office.**

- 11.1 The office of any member of the Council shall become vacant and that member shall cease to hold office if such member:

1. Becomes bankrupt or compounds with his/her creditors.
2. Dies or become mentally ill.
3. Resigns office by giving notice in writing to the Chair to that effect.
4. Is guilty of an indictable offence.
5. Is removed from office by a resolution of the body that made his/her appointment.
6. Is absent without prior leave granted by the Council from two consecutive meetings of the Council of which due notice has been given.
7. Fails to obtain a "Suitable Notice" as in clause 5.2

12. Meetings of the Council.

- 12.1 The Council shall meet at least two times in each semester of the Academic Year.
- 12.2 Subject to this section the Council may meet for the conduct of business, adjourn and otherwise regulate its meetings, as it may think fit.
- 12.3 The Chair or in his/her absence the Deputy Chair shall preside at all meetings of the Council.
- 12.4 A quorum shall consist of five members.
- 12.5 The Chair shall upon the written request of three members of the Council stating the nature of the business to be discussed at a meeting of the Council summon a meeting of the Council. Such meeting shall take place within fourteen days of such written request being made to the Chair.
- 12.6 The Chair may summon a meeting of the Council and will send notice of meeting by post or facsimile or Email to each member of the Council at least three clear days before such meeting unless the majority of the members present at such meeting shall by resolution agree to accept retrospectively shorter notice of such meeting.
- 12.7 If at any meeting of the Council both the Chair and the Deputy Chair be absent or if a quorum be not present then such meeting shall stand adjourned to the same place and at the same time twenty-one days later. If at that adjourned meeting both the Chair and the Deputy Chair are absent or if a quorum not be present then the meeting shall lapse and the agenda for such meeting shall be incorporated in the agenda of the next properly constituted meeting of the Council and shall be considered and dealt with at that meeting.

13. Voting by the Council.

- 13.1 Subject to clause 12.4 hereof, all questions shall be decided by the vote of the majority of the members of the Council present and voting thereon at a meeting of the Council.
- 13.2 In the event of a tied vote the Chair of the meeting shall have a casting in addition to a deliberative vote.
- 13.3 A resolution signed by at least five members of the Council for the time being in Australia and consisting of one or more pieces of paper shall be as valid and effectual for all purposes as a resolution of the Council at a meeting duly convened, held and constituted.

14. Council Officers.

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- 14.1 The Chair after consultation with the Council shall appoint from amongst members of Council a Treasurer who shall perform such duties as the Council shall from time to time direct. The Treasurer shall be a person with the relevant financial experience.
- 14.2 The Chair after consultation with the Council shall appoint a Secretary who may not be a member of the Council who shall perform such duties as the Council shall from time to time direct.
- 14.3 The Chair after consultation with the Council shall appoint from amongst members of the Council, Chairpersons of Committees who shall perform such duties as the Council shall from time to time direct.

15. **Minutes.**

- 15.1 Minutes of all resolutions and proceedings shall be taken by the secretary and shall be retained in the College Office. All members shall receive a copy of the minutes.

16. **Notice of Meeting.**

- 16.1 Subject to the provisions of clause 12.6 notice of every meeting of the Council accompanied by a written agenda for the meeting and general particulars in writing of all business to be considered at such meeting shall be sent by post or facsimile or Email to each member of the Council at least three clear days before such meeting unless the majority of the members present at such meeting shall by resolution agree to accept retrospectively shorter notice of such meeting.
- 16.2 The proceedings of any meeting of the Council shall not be invalidated by any irregularity in respect of such notice or by reason of any business being considered which is not comprised in such agenda or general particulars.

17. **Responsibilities and Powers.**

- 17.1 The responsibilities and powers of the Council are to:
1. control and manage the affairs of the College;
 2. implement Diocesan and University policy in respect to the College;
 3. report to the Synod of the Diocese annually;
 4. pay the cost of all improvements, additions or alterations to the College and for all furniture, equipment and instruments required by it;
 5. control all moneys received for the purpose of the College and all expenditure necessary for the proper operation and maintenance of the College;
 6. open banking accounts for the College and to authorise operations thereon provided that no account shall be operated upon by less than two persons and shall not be overdrawn without the approval of the Diocesan Executive;
 7. invest the funds of the College;
 8. fix all fees and charges;

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9. sue and be sued in the name of the College in respect to all suits, claims and demands which the College may have against others or which others may have against the College as the case may be;
 10. appoint one or more persons to audit the accounts of the College in accordance with the requirements of the Corporation of the Synod of the Diocese of North Queensland;
 11. develop the following having due regard to policy established by the Diocesan Council and in consultation with the Principal;
 - (1) the accommodation policy for the College;
 - (2) the strategic plan for the College;
 12. forward to the Diocesan Council the annual financial statements of the College;
 13. carry out such additional and further duties, functions or responsibilities as may be directed by the Diocesan Council;
 14. seek the prior approval of the Diocesan Council for any proposal to:
 - (1) incur any overdraft or loan; and,
 - (2) purchase, sell, mortgage, lease or otherwise deal with real property not on the campus of James Cook University;

to seek the prior approval of the Diocesan Council and the University Council for any proposal to:

 - (3) alter existing facilities or construct new buildings on the campus of James Cook University;
 - (4) purchase, sell, mortgage, lease or otherwise deal with real property on the campus of James Cook University.

Each such proposal approved by the Diocesan Council (and University Council) shall not proceed until the approval of the Diocesan Executive is obtained in relation to its financial viability and funding.
 15. to consult with and to seek direction and advice from time to time from the Diocesan Executive in relation to any matter on which the Council considers it needs advice and/or direction;
 16. to act in accordance with any direction and/or advice as may be given from time to time by the Diocesan Council in relation to any matter considered to be relevant to the provision of clause 2 of the Canon.
- 17.2 Notwithstanding the responsibilities and powers of the Council the Diocesan Council shall at all times have the power to direct the Council in the performance of its responsibilities and powers and suspend, rescind or vary any resolution or decision of the Council.

(Clauses 17.3 and 17.4 added in Synod, 12 July 2003)

17.3 The Council shall establish a Gift Fund for the purpose of complying with the requirements of the Income Tax legislation that enables St Marks College to be endorsed as a Deductible Gift Recipient which will allow donors to the College to receive an income tax deduction for donations made to the College.

17.4 The Gift Fund must -

- (a) Be administered in such a way as to comply with all requirements from to time of the Income Tax legislation;
- (b) be established by a separate bank account operated solely for the purpose of the Gift Fund and have all appropriate records kept ;
- (c) be maintained for the principal purposes of the College and operate so that all gifts of money and other property of any kind for the principal purposes of the College and all money arising from a gift to the College shall be credited to the Gift Fund and recorded in the accounts ;
- (d) not receive any gifts of money or property to its account other than provided in this Clause ;
- (e) only be used for the principal purposes of the College ; and
- (f) be dealt with in accordance with Clause 27 of this Canon in the event of the winding up of the College.

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18. Committees.

18.1 The Council shall establish four committees from its members;

- 1. The Finance and Budget Committee
- 2. The Building and Grounds Committee
- 3. The Market and Promotion Committee
- 4. The Investment Committee

which will operate according to the terms of reference as determined by the Council from time to time.

18.2 The Council may from time to time appoint further committees, as it considers necessary and/or expedient from its members.

18.3 Each committee shall be chaired by a member of Council (Clause 14.3) and consist of at least one other member of Council. In the case of the Finance and Budget Committee the Treasurer shall be chair. Committees have the power to co-opt additional persons as required from time to time.

18.4 All committees shall report periodically on their proceedings to the Council and shall conduct their business in accordance with the directions of Council. The Council may at any time revoke any such appointments.

18.5 The Chair of the Council shall be an ex-officio member of all committees.

18.6 The Principal shall be a member of any committee formed.

19. Indemnity.

19.1 The Diocese shall indemnify members of the Council for any claim of loss, damage or civil liability arising out of or in respect of the exercise by them of their powers and responsibilities.

This indemnity shall not apply to:

- (1) any claim caused by fraud or dishonesty;
- (2) any claim caused by willful disregard of this Canon or any lawful direction of the Diocesan Council.

20. The Principal.

- 20.1 The Principal shall be a committed and practising communicant member of the Anglican Church of Australia or a Church in communion with it and shall be a graduate of a university recognised by the James Cook University and shall hold a "Suitable Notice."
- 20.2 The Principal shall be appointed by the Bishop in consultation with the Council and with a committee composed of the President, Vice President, Secretary and Treasurer of the St. Mark's Student Association.
- 20.3 The Bishop, in consultation with the Council, shall have the power to terminate the services of the Principal.
- 20.4 The Principal shall be responsible to the Council for the efficient administration of the affairs of the College, the accommodation and removal of residents and shall have control over all staff of the College and take all necessary steps to maintain discipline among those resident in the College and the staff of the College. Any resident removed by the Principal may appeal that removal to the Council.
- 20.5 All staff of the College shall be chosen and appointed by the Principal and in him/her shall be vested the power of their dismissal. All staff members shall be holders of a "Suitable Notice."

All appointments together with the appointee's qualifications and all dismissal of staff together with the reasons for same shall be reported by the Principal to the Council. Staff who are dismissed shall have the right of appeal to the Council. Pending the hearing of the Appeal the staff member concerned shall be under suspension continuing to draw salary.

- 20.6 The Principal shall provide a written report on the state of the College to each meeting of Council.
- 20.7 There shall be a contract executed by the Bishop with the Principal stating Terms of Employment and Terms of Review.

21. Vacancy in the Office of Principal.

- 21.1 Whenever there shall be a vacancy in the office of Principal due to resignation, termination or incapacity to carry out his/her duties the Bishop may appoint, after consultation with the Council, a person (holding a "Suitable Notice") to perform the duties of Warden at the pleasure of the Bishop until such time as a new appointment is made in accordance with this Canon.
- 21.2 Whenever the Principal shall be absent from the College on leave or absent from the College for any extended period, the Bishop may appoint in consultation with the Council and Principal a person (holding a "Suitable Notice") to perform the duties of Principal at the pleasure of the Bishop until the resumption of normal duties by the Principal.
- 21.3 The person appointed in clauses 21.1 and 21.2 above will be a committed and practising communicant member of the Anglican Church of Australia.

22. Administrator/Bursar.

- 22.1 An Administrator/Bursar may be appointed by the Principal after consultation with the Council and shall be appointed in accordance with regulations laid down from time to time by the Diocesan Council.

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22.2 The Principal, after consultation with the Council, shall have the power to terminate the services of the Administrator/Bursar.

22.3 The Administrator/Bursar shall be responsible to the Principal for the performance of his/her duties and shall provide such reports as requested to the Council.

23. **Chaplain.**

23.1 In the event that the Principal is not a priest a Chaplain shall be appointed to the College by the Bishop and licensed by him. Such appointment shall be made in consultation with the Principal. Such person will be a holder of a "Suitable Notice."

23.2 The Chaplain shall be responsible to the Bishop for the worship at the College and the spiritual care of the members of the College. In all other matters he/she shall be responsible to the Principal.

23.3 The Bishop shall have the power after consultation with the Principal to suspend or remove the Chaplain from his/her office by the withdrawal of his/her authority as Chaplain.

23.4 Nothing in the Canon shall be taken to limit, diminish or remove any of the prerogatives of the Bishop inherent in the office of Bishop of the Diocese or conferred by the Constitution and Canons of the Diocese.

24. **Membership of the College.**

24.1 The Principal may accept as resident Members of the College:

1. Any undergraduate student accepted by the James Cook University engaged in full time study.
2. Any graduate engaged in studies at the James Cook University.
3. Any member of the teaching or research staff of the James Cook University.

24.2 The Principal may accept as non-resident Members:

1. Any member of the teaching or research staff of the James Cook University.
2. Any graduate student enrolled at the James Cook University.

25. **Property.**

25.1 The Corporation of the Diocesan Synod of North Queensland is trustee to all real or personal property for and on behalf of the College.

26. **Dissolution.**

26.1 ~~In the event of the College being wound up, or its endorsement as a deductible gift recipient is revoked, any surplus assets of the College remaining after the payment of the College's liabilities or of the Gift Fund maintained by the College (as the case may be) shall not be paid to any person or organisation except to an organisation within the Anglican Diocese of North Queensland with similar purposes which is endorsed as a deductible gift recipient under the Income Tax Assessment 1997: and which is not~~

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carried on for the purposes of profit or gain to its individual members. If such an organisation does not exist within the Diocese then any surplus shall be paid to other organisations, as determined by the Diocese, within the state of Queensland with similar purposes, which are endorsed as a deductible gift recipient under the Income Tax Assessment 1997, and which are not carried on for purposes of profit or gain to their individual members.

Insertion 2003

26.2 The remaining property shall not be given or transferred under this Rule without the directions of a Court given pursuant to the Trusts Act 1973 and in accordance with those directions.

(Clause 27 added in Synod, 12 July 2003. Clauses 28 and 29 renumbered, 12 July 2003)

Insertion 2003

27. Amendment

~~27.1~~ This Canon may be amended by the Synod of the Diocese of North Queensland in accordance with the Constitution of the Diocese of North Queensland.

~~27.2~~ Synod shall not amend this Canon without the Council of the James Cook University (the organizing body of James Cook University as defined in the James Cook University Act 1997) having first approved the amendment in writing.

~~27.3~~ The Diocesan Council shall cause a copy of the St Marks College Canon and of any amendment of the Canon (including this Canon) once passed by Synod, to be filed with the Council of James Cook University.

28. Commencement and Repeal.

~~28.1~~ This Canon shall commence upon the first day of August 2002.

~~28.2~~ The St Mark's College Canon of 1968-2000 is repealed from the first day of August 2002.

29. Short Title.

~~29.1~~ St Mark's College Canon of 2002.

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