

ST. ANDREW'S GARDEN SETTLEMENT

(Assented to and passed 6 May 1984, Amended 1997)

Preamble

WHEREAS the Diocese of North Queensland has established a Home for Aged and Invalid Persons at Cloncurry to be known as "St. Andrew's Garden Settlement" for the purpose of caring in a Christian manner for people who are aged or invalid.

BE it therefore declared and established by the Bishop, Clergy and Laity in Synod assembled, as follows:

1. **The Council.** That the St. Andrew's Garden Settlement Council (hereinafter called "the Council") be hereby created for the following purposes:

- Amended 1997
- (a) To establish and operate St. Andrew's Garden Settlement at Cloncurry (hereinafter referred to as "The Garden Settlement") upon lands owned by The Corporation of the Diocesan Synod of North Queensland.
 - (b) To treat, care and provide housing for aged or invalid persons over fifty-five years of age.
 - (c) To maintain and to manage the Garden Settlement.
 - (d) Subject to the prior approval of the Diocesan Council to make improvements alterations or additions to the Garden Settlement.
 - (e) To provide, endow, furnish and equip the Garden Settlement with all necessary furniture, instruments, appliances and other equipment.
 - (f) To do all such other lawful things as are incidental or conducive to the attainment of any of the above purposes.

2. **Members of the Council.** The Council shall consist of:

The Bishop (or his representative)
 The Chairman who shall be appointed by the Bishop
 Eight members appointed by Bishop-in-Council. Such additional members not exceeding four in number as the Council itself may from time to time appoint.

3. **Appointment of Deputy Chairman of the Council.** The Bishop after consultation with the Chairman may appoint a Deputy Chairman from among members of Council to act during the absence of the Chairman.

4. **Appointment of person to act for a period as a Member of the Council in the place of an appointed Member.** When any member appointed by Council is unable to fulfil the appointment for a period then the body which appointed the member may appoint a person to act in the place and stead of the member until such time as the member is able to fulfil the appointment.

5. **Terms of Office of Members of Council.** Appointments shall be made for the period of two years from the First day of July in each alternate year and shall take effect from that date.

In the case of any appointment (other than an appointment made under Section 4) being made to fill any vacant office in the course of any two year period the appointee so appointed shall hold office for the balance of the term of the vacant office to which he was appointed. Any eligible appointee may be re-appointed for a further term of office.

6. **Validation of Council Proceedings.** 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.

Amended 1997

7. **Cessation of Office.** The office of each member of Council shall become vacant and each member shall cease to hold office if such member:

- (a) Becomes bankrupt or compounds with his creditors.
- (b) Dies or becomes mentally ill.
- (c) Resigns office by giving notice in writing to the Council to that effect.
- (d) Is convicted of an indictable offence.
- (e) Being the Chairman is dismissed from office by the Bishop.
- (f) Being a member appointed to the Council by Bishop-in-Council is removed from office by a resolution of the Bishop-in-Council.
- (g) Being a member appointed by the Council is removed from office by a resolution of the Council.

8. Meetings of the Council

- (a) The Council shall meet at least six times each year.
- (b) Subject to this section the Council may meet for the dispatch of business, adjourn and otherwise regulate its meetings as it may think fit.
- (c) The Chairman or in his absence the Deputy Chairman shall preside at all meetings of the Council.
- (d) Five members of the Council one of whom shall be the Chairman of the meeting shall be a quorum.
- (e) The Secretary 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 Secretary.
- (f) The Chairman may summons a meeting of the Council provided that in so doing he shall state the nature of the business to be discussed thereat.
- (g) If at any meeting of the Council both the Chairman and the Deputy Chairman 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 Chairman and Deputy Chairman 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.

9. Voting by Council.

- (a) Subject to sub-clause (c) 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.
- (b) In the event of a tied vote the Chairman of the meeting shall have a casting in addition to a deliberative vote.
- (c) A resolution signed by all the members of the Council for the time being in Queensland 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.
- (d) Should a quorum not be present at any meeting of the Council then provided all reasonable means are taken to contact all members of Council not present any urgent matter or question on the Council Agenda for the meeting at which a quorum is not present may be considered and dealt with by those members of the Council present who do not constitute a quorum and those members of the Council not present who have been so contacted if they together constitute a quorum and are able to speak to and hear one another by means of any telecommunication device for the purpose of discussing such matter or question and of voting thereon. Any resolution passed at any such meeting shall be a valid resolution of the Council.

10. **Council Officers.** The Council may appoint from amongst members of Council a Secretary and a Treasurer who shall perform such duties as the Council shall from time to time direct.

11. **Minutes.** Minutes of all resolutions and proceedings shall be taken by the Secretary or some other person appointed for that purpose and shall be entered in a minute book for that purpose.

12. **Notice of Meetings.** 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 to each member of the Council at least three days before such meeting unless the majority of the members present at such meeting shall by resolution agree

to accept shorter notice of such meeting. 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.

13. **Powers and Duties of Council.** The powers and duties of the Council at all times shall be:
- (a) To pay the cost of the establishment of the Garden Settlement and of all subsequent improvements additions and alterations thereto and for all furniture, instruments, appliances and equipment required by it.
 - (b) To control all moneys received for the purpose of the Garden Settlement and all expenditure necessary for the proper running and maintenance of the Garden Settlement.
 - (c) To open banking accounts for the Garden Settlement 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 Council.
 - (d) To invest the funds of the Garden Settlement in or upon any investment approved by Diocesan Council.
 - (e) To pay out all debts incurred by the Diocese in the establishment of the Garden Settlement or any debts subsequently incurred by the Diocese on behalf of the Garden Settlement.
 - (f) To lay down the period for which and the terms and conditions upon which aged and invalid persons shall be admitted to the Garden Settlement and to remove any aged or invalid person without having to give any reason for so doing.
 - (g) To fix Garden Settlement fees and charges.
 - (h) To sue and be sued in the name of the Corporation in respect of all suits, claims and demands which the Garden Settlement may have against others or which others may have against the Garden Settlement as the case may be.
 - (i) To appoint any staff required including the Warden and to decide the salaries to be paid.
 - (j) To appoint one or more persons to audit the accounts of the Garden Settlement.
 - (k) To forward to Diocesan Council the Annual Financial Statement of the Garden Settlement.
 - (l) To report to Synod of the Diocese annually.
 - (m) To do all such other matters, acts and things and to exercise such other powers and carry out such other duties as the Council may in its absolute discretion consider necessary for proper operation and good government of the Garden Settlement.
14. **Sub-Committees.** The Council may from time to time appoint such sub-committees from its members as the Council deems necessary or expedient and may delegate, depute or refer to them such of the powers and duties of the Council as the Council may determine (including powers and duties delegated by the Diocesan Council to the Council). Such subcommittees shall periodically report their proceedings to the Council and shall conduct their business in accordance with the directions of the Council. The Council may at any time revoke any such appointment or delegation.
15. **Not Responsible for Loss.** No member of the Council shall be responsible:
- (a) for any loss or damage occasioned by the exercise of any direction or power hereby conferred or by law conferred on persons occupying like positions or by failure to exercise any direction or power or the delegation of any such direction or power being delegated as herein authorised or permitted; or
 - (b) for any breach of duty or trust whatsoever unless it shall be proved to have been committed made or omitted with prior knowledge, bad faith or gross neglect by the member charged to be so liable.
16. **The Warden**
- (a) The Warden shall be a member of a Church as approved by the Bishop.
 - (b) The Council shall have the power to terminate the services of the Warden.
 - (c) The Warden shall be responsible to the Council for the maintenance of good order and discipline in the Garden Settlement and for the oversight of all buildings and grounds.
 - (d) The Warden shall at all times have the right of access to all areas of the Garden Settlement.

17. Chaplain

- (a) A Chaplain may be appointed to the Garden Settlement by the Bishop and licensed by him. Such appointment shall be made in consultation with the Council.
- (b) The Chaplain shall be responsible to the Bishop for the spiritual care of persons in the Garden Settlement.
- (c) The Bishop shall have the power after consultation with the Council to suspend or remove the Chaplain from his office by the withdrawal of his licence as Chaplain.

18. Property. The Corporation of the Diocesan Synod of North Queensland shall hold all, real and personal property for and on behalf of the Garden Settlement.

19. Amendment of Canon. The amendment of this Canon may be made by the Synod of the Diocese of North Queensland in accordance with the Constitution of the Diocese of North Queensland.

20. Short Title. The Short Title of this Canon shall be “St. Andrew’s Garden Settlement Canon 1984-1997.”