

No 2 of 2016

Serial No 231

Reprinted with amendments as at 1 December 2021

Cathedral Act 2016

AN ACT

relating to the use and governance of the Cathedral,
and for other purposes

BE IT ENACTED by the Archbishop, the Clergy and the Laity of the Anglican Church of Australia within the Diocese of Melbourne in Victoria duly met in Synod according to law as follows:

PREAMBLE

- A. St Paul's Cathedral, Melbourne is the seat of the Anglican Archbishop of Melbourne and the home church for Anglicans in the Diocese of Melbourne and the Province of Victoria. It is an historic, iconic place in the City of Melbourne in the State of Victoria;
- B. Synod acknowledges the traditional owners of the land on which the Cathedral is built, the Wurundjeri people of the Kulin Nation, and pays its respects to their elders both past and present;
- C. In 1847 the church of St James, Melbourne, was designated as the Cathedral with the appointment of Charles Perry as the first Bishop of the Diocese. The first Dean of Melbourne, Hussey Burgh Macartney was appointed in 1851;

Paragraph D subs 4/2021

- D. In 1869 a Cathedral Chapter was established by Act of the Church Assembly of the Diocese of Melbourne. At a special session in November 1877, the Church Assembly chose the church of St Paul, Melbourne, on the corner of Flinders and

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Swanston Streets as the site for the Cathedral and Cathedral precinct. In 1878 the Church Assembly adopted a new Cathedral Act and chose the church of St Paul, Melbourne, on the corner of Flinders and Swanston Streets as the site for the Cathedral and Cathedral precinct.

Paragraph E am 4/2021

- E. By an instrument of allowance dated 4 March 1879 and published in the Government Gazette of Victoria on 7 March 1879, the Administrator of the Government of the Colony of Victoria allowed the statement of trusts submitted by the Bishop of Melbourne, under the provisions of the *Act to provide for the Abolition of State Aid to Religion* with respect to the land in the City of Melbourne described in the instrument and held in connection with the Cathedral;
- F. In 1891 the Cathedral Church of St Paul, Melbourne, was consecrated and opened for worship.

Paragraph G ins 4/2021

- G. By Order in Council dated 30 October 2018 and published in the Victoria Government Gazette on 1 November 2018, the Governor in Council approved an amendment or variation to the original instrument of allowance in the Third Schedule and the instrument of allowance as so amended is set out in the Fourth Schedule.

Part 1 –Preliminary

1 Short title

This Act may be cited as the **Cathedral Act 2016**.

2 Commencement

This Act comes into operation on the date of assent by the Archbishop.

s 3 am 2/2021, 4/2021

3 Interpretation

(1) In this Act, unless the context otherwise requires—

Cathedral means—

St Paul’s Cathedral, Melbourne;

Cathedral community means—

- (a) the Archbishop;
- (b) the Dean;
- (c) the Precentor;
- (d) members of Chapter;
- (e) other clergy and lay persons holding a role office or position in the Cathedral;
- (f) the electoral roll members; and
- (g) other members of the Cathedral congregation.

Cathedral electoral committee means—

the committee established under section 10;

Cathedral electoral roll means—

the roll established under section 8;

Chapter secretary means—

the office holder appointed under section 58;

Dean means—

the Dean appointed under Part 9 and includes an acting Dean appointed under Part 9;

Diocese means—

the Anglican Diocese of Melbourne;

disqualified person —

has the meaning in section 63;

electoral roll member means—

a person for the time being and from time to time on the Cathedral electoral roll;

Registrar means—

the Registrar of the Diocese;

Trust Corporation means—

the Melbourne Anglican Trust Corporation.

4 Purposes of the Act

The purposes of this Act are to provide for the mission, use and governance of St Paul’s Cathedral, Melbourne and the Cathedral community.

Part 2 – Mission

5 Mission of the Cathedral community

The mission of the Cathedral community is—

- (a) to use preserve and enhance the Cathedral for the worship of God the holy Trinity;
- (b) to proclaim Jesus Christ, by making the word of God fully known through worship and celebration, preaching and teaching, service and outreach, working with people from many cultures and pursuing reconciliation;
- (c) to gather the people of the Diocese around the Archbishop of Melbourne, celebrating our sense of belonging and our shared ministry in Christ;
- (d) to seek to transform the City of Melbourne and the wider Diocese into communities where people can come to experience, know and love God in Christ Jesus;
- (e) to welcome worshippers, those seeking faith and meaning and other visitors, to meet with Christ and be equipped to follow him;
- (f) to welcome parishes and communities throughout the Diocese and the Province to their home church;
- (g) to join with other churches in worship and joint witness of Christ's presence in our city and state;
- (h) to make the Cathedral an iconic place of prayer, public celebration and commemoration in Melbourne; and
- (i) to use the Cathedral, its precinct and all other property held in connection with the Cathedral for the furtherance of the above objects.

Part 3 – Use of the Cathedral

6 Use of the Cathedral¹

- (1) Subject to the provisions of this Act, the Cathedral must be used for the performance of divine service, the administration of the sacraments and other rites and ceremonies of the Anglican Church of Australia.
- (2) The Cathedral may be used for the performance of the rites and ceremonies of other Christian denominations subject to the approval of the Archbishop and the Dean.
- (3) Subject to any directions of the Chapter, the Cathedral may be used for such other purposes whether ecumenical, secular or otherwise as the Dean may approve.

7 The Archbishop

- (1) The Archbishop may as he or she sees fit use the Cathedral for any purpose in fulfilment of his or her office and may for that purpose officiate or preach.
- (2) No person shall preach in the Cathedral unless he or she holds a licence or permission to officiate or other specific authority of the Archbishop.

¹ Compare *Cathedral Ordinance 2013* (Adelaide), s4

Part 4 – The congregation

8 Cathedral Electoral Roll

There must be a Cathedral electoral roll of lay persons constituted as provided in this Act and representing the Cathedral congregation.

9 Persons entitled to be on the roll

- (1) A person is entitled to be on the Cathedral electoral roll if he or she—
 - (a) is a lay person of at least 18 years of age;
 - (b) is a baptised person;
 - (c) is a member of the Anglican Church of Australia or of a church in communion with the Anglican Church of Australia and not a member of any other church;
 - (d) regularly and habitually attends worship at the Cathedral;
 - (e) is not on the electoral roll of any parish or Authorised Anglican Congregation in the Diocese other than a roll from which they wish their name to be removed; and
 - (f) has signed an application in a prescribed form seeking to be included on the roll and declaring that he or she meets the above eligibility requirements.²
- (2) Without limiting other grounds on which a person may be taken to have regularly and habitually attended public worship at the Cathedral, for the purposes of this section a person who has attended public worship at the Cathedral 12 times in the preceding 12 months and 3

² Compare *Parish Governance Act 2013*, s 9(3).

times in the preceding 3 months is considered to have regularly and habitually attended public worship at the Cathedral.³

10 The Cathedral electoral committee

- (1) There must be a Cathedral electoral committee consisting of the Dean, the Chapter secretary and a canon appointed by the Chapter at its first meeting after the annual meeting.
- (2) The function of the Cathedral electoral committee is to administer the Cathedral electoral roll in accordance with this Act.

11 Revising the Cathedral electoral roll⁴

- (1) Subject to this section, from time to time each year, the Cathedral electoral committee must revise and if necessary amend the Cathedral electoral roll to add the names of people eligible to be on it and to remove the names of people who have become ineligible.
- (2) The Cathedral electoral committee must complete the revision by a date between 15 and 28 days before the annual general meeting of persons on the Cathedral electoral roll.
- (3) The Cathedral electoral roll may not be amended in the period of 14 days preceding the annual general meeting.
- (4) At least 14 days before the revision referred to in subsection (1), the Cathedral electoral committee must give notice as widely as possible within the Cathedral congregation of the proposed revision.

³ *cf Parish Governance Act 2013*, s 9(4).

⁴ *Cf Parish Governance Act 2013*, s11.

- (5) The name of a person must not be removed only on the grounds that they have not regularly and habitually attended public worship at the Cathedral during the previous 3 months if they have failed to attend for some temporary or unavoidable reason.

12 Display and inspection of the Cathedral electoral roll

- (1) Subject to this section, the Cathedral electoral committee must ensure that the Cathedral electoral roll revised and amended in accordance with the preceding section and dated, signed and certified by the Chapter secretary by authority of the Cathedral electoral committee is displayed clearly, together with any names that have been removed since the last annual general meeting near the main entrance to the Cathedral throughout the 14 days preceding the annual general meeting.
- (2) Subject to this section, anyone whose name is on the Cathedral electoral roll may by written request to the Chapter secretary inspect the roll at any reasonable time and at no charge.
- (3) A copy of the Cathedral electoral roll displayed under subsection (1) must be presented to the annual general meeting of the electoral roll members and must be provided to the Registrar by the Chapter secretary if the Registrar so requests.
- (4) The Cathedral electoral roll that is publicly displayed or available for inspection must not show any information other than that person's first name and surname unless the person has agreed in writing for that other information to be available for public display and inspection.

13 People moving between Cathedral congregation and parish

(1) If an eligible person applies to be on the Cathedral electoral roll and wishes to be removed from the electoral roll of a parish, the Chapter secretary must inform the relevant parish secretary of the person's wish.

(2) The parish secretary must remove the name of that person from the electoral roll of the parish and inform the Chapter secretary of that fact.

Part 5 – Proceedings of the congregation

14 Calling a general meeting of persons on the Cathedral electoral roll

- (1) A general meeting of persons on the Cathedral electoral roll may only be called—
 - (a) by a resolution of the Chapter;
 - (b) by the Archbishop or the Dean; or
 - (c) in accordance with a requisition under this Act of electoral roll members.⁵
- (2) The Chapter may change the venue for, postpone or cancel a general meeting if—
 - (a) they consider that the meeting has become unnecessary;
 - (b) the venue would be unreasonable or impractical; or
 - (c) a change is necessary in the interests of conducting the meeting efficiently.
- (3) If the general meeting was not called by a resolution of Chapter or was called in accordance with a requisition under this Act, then it may not be postponed or cancelled without the prior written consent of the Archbishop or the Dean or the persons who requisitioned the meeting (as the case may be).

15 Calling of general meeting by Chapter when requested by electoral roll members⁶

- (1) The Chapter must call and arrange to hold a general meeting of electoral roll members on the request of at

⁵ Cf Constitution of Melbourne Anglican Diocesan Corporation Ltd (MADC), cl 11.1.

⁶ Cf Corporations Act 2001, s 249D.

least 20 electoral roll members.

- (2) The request must—
 - (a) be in writing;
 - (b) state any resolution to be proposed at the meeting;
 - (c) be signed by the members making the request; and
 - (d) be given to the Chapter secretary.
- (3) Separate copies of a document setting out the request may be used for signing by members if the wording of the request is identical in each copy.
- (4)⁷ The Chapter must call the meeting within 21 days after the request is given to the Chapter secretary.
- (5) The meeting is to be held not later than 2 months after the request is given to the Chapter secretary.

s 16 am 4/2021

16 Notice of meeting of electoral roll members

- (1) Notice of every general meeting must be given in any manner authorised by section 18 to each person who is at the date of the notice—
 - (a) an electoral roll member;
 - (b) a member of Chapter; or
 - (c) the auditor.
- (2) A notice of a general meeting must—
 - (a) specify the date, time and place of the meeting; and
 - (b) except as otherwise provided by this Act, state the general nature of the business to be transacted at the meeting; and

⁷ See below s21(6).

- (c) include in the notice information about how those entitled to attend can participate in the meeting (including how they can participate in a vote taken at the meeting, and speak at the meeting, to the extent they are entitled to do so).
- (3) A person may waive notice of a general meeting by written notice to the Chapter secretary.
- (4) The non-receipt of notice of a general meeting by, or a failure to give notice of a general meeting to any person entitled to receive notice of a general meeting does not invalidate anything done or resolution passed at the general meeting if—
 - (a) the non-receipt or failure occurred by accident or error; or
 - (b) before or after the meeting, the person has notified or notifies the Chapter secretary of that person's agreement to that thing or resolution.
- (5) A person's attendance at a general meeting waives any objection that person may have to—
 - (a) a failure to give notice, or the giving of a defective notice, of the meeting unless, at the beginning of the meeting, the person objects to the holding of the meeting; and
 - (b) the consideration of a particular matter at the meeting which is not within the business referred to in the notice of the meeting, unless the person objects to considering the matter when it is presented.

17 Amount of notice of meeting of electoral roll members

- (1) Subject to subsection (2), at least 14 days notice must be

given of a meeting of electoral roll members.

- (2) The Chapter may call on shorter notice—
 - (a) an annual general meeting, if all the electoral roll members entitled to attend and vote at the meeting agree beforehand; and
 - (b) any other general meeting, if such members with at least 95% of the votes that may be cast at the meeting agree beforehand.

18 Manner of notice of electoral roll members' meetings⁸

- (1) Chapter may give the notice of meeting to an electoral roll member—
 - (a) personally; or
 - (b) by displaying the notice prominently at or near the main entrance to the Cathedral; or
 - (c) by other ways that are likely to inform electoral roll members of the meeting, including the weekly newsletter; or
 - (d) by sending it by post to the address for the member in the electoral roll or the alternative address (if any) nominated by the member; or
 - (e) by sending it to the fax number or electronic address (if any) nominated by the member; or
 - (f) by sending it to the member by other electronic means (if any) nominated by the member; or
 - (g) by notifying the member in accordance with subsection (2).

- (2) If the member nominates—

⁸ *cf* Corporations Act 2001, s 249J.

- (a) an electronic means (*the nominated notification means*) by which the member may be notified that notices of meeting are available; and
 - (b) an electronic means (*the nominated access means*) the member may use to access notices of meeting
the Chapter may give the member notice of the meeting by notifying the member (using the nominated notification means)—
 - (c) that the notice of meeting is available; and
 - (d) how the member may use the nominated access means to access the notice of meeting.
- (3) Subsection (2) does not limit subsection (1).
- (4) A notice of meeting sent by post is taken to be given 3 days after it is posted. A notice of meeting sent by fax, or other electronic means, is taken to be given on the business day after it is sent.
- (5) A notice of meeting given to a member under subsection (1)(g) is taken to be given on the business day after the day on which the member is notified that the notice of meeting is available.

s 18A ins 4/2021

18A Conduct and participation in meetings by electronic means

- (1) For the purposes of Part 5 of this Act, a member is taken to be present at a meeting if they attend either in person or by telephone or other electronic means.
- (2) The simultaneous linking together by telephone or other electronic means of a sufficient number of the members to constitute a quorum constitutes a meeting of the members, provided each member has a reasonable opportunity to participate in the meeting.

- (3) All the provisions in this Act relating to a meeting of Chapter apply, as far as possible, with any necessary changes, to meetings of electoral roll members by telephone or other electronic means.
- (4) A meeting by telephone or other electronic means is taken as held at the place decided by the chair of the meeting, as long as at least one of the members involved was at that place for the duration of the meeting.

19 Quorum at general meetings of electoral roll members

- (1) No business may be transacted at a general meeting, except the election of a chair and the adjournment of the meeting, unless a quorum of members is present when the meeting proceeds to business.
- (2) A quorum consists of 10 persons on the Cathedral electoral roll or one fifth of the total number of persons on the roll, whichever is greater.
- (3) If a quorum is not present within 30 minutes after the time appointed for a general meeting—
 - (a) where the meeting was convened on the requisition of electoral roll members, the meeting must be dissolved; or
 - (b) in any other case the meeting stands adjourned to the day, and at the time and place, that the Chapter decides or, if the Chapter does not make a decision, to the same day in the next week at the same time and place.
- (4) If at the adjourned meeting, a quorum is not present within 30 minutes after the time appointed for the meeting, the meeting must be dissolved.

20 Chair of general meetings of electoral roll members

The Dean, or a person authorised in writing by the Dean or in the absence of that authorised person, a person elected by the meeting, must preside as chair of a general meeting of the electoral roll members.

21 Conducting and adjourning general meetings of electoral roll members

- (1) A question arising at a general meeting relating to the order of business, procedure or conduct of the meeting must be referred to the chair of the meeting, whose decision is final.
- (2) The chair of a general meeting may, and must if so directed by the meeting, adjourn the meeting from time to time and from place to place, but no business may be transacted at any adjourned meeting except the business left unfinished at the meeting from which the adjournment took place.
- (3) Where a meeting is adjourned for 30 days or more, notice of the adjourned meeting must be given as for an original meeting.
- (4) Except as provided by the preceding subsection, it is not necessary to give any notice of an adjournment or of the business to be transacted at an adjourned meeting.
- (5) Where a meeting is adjourned, the Chapter may change the venue of, or postpone or cancel, the adjourned meeting, unless the meeting was called and arranged to be held by the members.
- (6) If a meeting is called and arranged to be held on the requisition of electoral roll members, the Chapter may not postpone it beyond the date by which section 15(4)

requires it to be held and may not cancel it without the consent of the requisitioning members.

s 22(3) am 4/2021

22 Decisions at general meetings of electoral roll members

- (1) Questions arising at a general meeting must be decided by a majority of votes cast by the members present at the meeting. Such a decision is for all purposes a decision of the members.
- (2) Where the votes of the members on a proposed resolution are equal, the chair of the meeting does not have a second or casting vote.
- (3) A resolution put to the vote of a general meeting must be decided on a show of hands, given either in person or by electronic means.
- (4) A declaration by the chair of a general meeting that a resolution has on a show of hands been—
 - (a) carried;
 - (b) carried unanimously;
 - (c) carried by a particular majority; or
 - (d) lost—and an entry to that effect in the book containing the minutes of the proceedings, is conclusive evidence of the fact without proof of the number or proportion of the votes recorded in favour of or against the resolution.
- (3) Voting in any election by electoral roll members must be by secret ballot.

23 Voting rights

- (1) Subject to this Act, at a general meeting, every electoral

roll member present has one vote.

- (2) The chair of a general meeting, unless an electoral roll member, does not have a vote.
- (3) An electoral roll member may only vote in person and may not vote by proxy, attorney or representative.
- (4) An objection to the qualification of a person to vote at a general meeting must be—
 - (a) raised before or at the meeting at which the vote objected to is given or tendered; and
 - (b) referred to the chair of the meeting, whose decision is final.
- (5) A vote not disallowed by the chair of a meeting under the preceding subsection is valid for all purposes.

24 Attendance at general meetings of electoral roll members

- (1) The auditor and each member of Chapter is entitled to attend and speak at any general meeting of electoral roll members.
- (2) A person in Holy Orders who regularly and habitually attends public worship in the Cathedral is entitled to be present at a general meeting and to speak by leave of the meeting, but not to vote.
- (3) A person other than an electoral roll member and a person referred to in subsection (2) may not be present or speak at a general meeting except in each case by leave of the meeting.

25 The annual general meeting

- (1) The Chapter must convene an annual general meeting of electoral roll members at least once in each calendar year

and within 6 months after the end of its financial year.

- (2) The business of the annual meeting is to include after prayers—
- (a) the minutes of the previous annual meeting and of any subsequent general meeting;
 - (b) the reception of the Cathedral electoral roll;
 - (c) the reception of the annual report by the Dean that includes the entries in the registers of the Cathedral for the financial year, including numbers of baptisms, persons received into communicant membership, confirmations, marriages, funerals, Sunday services, acts of communion and such other statistics from the registers as Archbishop in Council determines;
 - (d) the reception of the annual report of the Chapter on the proceedings of Chapter, the pastoral care, evangelism, social and ecumenical programmes of the Cathedral, future plans for the Cathedral and on the fabric, goods and ornaments of the Cathedral and associated buildings;
 - (e) the reception of the audited accounts and financial statements of the Chapter and any accompanying papers required by the Act;
 - (f) the reception of the budget approved by the Chapter for the year in which the meeting is held;
 - (g) the reception of reports by other Cathedral groups;
 - (h) the election of canons who are lay persons and synod representatives;⁹
 - (i) any other matters of Cathedral or general church

⁹ Under the *Synod Act 1972*, s5A(2), St Paul's Cathedral Melbourne may, in accordance with the Statutes of the Cathedral and the Act, elect or appoint two lay representatives to be members of Synod in the circumstances prescribed by the *Synod Act 1972*.

interest.

26 Nominations for election

- (1) At the time when an annual general meeting is called, if there is a vacancy, there must be a call for nominations for—
 - (a) canons who are lay persons; and
 - (b) synod representatives.
- (2) Nominations must be in writing and signed by—
 - (a) the person nominated;
 - (b) the proposer; and
 - (c) the seconder,each of whom must be an electoral roll member and not a disqualified person.
- (3) If the person nominated is unable to sign the nomination, there may be a statement signed by the proposer and seconder to the effect that the person nominated has consented to the nomination.
- (4) Where there is no nomination for a position (including where the number of vacancies exceeds the number of nominations) there is a casual vacancy in that position.

27 Conduct of elections

- (1) If at the time of any election the number of candidates is not greater than the number of vacancies, the candidates nominated shall be declared elected.
- (2) If an election is required, it must be by secret ballot conducted by a returning officer appointed by the Chapter or if that person is not available at the time of the election, by a returning officer appointed by the chair of

the general meeting.

- (3) If in an election there is an equality of votes requiring a casting vote, the returning officer may at his or her discretion exercise a casting vote or determine the result by lot.

Part 6 – The canons of the Cathedral

28 Number and eligibility

- (1) The canons of the Cathedral shall be comprised as follows—
 - (a) 16 canons appointed or elected to the Chapter in accordance with this Act, of which 8 shall be canons in Holy Orders and 8 shall be canons who are lay persons;
 - (b) the Precentor, ex officio;
 - (c) such other office holders of the Cathedral who are in Holy Orders as the Chapter may from time to time appoint; and
 - (d) such number of canons emeriti as Chapter may from time to time appoint.
- (2) To be eligible for election or appointment as a canon, subject to subsection (3)—
 - (a) a person in Holy Orders must —
 - (i) have been so for at least 6 years; and
 - (ii) be the holder of a licence for other ministry from the Archbishop;
 - (b) a lay person must be—
 - (i) aged 18 years or more; and
 - (ii) a communicant member of the Anglican Church of Australia.
- (3) A canon emeritus in Holy Orders need not be the holder of a licence for other ministry from the Archbishop.

29 Appointment or election of canons

- (1) Subject to this section—
 - (a) the Archbishop may appoint—
 - (i) 2 lay persons; and
 - (ii) 2 persons in Holy Orders—
as canons of the Cathedral;
 - (b) the Synod may elect—
 - (i) 4 lay persons; and
 - (ii) 6 persons in Holy Orders—
as canons of the Cathedral; and
 - (c) the electoral roll members at a duly convened meeting may elect two lay persons whose name are on that roll as canons of the Cathedral.
- (2) Of the persons elected under subsection (1)(b), half the lay persons and half the persons in Holy Orders must be male and half the lay persons and half the persons in Holy Orders must be female.
- (3) A person appointed or elected as a canon under subsection (1) must be eligible under section 28(2).
- (4) The Archbishop may appoint a person to a position referred to in subsection (1)(a) when a vacancy arises.
- (5) The Synod may elect a person whose election would not contravene the requirements of subsection (2) to a position referred to in subsection (1)(b) when a vacancy arises or will soon arise.

- (6) The electoral roll members may elect a person to a position referred to in (1)(c) when a vacancy arises or will soon arise.

30 Term of office of a canon

- (1) A canon of the Cathedral appointed or elected to the Chapter holds office for a term of 6 years from the date of appointment or election.
- (2) A person who holds or has held the office of canon on the Chapter is eligible to nominate for election or to be reappointed as a canon.

31 Declaration by canons

A person appointed or elected as a canon must not perform any duties of that office before signing a declaration in or to the effect of the form in the First Schedule.

s 32 am 4/2021

32 Office of canon becomes vacant

A person ceases to hold the office of canon and that office becomes vacant and a new election or appointment may be made if he or she—

- (a) is absent for three consecutive meetings of the Chapter except on leave of absence granted by the Chapter; or
- (b) resigns in writing to the Archbishop and the Archbishop accepts that resignation; or
- (c) completes any applicable term of office; or
- (d) assumes the office of Archbishop or Dean; or
- (e) dies; or
- (f) becomes a disqualified person; or

- (fa) becomes a person who is disqualified from managing a corporation, within the meaning of the Corporations Act 2001 (Cth); or
- (fb) becomes a person who is disqualified by the Australian Charities and Not for Profits Commissioner from being a responsible person of a registered charity; or
- (g) becomes a person whose office of canon has become vacant by the operation of a provision of the **Professional Standards Uniform Act 2016**.

33 Duties of a canon

- (1) The duties of a canon of the Cathedral are to contribute to the corporate life of the Cathedral and to promote the objects of the Cathedral community and service in the Diocese.
- (2) The duties of a canon who is in Holy Orders include—
 - (a) preaching at the Cathedral; and
 - (b) otherwise assisting at and participating in services and other activities at the Cathedral by arrangement with the Dean.
- (3) The duties of a canon who is a lay person include —
 - (a) reading the scriptures;
 - (b) otherwise assisting at and participating in services and other activities at the Cathedral;
 - (c) acting as the senior lay officer at a service or other occasion;
 - (d) welcoming official guests at services;
 - (e) the oversight of order in the Cathedral during worship services at which the canon is present;

- (f) overseeing the safekeeping of collection moneys.
- (4) The duties of an office holder in Holy Orders appointed by Chapter as a canon of the Cathedral pursuant to section 28(1)(c) are as determined by Chapter in the particular case.

Part 7 – The chapter

34 The Chapter

- (1) The Chapter consists of 18 persons as follows—
 - (a) the Archbishop;
 - (b) the Dean;
 - (c) the 8 canons who are lay persons elected or appointed under section 29 as follows—
 - (i) 4 elected by Synod;
 - (ii) 2 elected by the electoral roll members; and
 - (iii) 2 appointed by the Archbishop;
 - (d) the 8 canons who are in Holy Orders elected or appointed under section 29 as follows—
 - (i) 6 elected by Synod; and
 - (ii) 2 appointed by the Archbishop.
- (2) A person who ceases to hold office as a canon ceases to be a member of the Chapter.
- (3) On election or appointment, each canon shall occupy the stall in the Cathedral previously occupied by the canon whom he or she succeeds.
- (4) A casual vacancy in the office of a canon elected by Synod or by the electoral roll members is to be filled at the next ordinary session of Synod or the next general meeting of electoral roll members, as the case may be.

35 Role and powers of Chapter

- (1) Subject to the rights and powers of the Archbishop and to this Act, the Chapter is responsible for the management and government of the property and affairs of the Cathedral and for carrying out the

mission of the Cathedral community.

- (2) Without limiting the generality of subsection (1), the Chapter is responsible for—
- (a) the care and maintenance of the Cathedral and other buildings, property and furniture held in connection with the Cathedral;
 - (b) compliance with any laws of the Commonwealth of Australia, the State of Victoria or the City of Melbourne or any other municipality in which property is held in connection with the Cathedral that impose mandatory requirements applicable to the land, buildings or operations;
 - (c) the maintenance and expense of adequate insurance for—
 - (i) the Cathedral and other buildings held in connection with the Cathedral and their contents;
 - (ii) loss or damage occurring in connection with the ownership, management, control or use of the same and their contents and of the grounds of the same; and
 - (iii) any liability for death or injury to persons other than as a result of their fraud or wilful misconduct

which is not otherwise effected by the Trust Corporation and whether that insurance is effected by the Archbishop in Council for the Diocese as a whole or by Chapter.¹⁰

¹⁰ See the **Diocesan Insurance Act 1986**.

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- (3) Subject to the rights and powers of the Archbishop, the Chapter has the powers necessary or convenient to carry out, or incidental or conducive to carrying out, its role.
- (4) The Chapter is accountable to the Synod as the legislative body of the Diocese.

Part 8 – Proceedings of Chapter

36 Meetings

- (1) The Chapter may meet together and adjourn and otherwise regulate their meetings as they think fit.
- (2) The simultaneous linking together by telephone or other electronic means of a sufficient number of Chapter members to constitute a quorum constitutes a meeting of the Chapter. All the provisions in this Act relating to meetings of the Chapter apply, as far as they can and with any necessary changes, to meetings of the Chapter by telephone or other electronic means.
- (3) A Chapter member who takes part in a meeting by telephone or other electronic means is taken to be present in person at the meeting.
- (4) A meeting by telephone or other electronic means is taken as held at the place decided by the chair of the meeting, as long as at least one of the Chapter members involved was at that place for the duration of the meeting.
- (5) If, before or during the meeting, a technical difficulty occurs which means that one or more Chapter members cease to participate, the chair may adjourn the meeting until the difficulty is remedied or may, if a quorum of Chapter members remains present, continue with the meeting.

37 Convening meetings of Chapter

- (1) The Archbishop must convene a meeting of the Chapter at least 6 times each year and may convene a meeting of

the Chapter at other times at his or her discretion.

- (2) The Chapter secretary must, on the requisition of 3 Chapter members, convene a meeting of the Chapter.
- (3) A Chapter member may bring a matter before the Chapter by written notice given to the Dean and the Chapter secretary.
- (4) The Chapter secretary must place a matter of which written notice has been received under the preceding subsection on the business paper of the next meeting of the Chapter that is more than 14 days after the day on which he or she received the notice.
- (5) If a matter is brought before the Chapter under subsection (3), the terms of the notice and the name of the Chapter member must be recorded in the minutes.

38 Notice of meetings of Chapter

- (1) Subject to this Act, notice of a meeting of Chapter members must be given to each person who is at the time of giving the notice a Chapter member and to the persons invited or entitled to attend and speak at Chapter meetings.
- (2) A notice of a meeting of Chapter—
 - (a) must specify the time and place of the meeting;
 - (b) need not state the nature of the business to be transacted at the meeting; and
 - (c) may be given in person or by post, telephone, fax or other electronic means.
- (3) A Chapter member may waive notice of a meeting of Chapter by notifying the Chapter secretary to that effect

in person or by post, telephone, fax or other electronic means.

- (4) The non-receipt of notice of a meeting of Chapter by, or a failure to give notice of a meeting of Chapter to, a Chapter member does not invalidate anything done or resolution passed at the meeting if—
- (a) the non-receipt or failure occurred by accident or error;
 - (b) the Chapter member has waived or waives notice of that meeting under the preceding before or after the meeting;
 - (c) the Chapter member has notified or notifies the Chapter secretary of his or her agreement to that thing or resolution personally or by post, telephone, fax or other electronic means before or after the meeting; or
 - (d) the Chapter member attended the meeting.
- (5) Attendance by a person at a meeting of Chapter waives any objection which that person may have to a failure to give notice of the meeting.

39 Other attendees

- (1) The Chapter may invite any person to attend and speak at meetings of Chapter.
- (2) The Precentor is entitled to attend and speak at meetings of Chapter but may not vote.

40 Quorum at Chapter meetings

- (1) No business may be transacted at a meeting of Chapter unless a quorum is present at the time the business is dealt with.

- (2) A quorum consists of 10 Chapter members.
- (3) If there is a vacancy in the office of a Chapter member, then subject to the following subsection, the remaining Chapter members may act.
- (4) If the number of Chapter members elected by Synod in office together with the other Chapter members is not sufficient at any time to constitute a quorum, the remaining Chapter members must act as soon as possible to appoint additional Chapter members to fill the vacancies in office of persons elected by Synod, and until that has happened, may only act if and to the extent that there is an emergency requiring them to act.
- (5) If a person is appointed under the preceding subsection by the remaining Chapter members as a Chapter member, the appointee holds office until the expiration of the next ordinary session of Synod.

41 Chair of Chapter meetings

- (1) The Archbishop must preside as chair at each meeting of Chapter if present within 10 minutes after the time appointed for the meeting and willing to act.
- (2) If the Archbishop is not so present or willing to act, the Chapter members present must elect one of their number as chair of the meeting.

42 Decisions of Chapter

- (1) A meeting of Chapter at which a quorum is present may exercise all the powers and discretions vested in or exercisable by Chapter under this Act.
- (2) A question arising at a meeting of Chapter must be decided by a majority of votes cast by the Chapter members present. Such

a decision is for all purposes a decision of Chapter.

- (3) Where the votes of the Chapter members present on a proposed resolution are equal the chair of the meeting does not have a second or casting vote.

43 Written resolutions of Chapter

- (1) A resolution is taken to have been passed by a meeting of Chapter if a majority of the Chapter members except any Chapter member—

- (a) on leave of absence approved by the Chapter; or
- (b) who disqualifies himself or herself from considering the resolution in question; or
- (c) who would be prohibited by this Act from voting on the resolution in question—

sign or consent to a written resolution of which at least 48 hours notice in writing is given.

- (2) A Chapter member may consent to a resolution by—
- (a) signing the document containing the resolution (or a copy of that document);
 - (b) giving to the Chapter secretary a written notice (including by fax or other electronic means) addressed to the Chapter secretary or to the chair of Chapter signifying assent to the resolution and either setting out its terms or otherwise clearly identifying them; or
 - (c) telephoning the Chapter secretary or the chair of Chapter and signifying assent to the resolution and clearly identifying its terms.

44 Disclosure of interests¹¹

- (1) Chapter may make guidelines requiring the disclosure of interests that a Chapter member, and any person considered by Chapter as related to or associated with the Chapter member, may have in any matter.
- (2) Any guidelines made under this Act must not derogate from the requirements of this Act but no act, transaction, agreement, instrument, resolution or other thing with a third party is invalid or voidable only because a Chapter member fails to comply with the guidelines.
- (3) Despite subsection (1), a Chapter member who has a material personal interest in a matter that relates to the affairs of the Cathedral must give to the other Chapter members notice of the interest unless the interest—
 - (a) relates to a contract that insures, or would insure, the Chapter member against liabilities that person incurs as a Chapter member; or
 - (b) all of the following are satisfied—
 - (i) the Chapter member has already given notice of the nature and extent of the interest and its relation to the affairs of the Cathedral under subsection (1);
 - (ii) if a person who was not a Chapter member at the time when the notice under subsection (1) was given is appointed as a Chapter member - - the notice is given to that person; and
 - (iii) the nature or extent of the interest has not materially increased above that disclosed in the notice; or
 - (c) the Chapter member has given a standing notice of

¹¹ These provisions follow the scheme of those in the constitution of the Diocesan Corporation.

the nature and extent of the interest and the notice is still effective in relation to the interest.

- (4) In addition to any other basis on which a Chapter member may be considered to have a material personal interest in a matter, the Chapter member has a material personal interest if the matter concerns any material financial interest—
- (a) of the Chapter member,
 - (b) of a member of the immediate family of the Chapter member, or
 - (c) of any business or organization (whether profit-making or not) of which the Chapter member or a member of the immediate family of the Chapter member is an office holder.

45 Restrictions on voting

- (1) A Chapter member who has a material personal interest in a matter that is being considered at a meeting of Chapter must not—
- (a) be present while the matter is being considered at the meeting; or
 - (b) vote on the matter.
- (2) Subsection (1) does not apply if—
- (a) subsection (3) allows the Chapter member to be present; or
 - (b) the interest does not need to be disclosed under subsection (3) of the preceding section.
- (3) The Chapter member may be present and vote if Chapter members who do not have a material personal interest in the matter have passed a resolution that—

- (a) identifies the Chapter member, the nature and extent of the Chapter member's interest in the matter and its relation to the affairs of the Cathedral; and
 - (b) states that those Chapter members are satisfied that the interest should not disqualify the Chapter member from voting or being present.
- (4) If the provisions of this section mean that the meeting is, during consideration of a matter, without a quorum, the Chapter members present constitute a quorum in relation to that matter.

46 Chapter members may contract with the Trust Corporation and hold other offices

- (1) A Chapter member is not disqualified from contracting or entering into an arrangement with the Trust Corporation on behalf of the Cathedral as vendor, purchaser or in another capacity, merely because the Chapter member holds office as a Chapter member or because of the fiduciary obligations arising from that office.
- (2) A contract or arrangement entered into by or on behalf of the Cathedral in which a Chapter member is in any way interested is not invalid or voidable merely because the Chapter member holds office as a Chapter member or because of the fiduciary obligations arising from that office.
- (3) A Chapter member who is interested in an arrangement involving the Cathedral or the Trust Corporation on its behalf is not liable to account to the Cathedral for any profit realised under the arrangement merely because the Chapter member holds office as a Chapter member or because of the fiduciary obligations arising from that

office, provided that the Chapter member complies with

—

- (a) the applicable disclosure requirements under the guidelines made by the Chapter; and
- (b) the requirements of this Act regarding that interest.

(4) A Chapter member may be or become—

- (a) a director of;
- (b) another officer of; or
- (c) interested in,

the Diocesan Corporation¹², the Trust Corporation or a related body corporate or other body corporate associated with the Cathedral or the Diocesan Corporation, and need not account to the Cathedral for remuneration or other benefits the Chapter member receives as a director or officer of, or from having an interest in, that body corporate.

47 Minutes of meetings and minutes of resolutions

(1) The Chapter must ensure that minutes of—

- (a) proceedings; and
- (b) resolutions

of general meetings and of meetings of Chapter (including committees of Chapter), are recorded in books kept for the purpose, within one month after the relevant meeting is held.

(2) The Chapter must ensure that minutes of resolutions passed by Chapter (and committees of Chapter) without a

meeting are recorded in books kept for that purpose within one month after the resolution is passed.

- (3) The minutes of a meeting must be signed within a reasonable time by the chair of the meeting or the chair of the next meeting.

48 Committees

- (1) The Chapter may delegate any portion of their powers to one or more committees, consisting only of Chapter members, or of persons of whom at least two are Chapter members, either with or without an obligation to report to the Chapter, but the powers so delegated must be strictly defined and may be revocable by the Chapter as they think fit.
- (2) The Chapter must appoint a chair of each such committee.
- (3) A committee to which powers have been delegated must exercise those powers delegated in accordance with directions given by the Chapter.
- (4) Provisions of this Act that apply to meetings and resolutions of Chapter apply, as far as they can, with any necessary changes, to meetings and resolutions of a committee of the Chapter.

49 Decisions of committees

- (1) A meeting of a committee at which a quorum is present may exercise all the powers and discretions vested in or exercisable by the committee under this Act.
- (2) Subject to subsection (1), questions arising at a meeting of a committee may only be decided by the vote of a majority of votes cast by the committee members present. Such a

decision is for all purposes a decision of the committee.

50 Delegation to individual Chapter members

- (1) The Chapter may delegate any of their powers to one Chapter member.
- (2) A Chapter member to whom powers have been delegated must exercise those powers delegated in accordance with directions given by resolution of the Chapter.

51 Validity of acts

An act done by a person acting as a Chapter member, a meeting of the Chapter, or a committee of the Chapter attended by a person acting as a Chapter member, is not invalidated merely because of one of the following circumstances, if that circumstance was not known by that person, the Chapter or the committee (as applicable) when the act was done—

- (a) a defect in the appointment of the person as a Chapter member;
- (b) the person being disqualified as a Chapter member or having vacated office; or
- (c) the person not being entitled to vote.

Part 9 – The Dean

52 The duties and functions of the Dean

- (1) The Dean is, subject to the Archbishop, the chief pastor of the Cathedral, the principal preacher and religious teacher from the Cathedral pulpit.
- (2) The Dean is, in the Cathedral, next in seniority to the Archbishop.
- (3) Subject to this Act, the Dean is responsible for the ministry, order and administration of the Cathedral, the implementation of the decisions of Chapter and the furtherance of the objects of the Cathedral community.
- (3) Without limiting the generality of the foregoing, subject to this Act, the Dean is responsible for—
 - (a) the conduct of all services and other activities in the Cathedral;
 - (b) determining who shall conduct services or activities in the Cathedral and who shall preach;
 - (c) the pastoral care of and ministry to the Cathedral congregation; and
 - (d) the liturgy and music in the Cathedral including the Cathedral choir.
- (4) The Dean must not hold any other benefice or office of profit without the prior consent of Chapter.

53 The accountability of the Dean

Subject to this Act, the Dean—

- (a) is accountable to the Chapter for the discharge of the

- duties and functions under this Act of the office of Dean;
and
- (b) is to report to Chapter at each ordinary meeting of Chapter on his or her leadership of the ministry of the Cathedral and his or her functions under this Act at such times and in such manner as Chapter may reasonably require.

heading am 4/2021, sub-s (4)-(6) ins 4/2021

54 Election and appointment of the Dean

- (1) When a vacancy occurs in the office of Dean, the Chapter must—
- (a) by secret ballot elect by a simple majority a person in priest's or bishop's orders to fill the office, subject to the following subsection; and
- (b) present the successful candidate to the Archbishop.
- (2) The Archbishop may either—
- (a) concur in the appointment of that person as Dean and proceed to install the person as Dean; or
- (b) not concur in the appointment of that person and require the Chapter to proceed to the election of some other qualified person.
- (3) If the Archbishop does not concur in the appointment of that person, the Chapter must proceed to such new election and every such new election shall in like manner be subject to the concurrence of the Archbishop.
- (4) The Dean holds office for a term of 7 years from the date of appointment.
- (5) A resolution of the Chapter to appoint the Dean for a further term of 7 years has effect subject to the consent of

the Archbishop.

- (6) The terms and conditions of the appointment or further appointment of the Dean are as determined by resolution of Chapter with the consent of the Archbishop.

55 Appointment of an acting Dean

- (1) The Chapter may with the concurrence of the Archbishop appoint an acting Dean on such terms and conditions as may be determined by resolution of the Chapter.
- (2) The acting Dean may act in that capacity during the absence of the Dean or during a vacancy in the office of Dean.
- (3) An acting Dean when acting in that capacity is taken to be the Dean and has all the powers and functions of the Dean.

Part 10 – Other holders of a role office or position

56 The Precentor

- (1) The Chapter may appoint a person in Holy Orders to the office of Precentor on such terms and conditions as it may determine, subject to the Archbishop granting a licence to the person for that ministry.
- (2) The Precentor reports to the Dean and is responsible for the services of the Cathedral and the pastoral care of the members of the Cathedral congregation, the choir and other Cathedral organisations.
- (3) The Precentor may attend and speak at meetings of Chapter but may not vote.

57 Associate clergy

- (1) The Chapter may appoint one or more persons in Holy Orders to an office of Associate Clergy on such terms and conditions as it may determine, subject to the Archbishop granting a licence, permission to officiate or other authority to the person for that ministry.
- (2) The holder of this office reports to the Dean and has responsibilities as may be assigned by the Dean.

58 The Chapter secretary

- (1) The Chapter must appoint one of its number to the office of Chapter secretary, on such terms and conditions as it may determine.
- (2) The Chapter secretary reports to the Chapter and is responsible for the preparation of notices of meeting and the minutes of proceedings of the Chapter and other

matters provided in this Act.

59 Remunerated officers and employees

- (1) Save as otherwise provided in this Act, the Dean may appoint and dismiss all remunerated officers and employees in the Cathedral.
- (2) Unless otherwise determined by Chapter, each such office holder or employee reports to the Dean.

60 Emeritus titles

- (1) The Chapter may confer upon a person who has vacated the office of Dean or Canon, as the case may be, the title of Dean Emeritus, or Canon Emeritus.
- (2) A title conferred under this section confers no entitlement to be a member of Chapter or to participate in its deliberations.

61 Other appointments to a role office or position

- (1) The Dean may appoint a suitably qualified person or persons as holder of any voluntary role office or position in the Cathedral on such terms and conditions as he or she may determine.
- (2) The office holders referred to in the preceding subsection report to the Dean.

Part 11 – Vacancy and disqualification

62 Role office or position becomes vacant

A person appointed or elected under Part 9 or 10 of this Act ceases to hold the role office or position in the Cathedral and that role office or position becomes vacant and a new election or appointment may be made if he or she—

- (a) resigns in writing and that resignation is accepted by the office holder or body which elected or appointed the person;
- (b) completes any applicable term of office;
- (c) dies; or
- (d) becomes a disqualified person; or
- (e) becomes a person whose role office or position in the Cathedral has become vacant by the operation of a provision of the **Professional Standards Uniform Act 2016**.

s 62A ins 4/2021

62A When section 15(2) of the Melbourne Archbishopric Act 1980 does not apply

For the avoidance of doubt, the provisions of section 15(2) of the **Melbourne Archbishopric Act 1980** do not apply so as to give the Archbishop the power, other than by a condition in the licence, to direct the manner in which the functions and responsibilities of the role, office or position of a clerk appointed under Parts 9 or 10 of this Act are to be discharged.

63 Disqualification from holding a role office or position in the Cathedral

- (1) Subject to subsection (3) the holder of a role office or position in the Cathedral to which this section applies

who is—

- (a) an undischarged bankrupt; or
- (b) a person who has been convicted of an offence punishable by more than 5 years imprisonment; or
- (c) permanently or for a period of more than 12 months incapable to a substantial degree by reason of mental incapacity or physical disability to discharge the duties of the role office or position—

is a disqualified person and may not hold that role office or position.

- (2) A person who is subject to a prohibition order under the **Professional Standards Act 2009** or the **Professional Standards Uniform Act 2016** may not hold a role office or position in the Cathedral which they are prohibited from holding or carrying out under that Act, and that person is a disqualified person to the extent, but only to the extent, of that prohibition.
- (3) The Archbishop, on the advice of the Chancellor, may exempt a person in whole or in part from the application of sub-section (1).¹³
- (4) The participation of a disqualified person in a meeting of Chapter or a subcommittee of Chapter or of the persons on the Cathedral electoral roll does not invalidate the meeting or any proceedings at it.

¹³ Cf *Parish Governance Act 2013*, s19(3).

Part 12 – Financial matters

64 Accounts

- (1) As soon as possible after the end of a financial year, the Chapter must prepare and lay before the Synod and the annual general meeting of the electoral roll members—
 - (a) the financial statements of the Chapter;
 - (b) the notes to the financial statements;
 - (c) the declaration by Chapter members about the statements and notes;
 - (d) the annual report of Chapter; and
 - (e) the auditor's report;for the last financial year that ended before the meeting of Synod.
- (2) The accounts must be prepared in accordance with the following principles—
 - (a) there must be an abstract of accounts of all moneys received and expended during the financial year that gives a true and fair view of the incoming resources and the application of the resources in that financial year;
 - (b) there must be a statement of all assets and liabilities of and in connection with the Cathedral as at the end of the financial year that gives a true and fair view of the state of affairs of the Chapter and the Cathedral at the end of that financial year.
- (3) The notes in the Second Schedule must be provided with the accounts to the extent necessary to show a true and fair view of the accounts.

65 Audit

- (1) The Chapter must appoint an auditor on such terms and conditions as Chapter may determine.
- (2) The auditor must be —
 - (a) a registered company auditor under the Corporations Act 2001 (Cth);
 - (b) a firm of registered company auditors under the Corporations Act 2001 (Cth);
 - (c) a person who is a member of CPA Australia or the Institute of Chartered Accountants in Australia; or
 - (d) a person who is approved by the Registrar of Incorporated Associations under section 99(5) of the **Associations Incorporation Reform Act 2012** of the State of Victoria to audit financial statements.

66 Functions of the auditor

- (1) The auditor must —
 - (a) audit or review the accounts in accordance with this Act and the Australian Auditing Standards made by the Auditing and Assurance Standards Board under the *Corporations Act 2001* (Cth); and
 - (b) report to the Chapter and the Registrar as soon as practicable in the prescribed form if a matter of material significance has arisen.
- (2) The auditor must give to the Chapter a report on the results of the audit or review (as the case may be) which—
 - (a) specifies that it is a report in respect of an audit or review carried out under subsection (1);

- (b) in the case of an audit, states whether in the auditor's opinion—
 - (i) the accounts comply with the requirements of section 64(2); and
 - (ii) the accounts give a true and fair view of the moneys received and expended and of the state of affairs of the Cathedral at the end of the financial year in question;
- (c) in the case of a review, reports as a matter of fact whether on the basis of the review assignment, anything has come to the auditor's attention that causes the auditor to believe that the financial report is not prepared in accordance with the requirements of section 64(2);
- (d) states whether or not any matter has come to the auditor's attention in connection with the audit or review which gives him or her reasonable cause to believe that in any material respect—
 - (i) accounting records have not been kept in respect of the Cathedral in accordance with this Act; or
 - (ii) the accounts do not accord with those records;
- (e) states whether or not any matter has come to the auditor's attention in connection with the audit or review to which, in his or her opinion, attention should be drawn in the accounts in order to enable a proper understanding of the accounts to be reached; and
- (f) contains a statement as to any of the following matters that has become apparent to the auditor during the course of the audit or review—
 - (i) that a matter of material significance has arisen;

- (ii) that any information or explanation to which the auditor is entitled under this Act has not been made available to him or her.

67 Meaning of “material significance”

For the purposes of this Part, a matter of material significance will have arisen if the person is aware of circumstances that the person has reasonable grounds to suspect may amount to—

- (a) a failure in a significant respect of the Chapter or any Chapter member or office holder appointed by Chapter to comply with a provision of this Act;
- (b) dishonesty or fraud involving a loss of Cathedral funds or a risk of loss of Cathedral funds; or
- (c) a breach in a significant respect of the terms of any special trust to which property held in connection with the Cathedral is subject.

68 Access and information

- (1) An auditor carrying out an audit or review has a right of access to any books, documents and other records (however kept) which relate to the Cathedral and which the auditor considers it necessary to inspect for the purpose of carrying out the audit or review.
- (2) An auditor may require such information and explanations from past or present officers or clergy of the Cathedral as he or she considers it necessary to obtain for the purposes of carrying out the audit or review.

Part 13 – Property

69 Fabric and ornaments

No alteration or removal of or addition to the fabric, furnishings, or ornaments of the Cathedral shall be made unless it is approved by Chapter.

70 Buildings

No building shall be erected on, altered, demolished, added to or removed from any land held by the Trust Corporation in connection with the Cathedral without the consent of the Chapter.

s 71 am 4/2021

71 Disposition

Any sale lease mortgage or exchange of any land the subject of the trusts referred to in the Third Schedule must be made in accordance with the provisions of those trusts.¹⁴

s 71A ins 4/2021

71A Annual report of Chapter

As soon as possible after the end of a calendar year, the Chapter must prepare and lay before the Archbishop in Council and the Synod an annual report of the activities of the Cathedral during that calendar year.

¹⁴ For example, and only as a guide, the Trusts Corporation as trustee could grant a lease of part of that Cathedral land, with the prior consent of the Chapter, the Archbishop and with the authority of the Synod, expressed by an Act.

Part 14 – Miscellaneous matters

72 Registers, records and other documents

- (1) The Dean must keep or cause to be kept and have the custody and control of the registers and records relating to—
 - (a) baptisms;
 - (b) persons prepared and presented for confirmation;
 - (c) marriages solemnised;
 - (d) funerals, memorial services, burials and interments of ashes;
 - (e) public worship.
- (2) The registers and records must be in the prescribed form and clearly show the prescribed particulars.
- (3) The Chapter must provide the Dean with the necessary books and with a safe place to store them.
- (4) The registers and records are the property of the Chapter and not of the Dean by whom they were compiled.
- (5) At the end of the Dean's term of office or when the Dean is suspended, he or she must surrender all the registers and records under his or her control to the Chapter and the Chapter secretary must give the Dean a written receipt for them.
- (6) The Chapter must hand to an incoming Dean the registers and records of the Cathedral and the Dean must give the Chapter secretary a written receipt for them.

s 73 am 4/2021

73 Regulations

- (1) The Chapter may make regulations for or with respect to any matter or thing required or permitted by this Act to be prescribed or necessary or convenient to be prescribed to give effect to this Act.
- (2) Regulations made under this Act may—
 - (a) be of general or limited application;
 - (b) differ according to differences in time, place or circumstance;
 - (c) confer a discretionary authority or impose a duty on a specified person or body or a specified class of person or body.
- (3) The Chapter must provide the Dean with the necessary books and with a safe place to store them.
- (4) The power to make regulations includes the power to amend or revoke them.

74 Prescribed forms or matters

The Chapter may prescribe –

- (a) forms that are to be used for the purposes of applications, notices and other communications required by this Act;
and
- (b) any other matter as provided in this Act.

Part 15 — Transitional

75 The Dean

- (1) The Dean in office at the commencement of this section continues to hold office under the terms of the appointment in operation immediately prior to the commencement of this section.
- (2) Sections 54(5) and 54(6) apply to a person who is the Dean at the commencement of this section.

THE FIRST SCHEDULE

Form of Declaration

I [name]

having been appointed or elected to the role office or position of
canon of the Cathedral

DECLARE that I am qualified for that office under the provisions of
the Acts of the Synod of the Diocese of Melbourne, that I am not—

- (a) an undischarged bankrupt; or
- (b) a person who has been convicted of an offence punishable by
more than 5 years imprisonment; or
- (c) permanently or for a period of more than 12 months incapable
to a substantial degree by reason of mental incapacity or physical
disability to discharge the duties of the role office or position; or
- (d) a person who is disqualified from managing a corporation,
within the meaning of the Corporations Act 2001 (Cth); or
- (e) a person who is disqualified by the Australian Charities and
Not for Profits Commissioner from being a responsible person of a
registered charity; or
- (f) a person who is subject to a prohibition order under the
Professional Standards Act 2009 or the Professional Standards
Uniform Act 2016 that prohibits me from holding a role office or
position in the Cathedral;

and that I will faithfully perform all the duties of that office or those
offices and conform to the Acts of the Synod in relation to those
duties.

Date

.....

THE SECOND SCHEDULE

Notes to accompany accounts

The notes to the accounts must provide the following information to the extent that it is not disclosed in the accounts:

- (a) a description of each of the accounting policies that have been adopted by the Chapter, and which are material in the context of the accounts of the Cathedral, together with a description of those estimation techniques adopted which are material to the presentation of the accounts;
- (b) a description of any material change to these policies and techniques, the reason for such change and its effect (if material) on the accounts;
- (c) a description of the nature and purpose of all material funds of the Cathedral;
- (d) such particulars of the related party transactions of the Chapter, or of any institution or body corporate connected with the Cathedral;
- (e) a description of any incoming receipts which represent capital, according to whether or not that capital is permanent endowment;
- (f) an itemized analysis of any material movement between any of the restricted funds of the Cathedral, or between a restricted and an unrestricted funds of the Cathedral, together with an explanation of the nature and purpose of each of those funds;
- (g) the name of any institution or body corporate connected with the Cathedral, together with a description of the nature of the Cathedral's relationship with that institution or body corporate and of its activities;
- (h) particulars of any contingent liability in the name of the

Cathedral or the Chapter on its behalf, where any potential liability is outstanding at the date of the statement of assets and liabilities;

- (i) particulars of any loan outstanding at the date of the statement of assets and liabilities —
 - (i) which was made to the Trust Corporation on behalf of the Cathedral, and which is secured by an express charge on any of the assets of the Cathedral; or
 - (ii) which was made by the Chapter to any institution or body corporate connected with the Cathedral;
- (j) particulars of any fund of the Cathedral which is materially in deficit at the date of the statement of assets and liabilities;
- (k) particulars of any ex gratia payment made by the Cathedral;
- (l) a statement as to whether or not the accounts have been prepared in accordance with any applicable accounting standards and statements of recommended practice and particulars of any material departure from those standards and statements of practice and the reasons for such departure.

THE THIRD SCHEDULE

THE ALLOWANCE OF THE CATHEDRAL LANDS

Published in the Victoria Government Gazette, 7 March 1879, page 530

DISPOSITION OF CHURCH LANDS ALLOWED.

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A STATEMENT of Trusts having been submitted by the head or authorized representative of the denomination of the Church of England, in the Diocese of Melbourne, in the Colony of Victoria, under the provisions of the *Act to provide for the Abolition of State Aid to Religion*, for allowance by the Administrator of the Government, the same was allowed by him on the fourth day of March 1879, and the following is the form in which such statement of trusts has been allowed:—

Description of land.—Allotments 1, 2, 3, and 20, of section 6, city of Melbourne, having a frontage of three hundred and thirteen feet six inches to Swanston street, by a depth of two hundred and sixty-four feet fronting Flinders lane, and of two hundred and sixty-four feet fronting Flinders street.

Names of trustees.—The Bishop of Melbourne, the Very Reverend Hussey Burgh Macartney, D.D., the Reverend John Edward Bromby, D.D., The Reverend Septimus Lloyd Chase, M.A., the Honorable Sir William Foster Stawell, William Edward Hearn, L.L.D., Henry Henty, Esquire, John Matthew Smith, Esquire, Germain Nicholson, Esquire, John Donovan Gowan, Esquire, all of Melbourne.

Power of disposition.—

To permit and suffer the body of persons constituting for the time being the board known as the Cathedral Erection Board, or such other persons as shall, by any Act or resolution of the Church Assembly of the Diocese of Melbourne, be empowered to proceed

from time to time with the erection of a new cathedral for such diocese,
to sell or otherwise dispose of, and to remove all or any of the buildings, or any portion of the buildings, on the land herein described,
and to erect on the said land a cathedral church for the Diocese of Melbourne, and such buildings as it may be thought desirable to erect in connection therewith;
such cathedral and buildings, and the management of the affairs thereof, to be subject to the provisions of the Act of the Church Assembly, No. 3, Session 1869, intituled, “An Act for the constitution of a cathedral establishment at Melbourne,” and of the Act of such Assembly, No. 2, Session 1877, amending the same, or to the provisions of any Act of such Assembly which shall be in force for the time being, in relation to such cathedral.

With the previous consent –

- (a) of the body of persons aforesaid, expressed by resolution at a meeting thereof, and
- (b) of the Bishop, or, during the vacancy of the See, the person administering the affairs of the diocese, testified in writing and
- (c) also with the authority of the Church Assembly of the Diocese of Melbourne, given or expressed by Act to be passed at some session thereof, held in accordance with the provisions of Act No. 45 and Act 36, No. 454, or of any Act for the time being in such case made

and provided, first obtained,

to sell, lease, mortgage, or exchange, all or any portion of the land herein described, the proceeds of sale, lease or mortgage, or the land taken in exchange to be applied, used, or expended for the purposes of the proposed cathedral, including the purchase of freehold land, in such manner as may be agreed upon by the trustees and the persons aforesaid, and be sanctioned by some Act of the said Church

Assembly, to be passed as aforesaid.

All buildings, until removed, or otherwise disposed of, to be held and used for the purposes for which they were erected.

The Bishop, or during the vacancy of the See, the person administering the affairs of the diocese to have the power, with the advice of the council thereof, to remove trustees and to appoint new trustees, and to fill up all vacancies occurring in the trusteeship.

Purposes to which proceeds of disposition are to be applied.—

Proceeds of sale of buildings to be applied to such purposes, for the benefit of the parish of St. Paul's, Melbourne, as the trustees and the Bishop in Council may approve.

As witness the hand of the Administrator of the Govern—of the Colony of Victoria, this fourth day of March 1879.

NORMANBY,
Administrator of the Government of the
Colony of Victoria.

THE FOURTH SCHEDULE

THE ALLOWANCE OF THE CATHEDRAL LANDS

Published in the Victoria Government Gazette, 7 March 1879, page 530, as amended or varied by Order in Council dated 30 October 2018 and published in the Victoria Government Gazette, 1 November 2018, page 2515.

DISPOSITION OF CHURCH LANDS ALLOWED.

A STATEMENT of Trusts having been submitted by the head or authorized representative of the denomination of the Church of England, in the Diocese of Melbourne, in the Colony of Victoria, under the provisions of the *Act to provide for the Abolition of State Aid to Religion*, for allowance by the Administrator of the Government, the same was allowed by him on the fourth day of March 1879, and the following is the form in which such statement of trusts has been allowed:—

Description of land.—Allotments 1, 2, 3, and 20, of section 6, city of Melbourne, having a frontage of three hundred and thirteen feet six inches to Swanston street, by a depth of two hundred and sixty-four feet fronting Flinders lane, and of two hundred and sixty-four feet fronting Flinders street.

Names of trustees.—The Bishop of Melbourne, the Very Reverend Hussey Burgh Macartney, D.D., the Reverend John Edward Bromby, D.D., The Reverend Septimus Lloyd Chase, M.A., the Honorable Sir William Foster Stawell, William Edward Hearn, L.L.D., Henry Henty, Esquire, John Matthew Smith, Esquire, Germain Nicholson, Esquire, John Donovan Gowan, Esquire, all of Melbourne.

Powers of disposition—

1. Melbourne Anglican Trust Corporation, the trustee of the above land,
 - (a) at the direction of:

- (i) the Chapter of the Cathedral, and
 - (ii) the Archbishop, or, during the vacancy of the See, the person administering the affairs of the diocese, testified in writing, and
- (b) with the consent of the Synod of the Diocese of Melbourne, given or expressed by Act to be duly passed at some session of the Synod, held in accordance with the Acts of the diocese for the time being in such case made and provided, first obtained,

must:

- (c) sell, lease for a term exceeding 21 years, exchange or mortgage or otherwise encumber all or any portion of the land, and
- (d) apply, use or expend the proceeds of such disposition, in such manner and on such terms and conditions as may be determined by:
 - (i) the Chapter of the Cathedral, and
 - (ii) the Archbishop, or, during the vacancy of the See, the person administering the affairs of the diocese, testified in writing, and

with the consent of Synod given by an Act to be passed as provided above.

2. Melbourne Anglican Trust Corporation:

- (a) at the direction of:
 - (i) the Chapter of the Cathedral, and
 - (ii) the Archbishop, or, during the vacancy of the See, the person administering the affairs of the diocese, testified in writing, and
- (b) with the consent of the Archbishop in Council of the diocese, first obtained,

must:

- (c) otherwise lease or license all or any portion of the land, and
- (d) apply, use or expend the proceeds of that lease or licence for the purposes of the Cathedral,

in such manner and on such terms and conditions as may be determined by:

- (i) the Chapter of the Cathedral, and
- (ii) the Archbishop, or, during the vacancy of the See, the person administering the affairs of the diocese, testified in writing, and

with the consent of the Archbishop in Council of the diocese.

3. Melbourne Anglican Trust Corporation must:

- (a) at the direction of:
 - (i) the Chapter of the Cathedral, and
 - (ii) the Archbishop, or, during the vacancy of the See, the person administering the affairs of the diocese, testified in writing, and

and with the consent of the Archbishop in Council of the diocese, first obtained, erect, alter, demolish, add to, refurbish or redevelop any building on the land; and

- (b) at the direction of the Chapter of the Cathedral—
 - (i) repair and maintain any building on the land; and
 - (ii) exercise such other powers with respect to the land or any portion of it as are not inconsistent with the above trusts and as may be conferred by an ordinance of the Synod or implied at law.

As witness the hand of the Administrator of the Government of the Colony of Victoria, this fourth day of March 1879.

NORMANBY,

Administrator of the Government of the Colony of
Victoria.

Cathedral Act 2016

NOTES

¹ The **Cathedral Act 2016** was passed on 20 October 2016 and was assented to and came into operation on .

² This reprint incorporates the amendments made to the **Cathedral Act 2016** by the following Act:

Name	No.	Date of Assent	Date of Commencement
<i>Diocesan Legislation (Revisions and Repeals) Act 2021</i>	2/2021	4 November 2021	4 November 2021
<i>Cathedral Legislation (Amendment) Act 2021</i>	4/2021	4 November 2021	4 November 2021 except s 9

³ Until 1 January 2022 section 29 provides as follows:

"29. Appointment or election

Subject to the eligibility requirements of the preceding section—

- (a) the Archbishop may from time to time appoint—
 - (i) 2 lay persons; and
 - (ii) 2 persons in holy orders as canons of the Cathedral;
- (b) the Synod may elect—
 - (i) 4 lay persons; and
 - (ii) 6 persons in holy orders as canons of the Cathedral; and
- (c) the electoral roll members at a duly convened meeting may elect 2 lay persons whose names are on that roll as canons of the Cathedral."