



Section 5

2019 Convention of Synod

District Church Council Report

DCC Report – Convention of Synod, LCAQD, 2019

We gather again as Synod under the banner “Lord, teach us to pray”. Christ gave us a wonderful example in the prayer he prayed, recorded in Matthew 6: 9 – 13. In the 17th chapter of the Gospel of St John Jesus example of prayer continues with the words he prayed in the Garden just prior to his betrayal. We see in this account that Jesus prays for us as well as for his immediate disciples. We were on his mind even then.

Jesus’ example to us reminds us that prayer should not be an ‘added extra’, if we remember to do it. Rather prayer is our regular communication with the God who made us, and who seeks a relationship with us on a daily even moment-by-moment basis. Prayer also is not just our petitions to God but is our way of listening to God’s still, small voice.

District Church Council prays before, during and after each meeting. We are well aware of the fact that we are being God’s hands, feet and heart for the Lutheran Church here in Queensland. And what a diverse church it is! As well as the parishes and congregations of the church, we have ‘congregations’ wherever we have entities that serve the community in Christ’s name under the banner of the LCAQD in our State. Our schools and colleges, early learning centres, aged care residences, facilities for the otherwise marginalised of our society, camping facilities run by LYQ – and the list goes on – are all places that God has provided for us to care for the people loved by God.

In order for this care to occur, good governance and management is of real importance. District Church Council is part of the governance oversight of all that has been entrusted to us, elected by Synod.

As reported at the Convention of Synod in 2018 we are on a journey of change. And change does not come easily to any of us. Synod gave DCC the mandate to continue with the Governance Change Project and there has been a significant amount of work that has been done and will continue to be done right up to the 2019 Convention of Synod and beyond.

While continuing with the regular business of DCC, members have also been involved in various sub-committees of the Governance Change Project. This has resulted in the proposals that Synod will have to decide when we meet. Rather than itemising these in this report, all matters to do with the Governance Change Project will be recorded in that part of the Book of Reports. I ask that you take the time to prayerfully consider all that you read; to discuss it with your congregations and ask for clarification if it is needed. We stand on the brink of much needed change, not of our theology but of the way in which we do ‘business’. And it is not a whim. It has come about because of wide consultation with all of the stakeholders.

These paragraphs from the 2018 DCC Report to Synod are included to remind you of the Governance Change Journey so far:

“Much of the past 12 months of District Church Council’s energy has been harnessed to assist with the Governance Review and Restructure. This has been in

2 parts – until the end of 2017, all Councils of the District were engaged in reviewing how they operated. This was done with the assistance of a facilitator, Les Stahl, who has worked with the LCA to review national structures. Les also sought the opinion and wisdom of leaders in the District (including Directors of the departments) to put forward from the vast material he had gleaned some new models for governance structures.

In 2018 we have ‘workshopped’ these models with another facilitator, Terence Corkin, to ascertain a process that will assist us into the future. Whatever is decided (and at the time of writing, a proposal for this Synod is not yet completed), we will move on together because the process has listened to and valued the input of every person involved. Members of governing councils have collaborated to find the most practical outcome for our District. Be assured that nothing is changing yet! But we have some new and exciting ideas for you to reflect upon.”

At 2018 Synod, the ‘model’ for change was selected and the continuing work has been about putting flesh and bones on that new Model for Governance.

The current membership of the District Church Council is:

District Church Council (end of March 2019)	Congregation	DCC Sub Committees
Bishop Paul Smith	St Peters, Indooroopilly	Executive The Bishop is a member of all sub-committees and Departments
Rev Mark Vainikka 1st Assistant Bishop	School Pastor/Chaplain, Redeemer Lutheran College, Rochedale	Executive
Rev Ben Hentschke 2nd Assistant Bishop	Senior Pastor, Ipswich Parish	Executive
Margit Hubbers Secretary	Our Saviour, Rochedale	Executive
Rev Mark Brinkmann	Grace Congregation, Redcliffe	
Rev Nathan Glover	St Andrew’s Lutheran College, Tallebudgera	
Michael Klatt	St Pauls, Nundah	Constitutions RAFC
Bruce Lockwood	St Peters, Indooroopilly	Gov Change Project
Helen Mibus	St Johns, Ipswich	
Adam Richardson	Good News, Middle Park	
Danielle Robinson	Grace Congregation, Redcliffe	
Andrew Spyropoulos	St Marks, Mount Gravatt	Constitutions Committee
Cheryl Steinhardt	Redeemer, Laidley	

What remains a constant is that ministry and mission lies at the heart of all that we do. The work of DCC may resemble a business meeting with the discussion of Budgets,

loan approvals, property and legal matters. But all these are to do with the ministries of the Departments of the District. Whether they are catering for adolescents at Luther Heights or preparing meals for residents at one of our Aged Care facilities, supervising students at one of our Colleges or supporting pastors and congregations as they minister to their community, this is our 'business'.

Last year the Royal Commission into Institutional Responses to Child Sexual Abuse was having an impact on all of our departments as we responded to the outcomes of that investigation and put into practice better ways of keeping the vulnerable safe. Some of these may seem like unnecessary intrusions which manifest as extra work for 'someone'. Currently the Royal Commission into Aged Care is shining its light into part of our ministry and there will be further investigation with the forthcoming Royal Commission into Violence, Abuse, Neglect and Exploitation of People with Disability established on 4 April 2019. We have amazing people working in all our departments who are able to represent us and answer the questions asked by these Royal Commissions.

The work of District Church Council is supported by the team of people who work on the 3rd floor at 24 McDougall Street. There have been some changes in the last few months to the faces you see or the voices you hear when you contact the office. This has been necessitated by staff movements and staff taking leave for various reasons. God has provided excellent replacements, sometimes at short notice! We are grateful for the calibre of people who answer our calls for temporary staff.

This is my last report to Synod as Secretary of District Church Council. It has been a difficult decision for me to step aside. But it opens a door of opportunity for someone else. God has indeed blessed me richly as I have undertaken the role. His loving kindness is apparent every day. It has been a privilege to serve. God's blessings on the LCAQD into the future.

Respectfully submitted,

Margit Hubbers

Secretary DCC



Section 5.1

2019 Convention of Synod

Risk, Audit and Finance Committee Report

Report to Convention of Synod – LCAQD

Risk, Audit and Finance Committee

The Risk Audit and Finance Committee (RAFC) has eight members, one of whom is a DCC member and there are representatives from departments on the committee. That initiative to have representatives on the department is working well to assist with the provision of information in respect of proposals and matters concerning department issues to be considered by RAFC.

RAFC is not a decision maker, but makes recommendations to the District Church Council on matters referred to it, to assist DCC with their decision making.

RAFC considers draft budgets for submission to Synod in relation to the district and departments, considers auditors reports in relation to the financials for the district and departments, loan applications, policies, delegations and authorities matters, proposals to buy and sell a property, investment decisions and any matters which pose a risk to the district.

Over the last 12 months, RAFC have specifically considered and provided recommendations to DCC on:

- The proposal to redevelop Luther Heights and the associated loan application.
- A Delegations of Authority Policy for council for Lutheran Education Queensland in favour of school councils.
- Expansion of Redeemer Lutheran College, Biloela to senior secondary years.
- A loan application by Faith Lutheran College, Redlands.
- A Lutheran Services request to acquire a business at Fernvale.
- Lutheran Services development application for Black Mountain Care Farm.
- Lutheran Services redevelopment proposal for sale of Hume Street, Stage 1.
- Review of Lutheran Services operations by an independent consultant.
- Loan application for Lourdes College.
- District policy concerning labour hire licensing laws.
- District Church Workers Service Policy.
- A District Capitalisation Policy.
- A review of LLL loan application forms.
- LLL loan summaries report.
- Transfer of administration of the LCAQD Transfer Fund to national office.
- St Peter's Springfield loan application.
- Recommendation for a funding formulae for the cost of the governance review.
- LEQ borrowing report showing current debt.
- Considering borrowing arrangements with Westpac.
- Considering documents provided by the LCA concerning LLL loan security framework.
- Loan application by Concordia Lutheran College.
- Manse loan application for St Peter's, Indooroopilly.
- Sale of property at 21 Baronga Street, Middle Park.
- Management of the District Blue Card registry.
- Consideration of the QBCC safer buildings audit and a process for ensuring compliance within the district.
- Budget for the Governance Change project.

- Purchase of land at St John's Lutheran Primary School.
- Purchase of land at 11 Sydney Street, Nambour.
- Sale of property at St John's, Millmerran.
- Loan application for Trinity Lutheran College.
- Increase in borrowing limit for Immanuel Lutheran College.
- Loan application for St Paul's Lutheran Primary School.
- Purchase of Peace Gatton OSHC.
- Consideration of the amalgamation of land titles at Mysterton.
- Meeting with BDO auditors for Lutheran Services to review their audit report.
- Consideration of a just formula for department governance levy contributions to the district.
- Sale of Grace Lutheran Riverview Manse.
- Consideration of a purchase proposal for Calvary Lutheran Church, Rockhampton.
- Loan application for Immanuel Lutheran College.

The Chair acknowledges the contribution of all committee members of RAFC in considering matters of significant importance to the financial sustainability of the Lutheran Church in Queensland and its various missions.

Michael Klatt
Chair



Section 5.2

2019 Convention of Synod

Proposed Governance Model

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1. Preface – Bishop Paul

"Hope does not disappoint us." This is the Lord's promise to us in Romans chapter five. He has come amongst us in the manger at Bethlehem. He has given his life for us on the cross at Calvary. He has risen from the empty tomb outside Jerusalem and he has sent us to witness of these things, to live as people of hope.

I thank our Lord of all hopefulness for the diligent work of so many people in our Queensland Lutheran communities, who have offered their gifts in service to the mission of God through this Governance Review Project. There have been meetings and conversations, writings and reviews of writings. The primary goal is to serve God and to serve the people of Queensland through strengthening the way we work together in our modern era as an organised incorporated entity. Within this goal is the commitment to the generations that come after us, to pass on the robust communities of witness and service that we have received from those who went before us.

I commend these governance change proposals to you and encourage that you would ask the Lord to guide you as you work through the proposals that your sisters and brothers of our Queensland Lutheran Church have prepared for us. A draft of these proposals was issued early in February for comment. The feedback you have provided has been invaluable. Your comments have been prayerfully considered and taken into account while formatting the final proposals. I believe it is good for our Church to have enabled conversation and consideration across the District before tabling the final proposals which are being taken to the Ipswich Synod in June this year.

There have been many folk involved in this work, but I would like to give particular acknowledgement to our District Church Council member, Bruce Lockwood for his passion and commitment to the mission of God in leading this governance review project since June 2018.

Finally, I pray that the Lord of the Church would use these governance review proposals to enable his people of the Lutheran Church of Australia Queensland District, to be better able to "give a good account of the hope" that is within us. (1 Peter 3)

Your fellow in Christ,

Paul +
Bishop LCAQD.

2. Introduction

At the 2018 District Synod it was resolved that:

“Synod 2018 supports the direction of the governance model, as tabled in the Synod Book of Reports, as the preferred direction for governance in the LCAQD.” Resolution 18CoS:16

“District Church Council will develop an implementation plan and other processes required to move to the proposed governance model, and fund this activity from District funds.” Resolution 18CoS:17

In order to fulfil these resolutions the District Church Council appointed a project chair from its membership. The project chair was given the brief to form a committee with representation from each of the four department councils and to form the necessary teams, and find the resources and consultants necessary to move to the proposed governance model. This work has been undertaken during the 2018 – 2019 Synodical term.

A full-time co-ordinator and assistant were appointed to project manage the governance change project. Besides the two full time project coordinators, the chair, and the representative committee of five, there are eleven Working Parties with a total of seventy three members appointed to undertake detailed studies of the many aspects of our governance organisation and structures and make recommendations to the District Church Council. Some of these Working Parties will have concluded their work in this Synodical term, while others will undertake most of the work during this coming synodical term.

The District Church Council has now thoroughly examined and agreed the proposals to be presented to Synod. These are included in Appendix One. The DCC proposes that the proposed new governance structure is implemented for a Review Period of one synodical term commencing at the close of synod 2019 and concluding at the commencement of synod 2020. During this review period a Review Panel will be in place so that the District as a whole can submit feedback for attention as the review progresses.

The Constitutions Committee has undertaken a comprehensive review of the By-laws Part B in order to facilitate this Governance Change Review. Terms of Reference have been written, reviewed or revised for the Board, District Assembly, First Assistant Bishop, Treasurer, Chair, Secretariat, Bishop's Desk, District Secretary, Senior Managers' Forum and other roles and duties as required.

The good Governance of the District and the Departments of the District relies on the Policy of Authorities and Delegations so that all matters are decided and managed at the appropriate and agreed level. The current document was developed over three years and authorised in 2017. This document is being reviewed as part of the governance change project and any updates and amendments deemed necessary will be a priority item on the agenda of the first District Assembly in October 2019.

In governance we seek to fulfil the Objects of the Church by strategically embedding and enhancing our culture of service to others.

Key changes proposed include:

- Renaming the District Church Council (DCC) as District Church Board (DCB)
- A new District Assembly to focus on regular cultural and strategic reviews of the district and departments
- Representation of the Department Councils on the Board and at District Assembly
- Greater distinction between governance and administration
- The Synod to elect a lay chair that the Bishop will appoint for the business sessions of Synod and Board meetings
- Reintroduction of the Treasurer role
- Synchronisation of meetings of the governing entities
- Focusing the Secretariat on matters supporting the governing entities
- Establishing a Bishop's Desk within the Secretariat
- Creating a collaborative administrative resource network to meet requirements of the Departments
- Changing the First Assistant Bishop to a full time called and elected role to provide essential support for the Bishop in an increasingly complex regulatory environment

The **Project Purpose** as defined by the working parties:

This project exists to build a home for our church of the future that recognises and enables our participation in Christ's mission of bringing God's love into everyday life. In developing a culture of contemporary and agile governance, we recognise the maturity and experience of our Lutheran communities and agencies, and the part each plays, working side by side in a healthy church.

3. Governance Vs Administration

A key challenge facing the Governance Change Project Committee has been a blurring of the distinction between governance and administration in the LCAQD. This blurring can create some inefficiency in the way we manage communications, decisions, approvals and delegations. Clarifying our governance structures and procedures can provide dividends in efficiency and effectiveness, freeing more of our time and resources for service in ministry and mission.

The District Synod is the highest constitutional authority of the District with power to direct and control those to whom it has entrusted tasks or delegated authority. Between synods that delegated authority is given to the District Church Council which in Queensland is incorporated under Letters Patent as the Board of the District. There is only one board in Queensland District. The work of the District and of the four departments in the District is governed by this board. The members of the board individually carry fiduciary responsibilities.

The Australian Institute of Company Directors (AICD) document “Good Governance Principles and Guidance for Not-for-Profit Organisations” (NFPs) says that clarity is required concerning the role of the board:

“For a board to function effectively there needs to be clarity regarding its role. While part of the board’s role is to oversee the operations and finances of the organisation, it is usually also externally focused and concerned with the larger context and “settings” of the organisation. Management on the other hand, tends to focus more on operational detail.

The role of the board usually involves certain core elements, such as:

- *Determining, reviewing and maintaining the vision, purpose and values of the organisation.*
- *Approval of short and long-term strategies.*
- *Approval of annual budgets.*
- *Approval of expenditure over pre-specified limits.*
- *Appointment, performance evaluation and (if the circumstances necessitate) termination of the employment contract of the CEO.*
- *Risk oversight.*
- *Providing a check on the integrity of external financial and non-financial reports.*
- *Any additional monitoring of the activities of the organisation in order to satisfy itself that the NFP is being properly managed.*
- *Supporting effective engagement with key stakeholders.*

The role of management is often described as being responsible for implementing the strategy approved by the board, to get the right results and deliver the right outcomes (depending on the organisation's purpose), without too much direct board involvement. It may be the case that involvement of the board in organisational activities expands and contracts over time, as the needs of the organisation change. For instance, boards may become more involved in the operations of an NFP in the organisation's early years or where there is a period of significant change.

One problem that can arise in some NFP's is the blurring of role boundaries. This can arise, for example, where directors serve in a volunteer capacity and view "stepping in to fill operational gaps" as merely an extension of their volunteering activities. This can create problems from a governance perspective, including the blurring of accountabilities. Directors might be "wearing two hats": as a key operational contributor (like a senior executive), and as a board member. To meet what can be a common challenge of "role confusion", it is vital to remember no matter what they do, directors still have the same legal duties and responsibilities, and need to govern in the best interests of the whole organisation."

The Project Committee has focused on providing good governance by creating clarity and distinction between the governance and the administration entities operating in the District.

This report proposes both the proposed governance structure and the resolutions necessary to implement a review of this structure over one synodical term.

The seven proposed resolutions are grouped under four headings:

1. Implement and Review the Revised LCAQD Structure
2. Facilitate Governance Changes
3. Address the Title of the New Governance Board
4. Enhance the Roles and Responsibilities of the Bishop

4. Proposals to Implement and Review the Revised LCAQD Structure.

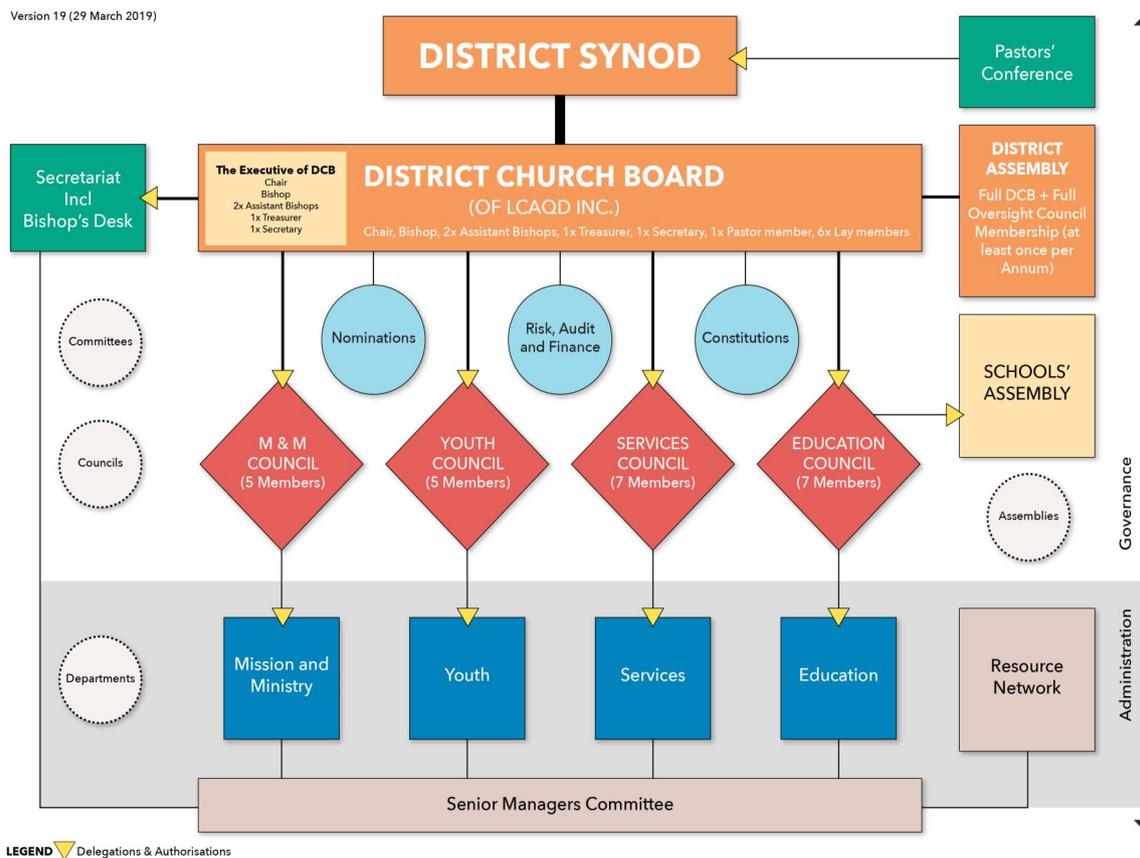
Proposal One

Resolved that the proposed Governance Changes and Restructure of LCAQD as detailed in the structure diagram (version 19, dated 29 March 2019), and the accompanying explanatory notes, be implemented for review during the 2019/2020 synodical term and that the necessary amendments to the LCAQD By-laws Part B be promulgated for the duration of the review period. Any current By-law Part B which conflicts with the purpose of the review is deemed suspended for the duration of the review.

Proposal Two

Resolved that the Executive of the District Church Board be the Chair, Bishop, two Assistant Bishops, Treasurer and Secretary, and that a quorum be four (4) members of the Executive.

Proposed LCAQD Structure (see Appendix Two for larger version)



The reasons for proposals one and two are included below in the elements of the proposed structure being A. Governance Level Structure and B. Administration Level Structure

A. Governance Level Structure

District Synod

The power of the District is exercised through Convention of Synod, which is the highest constitutional authority of the District with power to direct and control those to whom it has entrusted tasks or delegated authority.

The Convention of Synod meets annually. The delegates are pastor delegates, lay delegates elected by congregations, members of church council, principals of secondary schools, chairs of standing committees of the district and the Treasurer/Administrator/Secretary. The Pastors Conference is delegated to provide theological advice to the Convention of Synod as required.

District Church Board (DCB) - formerly called District Church Council (DCC)

The District Church Council is the only Board of the District. Renaming the Church Council to Church Board clearly distinguishes between the Board and the Oversight/Governance Councils of the Departments. It is the District Church Board which carries the fiduciary duties and liabilities of the District and this needs to be made clear to both internal and external stakeholders.

The Board has thirteen members, the same number as in the Letters Patent. These members include:

- The Bishop, two Assistant Bishops and one pastor member at large;
- The Chair, Treasurer, Secretary; and
- Six lay representatives (one lay member for each Department being Mission & Ministry, Youth, Lutheran Services, and Education, one representative for Risk Audit and Finance Committee and one lay member at large).

The Letters Patent under which the District is incorporated lists the President, Vice President and Secretary, Pastor Members and Lay Members as holding the Offices of the District. A resolution of the Synod is not required to make changes to those holding these Offices.

The Executive of the District Church Council is proposed to be the Chair, Bishop, two Assistant Bishops, Treasurer and the Secretary. The restructure proposes that the District Church Board and the Executive meet bi-monthly on alternate months. As four of the proposed DCB are also members of the Councils of the four Departments this program of alternating meetings allows the Executive of DCB, and the members who are members of both DCB and a Council to attend meetings on alternate months and smooth the governance processes.

District Assembly

The District Assembly brings together all the members of the DCB and the four Councils each year to share, review, and reflect on the work of the District. The District Assembly would have thirty three (33) members. The central purpose of the District Assembly would be to review and reflect on the Strategic Charter 2017-2021 of LCAQD, its implementation and effectiveness, and to enhance, celebrate and promote the culture of LCAQD. The District Assembly perpetuates the collaborative spirit of the departments which brought about this project through the Les Stahl and Terence Corkin workshops. The District Assembly would be forward looking and have the right to bring recommendations and proposed resolutions to the District Synod and General Synod through the DCB.

Standing Committees

The three (3) standing committees proposed are:

- Risk, Audit and Finance Standing Committee retained in its present format with an increased focus on policy and compliance;
- The Constitutions Standing Committee is retained in its present format; and
- The Nominations Committee has a role in ensuring the quality, balance and diversity of candidates put forward for election to the DCB, Councils and Standing Committees. The Nominations Committee is also intended to have a role in assisting with succession planning and building the next generation of leaders in the church

Governance Change Project Committee

The Governance Change Project Committee is an ad-hoc committee formed by District Church Council for the specific purpose of working towards the implementation of the governance changes deemed necessary by resolution of synod in 2018.

It is proposed that the work of this committee continues through the next synodical term while the governance structure is undergoing review. There is still a body of work to be completed on Culture and Strategy, on developing Communities of Witness and Service, on Delegations and Authorisations (the DnA of the Departments) and fostering a culture of professional development and succession planning. This work is planned to be completed by the end of this synodical term and the committee will report on its findings and outcomes, together with the Review Panel at the 2020 synod.

Councils

There are four (4) Councils proposed, one for each Department. Each council has a delegated governance role in relation to its department. Each council is the direct link between the administration of the department and the DCB. Not only are they the direct link between the administration of the department and the DCB but each council will now have permanent representation on the DCB and the District Assembly.

It is proposed that the membership of the Councils is five (5) members for Ministry & Mission (CM&M) and Lutheran Youth of Queensland (CLYQ) and seven (7) members for Lutheran Education Queensland (CLEQ) and Lutheran Services (CLS) respectively. This is reflective of

the complexity, size and legislative requirements surrounding the governance of these departments.

Terms of Reference (TOR's); policies; procedures; delegations and authorisations (DnA); and reporting templates establish protocols for operations and communications between the DCB and the departments. These TOR's, policies, procedures, delegations and authorisations (DnA) and reporting will also inform the basis for audit. The Councils are the hubs through which the departments communicate directly with the DCB.

Schools Assembly

The current Schools Assembly has a governance and delegation of authority role, largely to decide on the distribution of government funding between the schools and other matters requiring collaboration. Therefore, the Schools Assembly is treated as a governance entity of the LCAQD.

Secretariat

The Secretariat will focus on supporting the District Church Board with governance matters relating to legislative and legal compliance e.g. ACNC, ATO. The district administrative functions will come under the management of the Secretariat and provide administrative services to the non-department areas such as the Bishop's Desk and support other district related functions as required. This will create a clear distinction between governance and management/ administration. The Secretariat will be part of the Senior Managers Committee and contribute to efficiency opportunities through the Resource Network.

B. Administration Structure Level

Clarity of the differentiation between governance and administration is key to effective functioning and operations of LCAQD. Currently there are five arms of administration. The first is the Secretariat (including the Bishops Desk and other general district support functions) and the other four are the Departments. It is in the Secretariat and the Departments where the current day to day functioning and administration of the District is undertaken under delegated authority. However, it is also in these administrative areas where the distinction between governance and administration has become most blurred.

Functioning of the Departments

A Working Party is examining the functioning of the Departments, specifically reviewing TORs; Policies; Procedures; delegations and authorisations (DnA); and reporting. The DnA is currently being reviewed for required changes to support the new structure and will be presented to the District Church Board and District Assembly for approval. Key to the smooth operation of the LCAQD is the sequencing and programming of meetings to ensure efficient, effective and timely decision making and communications of compliant submissions and

decisions between the departments' administration and councils and between the councils and the DCB.

Senior Managers Committee

The Senior Managers Committee (SMC) with representation from each of the Departments and currently chaired by the Bishop for implementation, has been successful over recent times. This Committee is the administrative vehicle through which the work of the departments is collaborated. The Committee identifies areas of management and administration such as funding, resourcing, procuring, reporting and compliance, which can be more efficiently and effectively resourced through working together. The Senior Managers Committee has recently resolved to meet monthly, in order to be more agile in implementing efficiencies.

Resource Network

There is some degree of inefficiency and duplication between departments in relation to management and administration. Far greater efficiencies, effectiveness in resourcing, procurement, facilities, technology are still to be identified. There are significant operational efficiencies and cost savings to be achieved for all departments by collaboration and sharing of common systems, reporting, resourcing and facilities. The Senior Managers Committee instigated by Bishop Paul is working well and is encouraged to grow in its vision and scope and drive the Resource Network concept.

The Resource Network could become the platform for the study of Parishes and formation of Communities of Witness and Service (CW&S) during the next Synodical term. The Resource Network is a collaborative framework for shared services across the LCAQD departments (e.g. IT, Property, Finance, HR). The digital network of shared resources will be strategically overseen by the Senior Managers Committee with key staff or task-forces appointed for roles or tasks as determined by the SMC.

5. Proposals to Facilitate Governance Changes

Proposal Three

Resolved that the following By-law amendments, additions or deletions, promulgated for the purpose and duration of the Governance Changes and Restructure review period will sit alongside the current By-laws for the next Synodical Year and cease or continue as approved by Synod following recommendation by the Governance Change Review Panel.

Reasons for the Proposal

Various By-laws need to be amended, added or suspended in order to facilitate this Governance Changes and Restructure review period. This work is well underway. The Governance Change Committee and Constitutions Committee has gained expert legal advice regarding ACNC legislation for both Constitutional frameworks for the future and immediate

By-law advice for the proposed review period. While this proposal requires the promulgation of By-laws for the purpose and duration of the review period it is necessary, in order to avoid doubt, that the intent of the current By-laws remains intact except where specifically suspended for the duration of the review period. This proposal introduces a sunset clause for the review period. The By-law changes will be drafted and distributed as late documentation prior to Synod.

Proposal Four

Resolved that the District Church Board at its inaugural meeting appoints a Governance Change review panel with prescribed Terms of Reference and that the Review Panel reports to the District Assembly and District Church Board as implementation progresses; and reports to 2020 Convention of Synod with recommendations on further implementation of new governance structures and operations.

Reasons for the Proposal

The proposed review period of the new governance structure requires a prescribed process of review. A review panel would be tasked with obtaining and receiving feedback from the arms of the church and also studying the outcomes of the review and making recommendations to the Governance Change Project Committee as the District prepares for full implementation in 2020.

Proposal Five

Resolved that the Governance Change Project progress throughout the 2019/2020 Synodical Term and that the LCAQD continue to fund the project so that by the 2020 Convention of Synod is informed, prepared and able to consider and act on the recommendations of the Review Panel.

Reasons for the Proposal

During this Synodical term the Governance Change Project has focussed on high level strategic changes deemed necessary to make the functioning of the District more efficient, effective, accountable and streamlined. While the review of the new structure proceeds there are many matters of detail remaining to be addressed. These matters relate to the interface between governance and administration of both the District and the Departments. Collaboration, shared resources, and efficiencies will be examined. Delegations and authorisations between board, department council to executive officers and departments will be carefully scrutinised. The culture of service, accountability and communications will be promoted. The Senior Managers Committee will be progressing a collaborative LCAQD budgeting model project that will include the funding of various LCAQD components such as the Secretariat including the Bishops Desk, district support functions, and the governance project. The continued funding of this project by the District for the District is a sound investment in our future.

6. Proposal to Address the Title of the New Governance Board

Proposal Six

Resolved that the District Church Council (DCC) of the Lutheran Church of Australia Queensland District (LCAQD) be renamed the District Church Board (DCB). (A footnote in the declaration to be added regarding By-Laws Part A)

Reasons for the Proposal

The District Church Council is the only Board of the District. Renaming the Church Council to Church Board clearly distinguishes between the Board and the Oversight/Governance Councils of the Departments. It is the District Church Board which carries the ultimate fiduciary duties and liabilities of the District and this needs to be made clear to both internal and external stakeholders.

7. Proposal to Enhance the Role and Responsibilities of the Bishop

Proposal Seven

Resolved that the First Assistant Bishop be a full time called and elected role with a three year term of Office to support the Bishop and share the duties of the Bishop as determined by the Bishop.

A series of heart health issues affecting many of the bishops of the LCA over recent times has highlighted to the DCC that it is not possible for the Bishop to faithfully, diligently and strategically attend to all matters pastoral, and preside over all governance matters required of the role. The Assistant Bishops have their own full time call and are therefore limited in the time they can dedicate to supporting the Bishop. The District is greatly blessed to have a Bishop with the diverse talents, insight and wisdom of Bishop Paul. However, overload is never sustainable. This proposal recommends sharing the duties of the Office of Bishop and to allow the Bishop more time and space for prayer, study, reflection, teaching, sharing, caring, communicating and leading.

The proposal is to make the First Assistant Bishop a full time calling. The proposed additional duties of the First Assistant Bishop would be “any such duties of the Bishop under “Part B SCHEDULE 1 OFFICIALS OF THE DISTRICT A. BISHOP 4.1 to 4.17 inclusive.” delegated by the Bishop from time to time. This gives the Bishop the ability to delegate duties according to the gifts of the First Assistant Bishop and their respective workloads.

A further opportunity to reduce workload is for the Bishop to delegate the chairing of the business sessions of Synod, the District Assembly and the DCB to a lay member of the DCB. By delegating this role, the Bishop can preside and speak on all matters before the District without the protocols of handing over the duties of the Chair while speaking. The Synod is therefore requested to elect the Chair that the Bishop will appoint.

8. Conclusion

The 2018 Convention of Synod approved a resolution to recommend a new governance model and implementation plan. A considerable effort has been made by the Governance Change Committee and various working parties to achieve a draft structure and supporting proposals to take to Convention of Synod in June 2019. The structure, proposals and reasons for the proposals has been included in detail in this document.

Should there be approval for implementation of the proposed governance structure for the review period, the governance change project will move to matters regarding the interface between governance and administration of both the District and the Departments. Focus of the working parties will be on collaboration, shared resources, and efficiencies including delegations and authorisations, culture of service, accountability and communications, parish communities and sustainable funding etc. In addition, a review panel will be established to assess the outcomes of the review period and report to Convention of Synod 2020, with recommendations whether to proceed to full implementation.

9. Appendix One – Proposals

Proposals Regarding a Revised LCAQD Structure.

Proposal One

Resolved that the proposed Governance Changes and Restructure of LCAQD as detailed in the structure diagram (version 19, dated 29 March 2019), and the accompanying explanatory notes, be implemented for review during the 2019/2020 synodical term and that the necessary amendments to the LCAQD By-laws Part B be promulgated for the duration of the review period. Any current By-law Part B which conflicts with the purpose of the trial is deemed suspended for the duration of the review.

Proposal Two

Resolved that the Executive of the District Church Board be the Chair, Bishop, two Assistant Bishops, Treasurer and Secretary, and that a quorum be four (4) members of the Executive.

Proposals to Facilitate Proposed Changes

Proposal Three

Resolved that the following By-law amendments, additions or deletions, promulgated for the purpose and duration of the Governance Changes and Restructure review period will sit alongside the current By-laws for the next Synodical Year and cease or continue as approved by Synod following recommendations by the Governance Change Review Panel.

Proposal Four

Resolved that the District Church Board at its inaugural meeting appoints a Governance Change review panel with prescribed Terms of Reference and that the Review Panel reports to the District Assembly and District Church Board as implementation progresses; and reports to the 2020 Convention of Synod with recommendations on further implementation of the new Governance structures and operations.

Proposal Five

Resolved that the Governance Change Project progresses throughout the 2019/2020 Synodical Term and that the LCAQD continues to fund the project so that the District by the 2020 Convention of Synod is informed, prepared and able to consider and act on the recommendations of the Review Panel.

Proposal to Address Issues of Titles of New Governance

Proposal Six

Resolved that the District Church Council (DCC) of the Lutheran Church of Australia Queensland District (LCAQD) be renamed the District Church Board (DCB). (A footnote in the declaration to be added regarding By-Laws Part A).

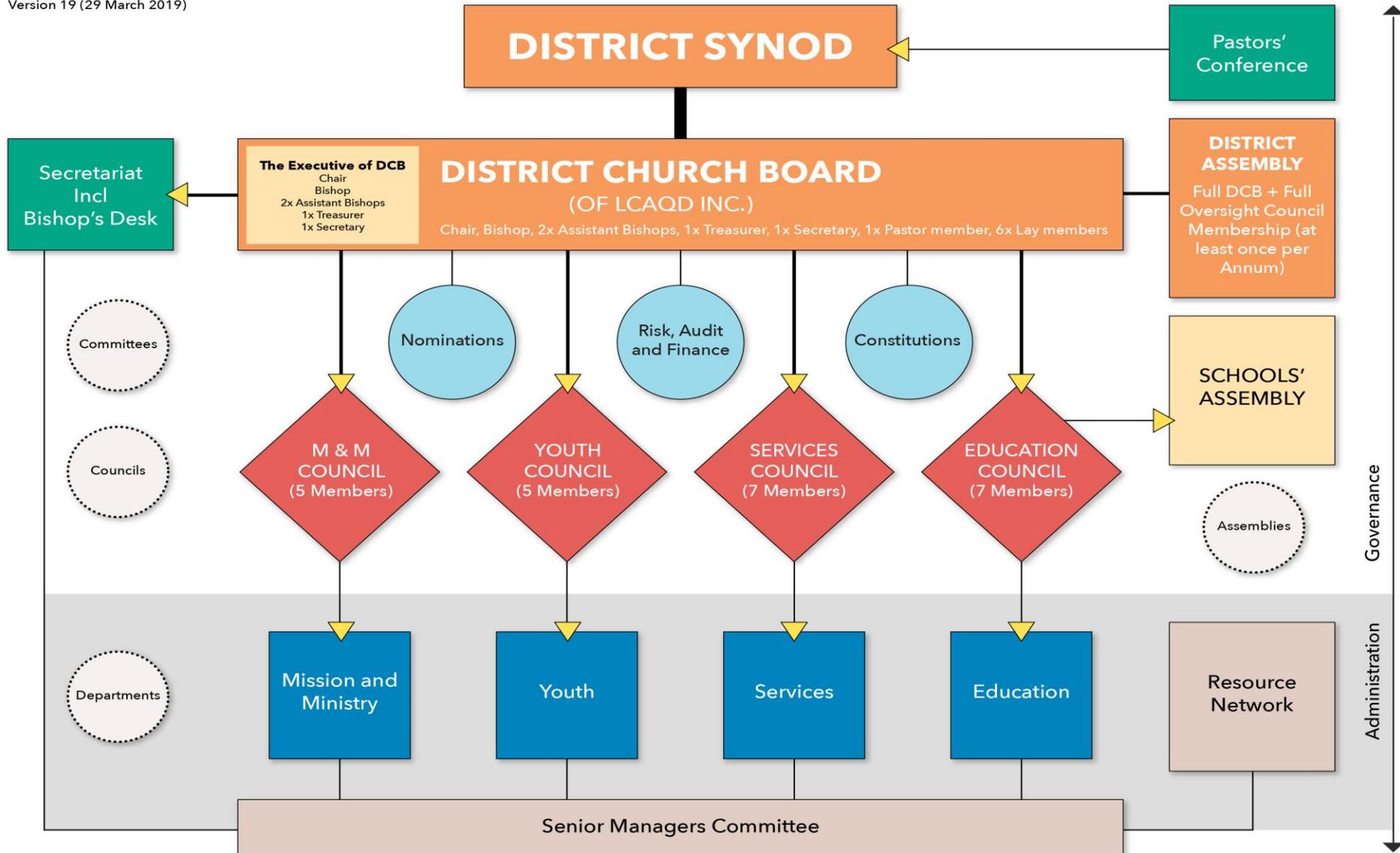
Proposal to Enhance the Role and Responsibilities of the Bishop

Proposal Seven

Resolved that the First Assistant Bishop be a full time called and elected role with a three year term of Office to support the Bishop and share the duties of the Bishop as determined by the Bishop.

10. Appendix Two – Proposed Structure

Version 19 (29 March 2019)



LEGEND ▼ Delegations & Authorisations

“Therefore my beloved be steadfast, immovable,
always excelling in the work of the Lord, because
you know that in the Lord your labour is not in
vain.”

[1 Cor 15:58]



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Section 5.3

2019 Convention of Synod

By- Laws Part B – Proposed Amendments

17 May 2019

By-laws to be implemented for the Governance Change review period

The Constitution Committee of LCAQD has prepared new and amended By-laws necessary for the implementation of the governance change proposals for a one synodical term review period. Only the By-laws necessary for the implementation of the changed structure have been amended or introduced with deleted words ~~striketrough~~ and new words **bold**.

The DCC proposals focus specifically on the governing bodies, namely the District Church Council, the Standing Committees, the Council for each of the four departments and the proposed new District Assembly.

The membership of these bodies has been adjusted in order to enable broad, skills based representation from the ministry, laity and departments.

During the next synodical term, while the review is in progress, the policy and compliance component of the project will shift its focus to the internal governance of the departments and to the interface of the departments with the District through Delegations and Authorizations (DnA).

A comprehensive review of the Part B By-laws has commenced and will be brought to Synod in 2020.

We thank the Constitutions Committee, chaired by Andrew Spyropoulos for their commitment to delivering this good work.

Bruce Lockwood

Chair, Governance Change Review Committee



LUTHERAN CHURCH OF AUSTRALIA QUEENSLAND DISTRICT

BY-LAWS PART B

Proposed Amendments for the Governance Review period

This is a document of the Queensland District of the Lutheran Church of Australia and may be altered only by Resolution of the District Synod.

LUTHERAN CHURCH OF AUSTRALIA QUEENSLAND DISTRICT BY LAWS PART B

SECTION 1. Definitions and Interpretation

1.1. In these By-laws unless the context or subject matter otherwise requires: -

Active Communicant Member meaning: a member of a Congregation who in the opinion of the Pastor of that Congregation or of the Congregation is:

- (a) worshipping frequently;
- (b) communing frequently; and
- (c) adhering to the Confessions of the District;

Bishop meaning: the Bishop of the District;

Book of Reports meaning: the agenda for Convention and the reports published with the agenda;

~~Chairperson of the Committee meaning: where the Committee consists of one person, that one person;~~

Church (LCA) meaning: the Lutheran Church of Australia;

Congregation meaning: a Congregation which is a member of the District;

Convention meaning: a convention of the Synod of the District;

Committee includes: ~~all Officials, Full-time Executive Officers, Officers, Appointees, Councils, Standing Committees, Committees, Commissions, Tribunals, Boards, Schools, Rest Homes,~~ **Assemblies**, Auxiliaries, and other bodies elected, appointed or created by the constitution or By-laws of the District;

Any Committee or Council established under the Constitution and By-laws, except a disciplinary or adjudication tribunal or an ad hoc committee or temporary task force, is by definition a Standing Committee. ~~Standing Committees are Committees of some other entity, on the basis of "by whom appointed" and "to whom reporting".~~

District Church Council-Board (DCC DCB) meaning: the Church Board of the Lutheran Church of Australia, Queensland District;

District Assembly meaning: an assembly of all members of the District Church Board and all the Council members of all the District Departments;

District (LCAQD) meaning: the Lutheran Church of Australia Queensland District;

District Delegate meaning: each of the persons referred to in the District Constitution Article VII.2 **Clause 2, The Synod;**

Executive Officer meaning: the Chief Executive Officer (CEO) of a Department of the District, or by whatever title that office may from time to time be designated, including Head of Department (HOD), Executive Director (ED);

Executive meaning: the Executive of the District Church Board referred to in these By-laws Part B Schedule II B;

Financial Year meaning: the year ending on 31st December;

First Assistant-Bishop meaning: the First Assistant-Bishop of the District;

~~LCA meaning: Lutheran Church of Australia;~~

~~LCAQD meaning: Lutheran Church of Australia, Queensland District~~

~~MSC meaning: the Ministry Support Centre, which is the Lutheran Services Department office and the personnel employed to assist the HOD in carrying out the duties and responsibilities of that role;~~

Official Organ meaning: "The Lutheran" or such other publication as the District Church Council **Board** may for a particular purpose determine;

Pastor meaning: any Pastor on the Queensland Role of Pastors;

Parish meaning: a Parish consisting of member Congregations of the District;

Quorum meaning: a simple majority of voting members, unless specified elsewhere;

Reporting Committee meaning: a Committee required or permitted by its terms of reference or by the District Church Council **Board** to submit a report to the regular Convention;

Second Assistant-Bishop meaning: the Second Assistant-Bishop of the District;

Secretary meaning: the Secretary of the District;

Treasurer meaning: the Treasurer of the District;

Term of Service meaning: the period commencing at the close of one regular Convention and terminating at the close of the next regular Convention, or, in the case of an appointee, the period commencing at the date of the appointment and terminating at the close of the next regular Convention. In the case of an appointment for two (2) Terms of Service, the termination date shall be the close of the second regular Convention after the date of the appointment. **In the case of a delegate to a Convention the period from the commencement of the Convention to the commencement of the next regular Convention of Synod.**

- 1.2. The definitions in the Constitution of the Church and of the District shall apply to these By-laws.
- 1.3. Words of singular number include the plural and vice-versa.

SECTION 7. Administration and Structure

7.1. The **Officials of the District**, elected by Convention, are the Bishop, **Assistant Bishops**, the **Secretary, Treasurer and Chairperson**. The terms of office, ~~terms of reference~~ and duties of these officials are set out ~~hereto~~ in the District By-laws Part B, Schedules I **A, B, C, D, E and F**.

7.2. The **District Church Council Board** is elected by Convention and reports to it. The composition, term of office, terms of reference, rights and duties of the ~~Council~~ **District Church Board** and its Executive are set out in the District By-laws Part B, Schedule II **A**.

7.3. **Standing Committees of the District Church Council Board** are appointed by the District Church ~~Council~~ **Board** and report **directly** to the District Church ~~Council~~ **Board**.

These Committees are as follows:

7.3.1 the Risk Audit and Finance Committee; and

7.3.2 the Synod Steering Committee.

~~The Worship Committee~~

~~The Queensland Lutheran Foundation Trust Fund Committee~~

The composition, terms of reference, rights and duties of these Committees are set out hereto in the District By-laws Part B, Schedules V A and B. ~~The composition, terms of reference, rights and duties of these Committees are set out in Schedule V.~~

7.4. **The District Assembly comprising of all members of the District Church Board and the Councils of the Departments of the District, as set out in Clause 7.5.1, whose terms of reference, rights and duties are set out in the District By-laws Part B, Schedule II A.**

7.5. The **Standing Committees of the District** are of two types:

7.5.1 Governance Councils of Departments of the District which act for and on behalf of the District ~~Synod~~ Convention within the limits set out in their By-laws. They report directly to **the District Church Council Board** ~~Synod~~. These Councils are as follows:

7.5.1.1 the Council of the Department for Ministry and Mission;

7.5.1.2 the Council of the Department for Lutheran Youth Queensland;

7.5.1.3 the Council of the Department for Lutheran Services; and

7.5.1.4 the Council of the Department for Lutheran Education Queensland

The composition, terms of reference, rights and duties of these Councils are set out in the District By-laws Part B, Schedules III **A, B, C and D**.

7.5.2 Advisory Committees, elected at least in part by Synod ~~and~~ report directly to Convention.

These Committees are as follows:

7.5.2.1 the Constitutions Committee; and

7.5.2.2 the Nominations Committee

~~Statistics Committee~~

The composition, terms of reference, rights and duties of these Committees are set out in the **District By-laws Part B, Schedule IV A and B.**

7.6. **Officers appointed by District Church Board.** These officers report to District Church ~~Council~~ **Board** and comprise the following:

7.6.1 The Advisory Pastors;

7.6.2. The Seal-holders;

7.6.3. The Electoral Officer; and

7.6.4. **The District Administrator**

~~The Auditor~~

~~The Archives Liaison Officer~~

The terms of reference, rights and duties of these Officers are set out in the District By-laws Part B, Schedules VI A, B, C and D.

~~7.6.~~ 7.7. A **Commission of the District** is a taskforce established until its function is completed. It is by nature a short-term taskforce set up by ~~Synod~~ Convention to whom it reports. The composition, terms of reference, rights and duties of a **Commission of the District shall be presented to Convention.** ~~The composition, terms of reference, rights and duties of a commission shall be presented to the Synod that appoints it.~~

**BY-LAWS, PART B, SCHEDULE I
OFFICIALS OF THE DISTRICT**

B. FIRST ASSISTANT-BISHOP

1. The term of office of the First Assistant-Bishop shall be ~~two (2)~~ years **three (3)** Terms of Service.
2. **The First Assistant-Bishop is a called and elected full time role for the term of office.**
3. If the First Assistant-Bishop ceases to be an Active Communicant Member, ~~of a Congregation~~ he shall automatically cease to be the First Assistant-Bishop.
4. In addition to the duties laid down in the District By-laws Part A, the duties of the First Assistant-Bishop shall include the following:
 - 4.1. to be Chairperson of the Pastors' Conference; and
 - 4.2. **any such duties of the Bishop laid down in the District By-laws Part B, Schedule I Officials of the District, A. Bishop, which may be delegated by the Bishop from time to time.** ~~Under Part B SCHEDULE 1 OFFICIALS OF THE DISTRICT A. BISHOP 4. Delegated by the Bishop from time to time.~~

**BY-LAWS, PART B, SCHEDULE I
OFFICIALS OF THE DISTRICT**

C. SECOND ASSISTANT-BISHOP

1. The term of office of the Second Assistant-Bishop shall be two (2) ~~years~~ Terms of Service.
2. If the Second Assistant-Bishop ceases to be an Active Communicant Member, ~~of a Congregation~~ he shall automatically cease to be Second Assistant-Bishop.
3. The retiring Second Assistant-Bishop shall be eligible for re-election.
4. The duties of the Second Assistant-Bishop shall include the following:
 - ~~4.1. In the event of the death or resignation of the First Assistant-Bishop or his assuming the office of Bishop, they will automatically assume the office of First Assistant-Bishop until the next regular Convention;~~
 - 4.1. by direction of the District Church Council Board, assume office as acting First Assistant-Bishop during the sickness or absence of the First Assistant-Bishop, or his inability to carry out his duties;
 - 4.2. carry out such duties as may be directed by the District Church Council Board; and
 - 4.3. if requested by the Bishop, act as his deputy wherever and whenever deemed necessary.

**BY-LAWS, PART B, SCHEDULE I
OFFICIALS OF THE DISTRICT**

D. SECRETARY

1. The Secretary shall be elected at a regular Convention, **following the endorsement of the Nominations Committee.**
2. The term of office of the Secretary shall be two (2) ~~years~~ **Terms of Service.**
3. If the Secretary ceases to be an Active Communicant Member, ~~of a Congregation he/she~~ **they** shall automatically cease to be the Secretary.
4. The retiring Secretary shall be eligible for re-election.
5. In addition to the duties laid down in the District By-laws Part A, Schedule VIII Officers and Administration, Article 4, the duties of the Secretary shall include the following:
 - 5.1. to keep an accurate record of the minutes of Conventions and of meetings of the District Church Council **Board** and Pastors' Conferences in the respective Minute Books;
 - 5.2. to publish the notice of the regular and special Conventions;
 - 5.3. to receive and in conjunction with the Bishop to publish the agenda and the reports for any Convention;
 - 5.4. to prepare and publish the official report of each Convention;
 - 5.5. to inform responsible Committees, bodies or individuals as soon as possible after a Convention of the resolutions affecting them;
 - 5.6. to keep an accurate Roll of Pastors of the District, a Roll of church workers working as such in the assigned area of the District and the official Roll of Congregations;
 - 5.7. to attend to such other duties as the District may determine from time to time;
 - 5.8. **notify Department Councils of any decision of the DCB concerning that Department; and**
 - 5.9. **shall be the Chair of the Synod Steering Committee, ex officio.**

**BY-LAWS, PART B, SCHEDULE I
OFFICIALS OF THE DISTRICT**

E. TREASURER

1. The Treasurer shall be elected at a regular Convention, **following the endorsement by the Nominations Committee.**
~~The term of office shall be one (1) Term of Service~~
2. **The term of office of the Treasurer shall be two (2) Terms of Service.**
3. If the Treasurer ceases to be an Active Communicant Member ~~of a Congregation,~~ **he/she they** shall automatically cease to be the Treasurer.
4. The retiring Treasurer shall be eligible for re-election.
5. In addition to the duties laid down in the District By-laws Part A, **Schedules VIII Officers and Administration, Article 4**, the duties of the Treasurer shall include the following:
 - 5.1. while retaining the oversight over the financial affairs and records of the District, to delegate, with approval from District Church ~~Council~~**Board**, to the District **Administrator** ~~Executive Officer~~ and other employees of the District such duties and functions as ~~he/she~~ **they** deem fit to enable the day to day financial transactions of the District to be carried out in the most effective manner;
 - 5.2. **In collaboration with RAFC** to ensure financial reports of the District are presented regularly to the **District Church Council Board**;
 - 5.3. **In collaboration with RAFC** to ensure that the financial records of the District are properly kept in the form and manner required by the **District Church Council Board**;
 - 5.4. to ensure that the financial records of the District are audited as required by the **District Church Council Board**;
 - 5.5. to offer assistance and oversight to the relevant staff in the carrying out of duties and expectations of their roles in accord with the written role descriptions;
 - 5.6. to consult regularly with the District ~~Executive Officer~~**Administrator**;
 - 5.7. to report to **District Church Council Board** personally or through a nominated delegate; and
6. **The Treasurer shall be a member (preferably Chair) of the Risk Audit and Finance Committee by virtue of this office.**

**BY-LAWS, PART B, SCHEDULE I
OFFICIALS OF THE DISTRICT**

F. CHAIRPERSON

1. **The Chairperson shall be elected at a regular Convention, following the endorsement by the Nominations Committee and appointed by the Bishop.**
2. **The term of office of the Chairperson shall be two (2) Terms of Service**
3. **If the Chairperson ceases to be an Active Communicant Member, they shall automatically cease to be the Chairperson.**
4. **The retiring Chairperson shall be eligible for re-election.**
5. **In addition to the duties laid down in the District By-laws Part A, Schedules VIII Officers and Administration, Article 4, the duties of the Chairperson shall include the following:**
 - 5.1. **to call all meetings of the District Church Board;**
 - 5.2. **to ensure the resolutions of the District Church Board are carried out;**
 - 5.3. **to chair the Business sessions of the Convention;**
 - 5.4. **to engage with the Chairs of the Department Councils as required from time to time;**
 - 5.5. **to consult regularly with the District Administrator;**
 - 5.6. **to report to the District Church Board personally or through a nominated delegate;**
 - 5.7. **the Chairperson may attend the Risk Audit and Finance Committee in an ex-officio capacity by virtue of this office; and**
 - 5.8. **such other duties as prescribed from time to time by the District Church Board.**

BY-LAWS, PART B, SCHEDULE II

A. DISTRICT CHURCH COUNCIL BOARD

1. The District Church ~~Council~~ **Board elected at a regular Convention** - shall consist of the Bishop, the two (2) ~~Vice-Presidents~~ Assistant Bishops, the Secretary, **the Treasurer, the Chairperson** and additional members (~~elected at a regular Convention~~) to a total of ~~five (5)~~ **four (4)** Pastor members and ~~eight (8)~~ **nine (9)** Lay members.
2. **Of the nine (9) Lay members, four (4) members will also have membership of the Councils of the Departments, being one member for each of the respective Departments; Ministry and Mission, Lutheran Youth of Queensland, Lutheran Education Queensland and Lutheran Services. Where membership of the Department Council is not continuing, membership of the District Church Board will also conclude, unless arranged by DCB in collaboration with the Department.**
3. The **District** Church ~~Council~~ **Board** shall meet as called by the Bishop and Secretary whenever they deem such meeting necessary, or when three (3) members of the **District** Church ~~Council~~ **Board** request a meeting. In the latter case the meeting shall be held within three (3) weeks **of such request**.
4. The Quorum shall **be a simple majority of the voting members** ~~be seven (7) members~~. No business shall be transacted except in the presence of a Quorum. Decision-making shall be by simple majority vote.
5. Any member of the **District** Church ~~Council~~ **Board** who ceases to be an Active Communicant Member ~~of a Congregation~~, shall automatically cease to be a member of the **District** Church ~~Council~~ **Board**.
6. If a vacancy occurring for any reason among the members of the **District** Church ~~Council~~ **Board**, the Church ~~Council~~ **Board** may appoint a replacement member. The term of office for the replacement member shall be the balance of the term of office of the member whom they replace.
7. The **District** Church ~~Council~~ **Board** shall facilitate the holding of Conventions in accordance with the District Constitution and these By-laws, and ensure that participation in decision making is maximised; and
 - 7.1. shall submit to the Convention a proposed budget for the ~~following synodical term~~ **financial year ending 31st December**;
 - 7.2. ensure that the resolutions of Conventions are carried out;
 - 7.3. receive, between Conventions, an incoming Pastor as a Pastor of the District and instruct the Secretary to record ~~his~~ their name on the Roll of Pastors of the District;
 - 7.4. be sensitive to the collective views of the Congregations of the District;
 - 7.5. shall recommend to the Convention the budget of the District for the current year, including recommended action on the budget of the Standing Committees, Councils, Commissions, and other bodies of the District submitted to it through the Risk Audit and Finance Committee; and
 - 7.6. shall take action in matters involving expenditure not covered by the budget or provided for by the Convention.
8. The **District** Church ~~Council~~ **Board** shall ensure effective administration practices are observed by the District and the Standing Committees, Councils, Commissions, and other bodies of the District; and

- 8.1. fill any vacancies in any office or on any Standing Committees, Councils, Commissions, and other bodies of the District, except when such vacancy occurs within two (2) months of the next regular Convention;
 - 8.2. remove from office any member of any Standing Committees, Councils, Commissions, and other bodies of the District (excluding the Bishop and Assistant-Bishops) during their term of office if, in its considered judgement, the said member becomes incapable or unworthy of their office, and fill the vacancy thus created for the remainder of that term of office;
 - 8.3. make arrangements for the payment of all relieving Pastors either through the Parish treasurer or the Treasurer;
 - 8.4. ensure that all records are kept up to date and are freely accessible by member Congregations and their voting members; and
 - 8.5. delegate specific tasks to officers and departments.
9. The **District Church Council-Board** shall ensure Standing Committees, Councils, Commissions, and other bodies of the District act transparently in accordance with the policies of the District.
 10. The **District Church Council-Board** shall ensure that at all times there is clear open communication at all levels of the District.
 11. The **District Church Council Board** shall provide guidance and counsel to the Bishop in relation to his role in the District.
 12. The **District Church-Council Board** shall receive general oversight from the Bishop.
 13. The **District Church Council Board** shall determine the duties from time to time of members of **District Church Council-Board** where duties are not specified in the By-laws Part B and shall determine additional duties for all members of the **District Church Council-Board** not inconsistent with duties specified in By-laws Part B.
 14. **The District Church Board shall engage an Auditor to conduct the audit of the annual statement of accounts and balance sheet of the District who will be required to:**
 - 14.1. **ensure that the accounting records of the District are kept in the form and manner required by Accounting Standards and the Risk Audit and Finance Committee;**
 - 14.2. **submit their report of the District Church Board for inclusion in the Convention Book of Reports;**
 - 14.3. **when required by the Risk Audit and Finance Committee or the District Church Board, audit the accounting records of any fund, Committee or enterprise under the control of the District;**
 - 14.4. **report directly to Convention when considered necessary;**
 - 14.5. **undertake such other duties as the District Church Board or the Risk Audit and Finance Committee or Convention may from time to time contract them to do; and**
 - 14.6. **when required by the Risk Audit and Finance Committee or the District Church Board, audit the accounting records of any fund, Committee or enterprise under the control of the District.**

BY-LAWS, PART B, SCHEDULE II

B. EXECUTIVE OF DISTRICT CHURCH COUNCIL BOARD

- ~~1. The Executive of the Church Council (the Executive) shall consist of the Bishop, the two Assistant-Bishops and the Secretary.~~
- ~~2. The Executive shall meet as often as necessary.~~
- ~~3. A meeting shall be called by the Secretary if requested by any member of the Executive. Such meeting shall be held within four (4) days of such request.~~
- ~~4. The Quorum shall be two (2) members. No business shall be transacted except in the presence of a quorum.~~
- ~~5. The Executive shall exercise the powers of the District Church Council between meetings of the District Church Council, reporting on its actions to the next meeting of the District Church Council.~~

- 1. The Executive Committee of the District Church Board (Executive) shall exercise the powers of the District Church Board between meetings of this Board, which may include urgent and/or crisis situations. The powers of the Executive are limited to the District Constitution, By-laws and Policies, and the Executive is to observe the Vision, Mission and the Constitutional Objectives of the District in its decision making at all times as well as its fiduciary responsibilities.**
- 2. The Executive shall provide a written report on its decisions and actions made between District Board meetings, at the next meeting of the District Church Board.**
- 3. The Executive shall consist of the Bishop, the two (2) Assistant-Bishops, the Secretary, the Treasurer and the Chairperson and shall meet as often as necessary.**
- 4. A meeting shall be called by the Secretary if requested by any member of the Executive. Such meeting shall be held within four (4) days of such request. An agenda for the meeting shall be circulated to all the members, together with any inwards correspondence, at least twenty-four (24) hours prior to the meeting, giving sufficient time for the members to prepare for the meeting.**
- 5. The Quorum shall be four (4) members. No business shall be transacted except in the presence of a Quorum.**

BY-LAWS, PART B, SCHEDULE II

C. DISTRICT ASSEMBLY

The District Assembly shall;

- 1. Comprise the full voting membership of the District Church Board and Departmental Councils;**
- 2. Consider and recommended to the District Church Board and/or Synod initiatives and matters of strategic significance to the LCAQD;**
- 3. Review and reflect on the Strategic Charter of LCAQD, its implementation and effectiveness;**
- 4. Enhance, celebrate and promote the culture of LCAQD;**
- 5. Review and recommend to the District Church Board matters relating to policy and procedure of significant organisational relevance, such as Delegations and Authority;**
- 6. Consider and recommend solutions for organisation wide opportunities and risks to the District Church Board;**
- 7. Promote the delivery of the LCA mission agenda in the District; and**
- 8. Use the District Assembly meetings as an opportunity for reflection and professional development.**
- 9. The District Assembly is a forum to enhance collaboration. The business will be conducted in accordance with the Terms of Reference adopted from time to time proposed by its members and adopted by the DCB.**

BY-LAWS, PART B, SCHEDULE III

A. COUNCIL OF THE DEPARTMENT FOR MINISTRY AND MISSION

3 STRUCTURE AND MEMBERSHIP

- 3.1 The Council of M&M ('the Council') shall consist of a Director for Ministry and Mission, ~~the Council for Ministry and Mission members ("the Council"), the Committee for Far North Queensland Mission, the Faith and Life Institute and such Committees and working groups as the Council may determine from time to time.~~

~~The Council shall be a Standing Committee of the District.~~

~~The Committee for Far North Queensland Mission shall consist of normally not less than two (2) pastors elected at a regular convention, and ten (10) laypeople appointed as follows:~~

~~Three (3) of whom are appointed by the Parish of Cairns from the members of the parish; one (1) by the Hope Vale Congregation and who shall be a person who worships regularly at Coen; four (4) by the Congregation of Hope Vale from the members of the congregationCongregation, and three (3) by the congregationCongregation of Wujal Wujal from the members of the congregationCongregation.~~

~~The term of office of each member shall be two (2) Terms of Service.~~

- 3.2. The Council shall comprise five (5) members, ~~five (5) or six one (16)~~ of whom shall be a Pastor **and the other four (4) being Lay members. All members shall be elected at a regular Convention.** ~~Six (6) shall be elected at a regular Convention, as follows:~~

~~Council Executive (3), comprising a chair, vice-chair and secretary; three (3) additional members, including a pastor, a lay worker and a lay member; one (1) shall be nominated by the Lutheran Youth of Queensland Executive and ratified by Synod.~~

~~The District Church Council shall appoint the remaining six (6) members, within the specified ratio of pastor/lay membership, so as to provide for the following skills/experience: The members shall have where possible the following skills/experience.~~

~~The membership shall be skills-based and members shall include the following have where possible the following skills/experience:~~

- a) financial/business;
- b) management/leadership;
- c) **strategy/risk;**
- d) education including tertiary;
- e) **inter-cultural understanding** ~~multi-cultural experience;~~ and
- f) **pastoral.**

3.3. Lay membership may comprise of the following for the duration of the review period:

3.3.1. a maximum of one (1) member may be employed in leadership or administration within the same or another department whether an Active Communicant Member or an active member of another Christian denomination.

3.3.2. no employee of any Department or the District Administration is eligible to be the Council's representative on the District Church Board.

3.4 The Bishop or their nominee, and the Director for Ministry and Mission shall be advisory, non-voting members of the Committees and the Council.

BY-LAWS, PART B, SCHEDULE III

B. COUNCIL OF THE DEPARTMENT FOR LUTHERAN YOUTH QUEENSLAND

5 COUNCIL

5.1. Council Membership and Term of Office

- 5.1.1. the Council shall consist of **five (5)** ~~nine (9)~~ who are **Active Communicant Members** elected at a regular Convention of the District of whom one (1) shall be a Pastor and the other four (4) being Lay members;

The membership shall be skills-based and include the following skills/experience:

- a) **financial/business;**
- b) **management/leadership;**
- c) **strategy/risk;**
- d) **education including tertiary;**
- e) **inter-cultural understanding; and**
- f) **pastoral.**

- 5.1.2 **Lay membership may comprise of the following for the duration of the review period:**

5.1.2.1. **a maximum of one (1) member may be employed in leadership or administration within the same or another department whether an Active Communicant Member or an active member of another Christian denomination.**

5.1.2.2. **no employee of any Department or the District Administration is eligible to be the Council's representative on the District Church Board**

- 5.1.3. the term of office of each member of the Council shall be two (2) Terms of Service. In addition, the following shall be ~~eligible~~ entitled to attend meetings of the Council in an advisory, non-voting capacity:

5.1.3.1 the Bishop of LCAQD or his nominee;

~~A representative of the District Church Council (if appointed by it);~~

5.1.3.2 the HOD of the Department; and

5.1.3.3 the Director of the Department of Ministry and Mission.

~~If any member of the Council ceases to be an Active Communicant Member of a Lutheran congregation Lutheran Congregation, the District Church Council shall declare that person ineligible for membership of the Council and the position on the Council vacant.~~

~~If any elected member of the Council is, in the opinion of the Council, absent without good reason for two (2) consecutive meetings of the Council, the Council shall notify the District Church Council who may terminate that person's membership of the Council and declare the position vacant. The District Church Council may suspend or terminate a member's appointment in the event of their failure to carry out their responsibilities.~~

~~In the event of a vacancy occurring for any reason among the elected members of the Council, the District Church Council may appoint a replacement member. The term of office for the replacement member shall be the balance of the term of office of the member whom the new member replaces.~~

BY-LAWS, PART B, SCHEDULE III

C. COUNCIL OF THE DEPARTMENT FOR LUTHERAN SERVICES

8 COUNCIL

8.1. Council Membership and Term of Office:

- 8.1.1. the Council shall consist of **seven (7)** ~~ten (10)~~ members elected at a regular Convention, of whom only one (1) shall be a Pastor, and the other six (6) being Lay members.

The membership shall be skills-based and include the following skills/experience:

- a) **financial/business;**
- b) **management/leadership;**
- c) **strategy/risk;**
- d) **clinical/care;**
- e) **inter-cultural understanding; and**
- f) **pastoral.**

- 8.1.2. **Lay membership may comprise of the following for the duration of the review period:**

8.1.2.1 **a maximum of one (1) members may be employed in leadership or administration within the same or another department whether an Active Communicant Member or an active member of another Christian denomination.**

8.1.2.2 **no employee of any Department or the District Administration is eligible to be the Council's representative on the District Church Board.**

- 8.1.3. the election of each member of the Council shall be for two (2) Terms of Service. Approximately half (**1/2**) of the members shall retire at each regular Convention;

~~The District Church Council may, if it thinks fit, appoint one (1) additional voting member to the Council. In addition, the following shall be eligible to attend meetings of the Council in an advisory, non-voting capacity:~~

- 8.1.4. the Bishop or his nominee **and the CEO of LS shall be entitled to attend meetings of the Council in an advisory, non-voting capacity;**

- 8.1.5. if any member of the Council ceases to be an Active Communicant Member, the District Church Council **Board** shall declare that person ineligible for membership of the Council and the position on the Council vacant.

~~In the event of a vacancy occurring for any reason among the elected members of the Council, the District Church Council may appoint a replacement member. The term of office for the replacement member shall be the balance of the term of office of the member whom the new member replaces~~

BY-LAWS, PART B, SCHEDULE III

D. COUNCIL OF THE DEPARTMENT FOR LUTHERAN EDUCATION QUEENSLAND

6 THE COUNCIL OF LEQ

- 6.1. The Council shall consist of seven (7) ~~twelve (12)~~ members elected at a regular Convention, **of whom only one (1) shall be a Pastor and the other six (6) being Lay members.**
- 6.2. The membership shall be skills-based **and include the following skills/experience:** ~~as far as possible, be representative of all levels of care and education operated by the District.~~
- a) **financial/business;**
 - b) **management/leadership;**
 - c) **strategy/risk;**
 - d) **education including tertiary;**
 - e) **inter-cultural understanding; and**
 - f) **pastoral.**
- 6.3. At least two (2) ~~six (6)~~ members shall be actively involved in ~~school or early childhood services~~ administration or governance ~~in~~ of Lutheran Schools **or Early Learning Services.**
- 6.4. **Lay membership may comprise of the following for the duration of the review period:**
- 6.4.1. **a maximum of one (1) members may be employed in leadership or administration within the same or another department whether an Active Communicant Member or an active member of another Christian denomination.**
 - 6.4.2. **no employee of any Department or the District Administration is eligible to be the Council's representative on the District Church Board.**
- ~~At least three (3) members shall be classroom teachers in Schools~~
- ~~At least two (2) members shall be parents of students in Schools who are not professional educators.~~
- 6.5. The term of office of each member **of the Council shall be two (2) Terms of Service.** ~~in accordance with the policy of the District. Following the inaugural election, District Church Council shall limit the initial term of office of three six members to two one (12) Terms of Service. so as to ensure one half of the members of the Council retires at each regular Convention.~~
- 6.6. Any member of the Council who ceases to be an Active Communicant Member shall automatically cease to be a member of the Council.
- ~~Any member of the Council who ceases to be eligible to represent the category under which he/she was elected may retain their voting membership of the Council until the end of his/her elected term.~~

~~In addition to the members elected pursuant to Clause 3.1, the Bishop or his/her nominee shall be a voting member of the Council. The Bishop shall, if he/she be the member, be entitled to be represented at meetings of the Council by any nominee appointed by him.~~

- 6.7. **In addition, the following shall be eligible to attend meetings of the Council in an advisory, non-voting capacity:**
- 6.7.1 **the Bishop of LCAQD or his nominee;**
 - 6.7.2 **the ED of the Department;**
 - 6.7.3 **the Director of the Department of Ministry and Mission; and**
 - 6.7.4 **the CEO of QLECS.**

~~The District Church Council may, if it thinks fit, appoint one (1) additional voting member to the Council.~~

- 6.8. **The District Church Council Board and the Council may appoint advisors to the Council from time to time. Such appointments may be terminated by the District Church Council Board or the Council (whichever appointed them) at any time. Advisors may participate in debate but have no right to vote.**
- 6.9. **The Council may make appointments to sub-committees established under terms of reference from time to time and the members so appointed shall have voting rights on those sub-committees as established by the relevant terms of reference.**
- 6.10. **Retiring members of the Council shall be eligible for re-election.**
- 6.11. **If any elected member of the Council or Committee is absent for two (2) consecutive meetings of the Council or Committee without good reason, their position shall become vacant upon consultation with the District Church Board.**

~~If any elected member of the Council is, in the opinion of the Council, absent without good reason for two (2) consecutive meetings of the Council, the Council shall notify the District Church Council who may terminate that person's membership of the Council and declare the position vacant. The District Church Council may suspend or terminate a member's appointment in the event of their failure to carry out their responsibilities.~~

~~In the event of a vacancy occurring for any reason among the elected members of the Council, the District Church Council may appoint a replacement member. The term of office for the replacement member shall be the balance of the term of office of the member whom the new member replaces.~~

**BY-LAWS, PART B, SCHEDULE IV
ADVISORY COMMITTEES OF THE DISTRICT**

B. NOMINATIONS COMMITTEE

2 MEMBERSHIP

2.1. The Committee shall consist of

2.1.1 ~~a minimum of not less than five (5) voting members persons including not less than three (3) laypeople~~ nominated by the District Church Council **Board** and elected at a regular Convention, **one (1) of whom shall be a Pastor**; and

2.1.2 any member of the Committee who ceases to be an Active Communicant Member ~~of a Congregation~~ shall automatically cease to be a member of the Committee.

3 TERM OF OFFICE

3.1. The term of office of each **elected member shall be two (2) Terms of Service. Approximately one half (1/2) of the elected or appointed members of the Committee shall retire at the regular Convention.** ~~Member shall be two (2) Terms of Service.~~

**BY-LAWS, PART B, SCHEDULE V
STANDING COMMITTEES OF THE DISTRICT CHURCH COUNCIL
BOARD**

A. RISK AUDIT & FINANCE COMMITTEE

2 COMMITTEE MEMBERSHIP AND GOVERNANCE

- 2.1 The voting membership of the RAFC ~~will~~ **shall** consist of seven (7) members appointed by the ~~DCC DCB~~ **DCB** with at least two (2) being members of ~~the District Church Council Board~~, **including the Treasurer by virtue of the office.**
- 2.2 The District **Administrator** shall be a consultant to the RAFC, **as required.**
- 2.3 All appointments ~~shall be~~ **shall** be for two (2) years, with half (**1/2**) of the members retiring in alternate years.
- 2.4 The Chairperson of the Committee is appointed by ~~the District Church Council Board~~ **the District Church Council Board.**
- ~~The Secretary of the RAFC shall be the District Executive Officer.~~
- 2.5 A Quorum for ordinary meetings ~~shall be a simple majority~~ **shall be a simple majority** of voting members. ~~shall consist of four (4) voting members.~~
- 2.6 Ordinary meetings shall be held at least bi-monthly or as required.
- 2.7 Other non-voting members may be co-opted for special projects from time to time by the ~~District Church Council Board~~ **DCB** or by nomination of the RAFC through the ~~District Church Council Board~~ **DCB.**
- 2.8 The Executive shall consist of the Chairperson, Secretary and one (1) other member of the RAFC appointed by the ~~RAFC~~ **RAFC.**
- 2.9 A Quorum for an Executive meeting shall consist of two (2) members.
- 2.10 Minutes of all meetings are to be prepared and submitted to the following ~~the District Church Council Board~~ **the District Church Council Board** meeting.

5 Duties of the Risk, Audit and Finance Committee

5.1 Risk

- 5.1.1 The RAFC seeks to ensure that Congregations, Parishes, Standing Committees and Departments of the District establish, maintain and practise the use of suitable systems for identification, management and mitigation of risk.
- 5.1.2 The RAFC will seek to ensure:
- a) that consultation and feedback (covering significant strategic and operational risks and their proposed treatment) occurs between ~~the DCC DCB~~ **the DCB** and the District's various entities; and
 - b) that risks are referred to the DEO or other entities as appropriate for action.

5.1.3 The RAFC is to:

- a) submit an annual report to the ~~DCC~~ **DCB** on the adequacy or opportunity for improvement of risk management policy and procedures as they affect Parishes, Congregations, Standing Committees of the District, and Departments;
- b) at least annually, review the Strategic Risk Registers of the LCAQD and all Standing Committees of the District;
- c) provide an independent perspective on risk management of the issues of the LCAQD and its Standing Committees;
- d) review the risk management framework for identifying, monitoring and managing significant business risks, including fraud;
- e) satisfy itself that insurance arrangements are appropriate for risk management;
- f) liaise with the ~~DCC~~**B** to ensure there is a common understanding of the key risks to the church;
- g) make recommendations to the LCAQD and its standing committees on the adequacy and effectiveness of risk mitigation strategies; and
- h) certify to **the** District Church ~~Council~~**Board** on an annual basis that risk to LCAQD and its Standing Committees has been suitably identified and that appropriate risk mitigation strategies are in place.

5.2 Finance

5.2.1 The RAFC is to:

- a) make recommendations regarding adoption of all Department and District budgets to the District Church ~~Council~~ **Board**;
- b) submit an annual report to the ~~DCC~~ **DCB** on the debt servicing performance of all entities that enjoy a District or LCA guarantee;
- c) with the approval of **the** District Church ~~Council~~**Board** and in consultation with the committee responsible for the promotion of Congregational life, arrange for visits to Congregations for the purpose of sharing and imparting information on the finances of the Church and the promotion of mission projects and Christian stewardship;
- d) submit to **the** ~~DCC~~**DCB** annually a review of the financial resources of the District and make recommendations regarding effective stewardship of those resources;
- e) submit to **the** ~~DCC~~**DCB** annually a proposed global borrowing and guarantee limit for the District; and
- f) act on any other matters as referred to the RAFC by the District Church ~~Council~~ **Board**.

5.2.2. The RAFC is to:

- a) **submit an annual report to the ~~DCC~~ DCB on the adequacy or opportunity for improvement of risk management policy and procedures as they affect Parishes, Congregations, Standing Committees of the District, and Departments; and at least annually, review the Strategic Risk Registers of the LCAQD and all Standing Committees of the District.**

~~Submit an annual report to DCC on the adequacy or opportunity for improvement of finance policies and procedures followed by the District, Parishes, Congregations, Standing Committees of the District, and~~

~~Departments. (Note: Finance policies and procedures includes, and is not limited to; policies and practices followed in banking, investment, holding and management of reserves, borrowing from all sources, application for and management of grants from all sources; the funding of capital projects, the funding on ongoing recurrent expenditure; the holding of contingency funds and holding and management of reserves).~~

**BY-LAWS, PART B, SCHEDULE V
STANDING COMMITTEES OF THE DISTRICT CHURCH COUNCIL
BOARD**

B. SYNOD STEERING COMMITTEE

2 MEMBERSHIP

- 2.1. The Committee shall consist of the following voting members:
- 2.1.1. the Secretary; **and**
 - 2.1.2. three (3) members appointed by the District Church Council **Board**.
- 2.2. The District Church Council **Board** or the Committee may appoint advisors from time to time. Such appointments may be terminated by the District Church Council **Board** or the Committee (**whichever appointed them**) at any time. Advisors may participate in debate but have no right to vote.
- 2.3. The District Church Council **Board** may remove any appointed member ~~from time to time~~ and may fill any vacancy from time to time.
- 2.4. Any member of the Committee who ceases to be an Active Communicant Member of a ~~Congregation~~ shall automatically cease to be a member of the Committee.

4 INTERNAL ORGANISATION

- 4.1. **The Secretary of the DCB shall be the Secretary Chairperson of the Committee.** ~~The Committee may, if it wishes, appoint from its own members a chairperson. The Secretary shall be the secretary of the Committee.~~
- ~~If a Chairperson has been elected, the chairperson shall preside at each meeting of the Committee, in his/her absence, the Committee may appoint a Chairperson for the meeting. In any other case, the secretary shall preside at each meeting of the Committee.~~
- 4.2. A Quorum shall be **three (3)** ~~two (2)~~ members. No business shall be transacted except in the presence of a Quorum.

**BY-LAWS, PART B, SCHEDULE VI
OFFICERS APPOINTED BY DISTRICT CHURCH COUNCIL BOARD**

B. SEAL HOLDERS

1. The **Corporate Seal of the District shall be stored in a safe place under the supervision of the District Administrator Executive Officer.**
2. The District Church ~~Council~~ **Board** shall determine from time to time the number of Seal Holders to be appointed. The Seal Holders shall be appointed by the District Church ~~Council~~ **Board** and shall hold office **until determined otherwise by the District Church Board** at its pleasure. ~~The Seal Holders shall keep the seal in a safe place.~~
3. The **Corporate** Seal of the District shall not be affixed to any document save as herein provided.
4. No Seal holder shall permit the affixation of the **Corporate Seal of the District** to any document, nor shall they subscribe their name unless the affixation of the **Corporate Seal of the District** has been authorised by **resolution of the Executive of the District Church Council Board.**
5. All documents requiring the affixing of the **Corporate** Seal of the District shall be signed by any two **(2)** of the Bishop, the First Assistant-Bishop, the Second ~~Vice~~ **Assistant** Bishop, **the Chairperson**, the Secretary, the Treasurer and the Seal Holders.

**BY-LAWS, PART B, SCHEDULE VI
OFFICERS APPOINTED BY DISTRICT CHURCH COUNCIL BOARD**

C. ELECTORAL OFFICER

1. The Electoral Officer shall be appointed by the District Church Council **Board**.
~~The term of office shall be two (2) Terms of Service.~~
2. The duties of the Electoral Officer shall include:
 - 2.1. to be responsible for the conduct of all elections at Convention; [in accordance with By-laws Part A Section 7 Synod **Item 5. Elections** and **the District By-laws Part B Section 3 Nominations and Elections [3.6 to 3.12]**];
 - 2.2. to be responsible for the counting of votes **and rechecking should the result of any election be challenged**;
 - 2.3. by lot to determine the order of names on the ballot papers subject to clause ~~3.12~~ **3.11 of Section 3** of these By-laws;
 - 2.4. to ensure that the ballot papers conform to these By-laws;
 - 2.5. to direct the Convention with regard to voting procedure whenever ~~he/she~~ **they** deem it necessary;
 - 2.6. to be responsible for the distribution and collection of ballot papers;
 - 2.7. **to be responsible for the counting of votes and rechecking should the result of any election be challenged**;
 - 2.8. to retain all ballot papers. **The ballot papers shall be rechecked if the result of any election is challenged. The ballot papers shall be destroyed at the direction of the Convention or if no direction is given at the conclusion of the Convention.**
 - 2.9. to keep a record of the results of **all** elections, **including the name of the candidate next in preference to those elected**; ~~in accordance with the By-laws and~~
 - 2.10. to inform the Bishop or the **person chairing the Convention** of the results of the elections, **as soon as practicable after counting is concluded.**

**BY-LAWS, PART B, SCHEDULE VI
OFFICERS APPOINTED BY DISTRICT CHURCH COUNCIL BOARD**

D. DISTRICT ~~EXECUTIVE OFFICER~~ ADMINISTRATOR

1. The **District Administrator** (~~to be known described herein as the District Executive Officer or DA~~) shall be appointed by the District Church Council **Board**.
2. The **DA** shall report to the District Church Council **Board** (~~DCC DCB~~) **through the Treasurer** and operate within delegated authority from the ~~DCC DCB~~.
3. The general area of responsibility for the DA shall be:
 - 3.1. to carry out the directives of the District Church Council **Board through the Treasurer** and to report to the District Church Council **Board** thereon;
 - 3.2. **In general:**
 - 3.2.1 to provide Organisational Support ensuring the District is operating efficiently and moving toward its goals;
 - 3.2.2 to provide Liability Protection **for all members of the DCB and common property via adequate Insurance cover**, ensuring the District has sufficient management measures in place to detect and mitigate risk;
 - 3.2.3 **to monitor and keep informed the Treasurer and the DCB of all Regulatory Compliance – ensuring the District is meeting regulatory requirements;**
 - 3.2.4 to provide Resource Management ensuring the District’s management of it resources ~~is~~ **are** responsible and effective; and
 - 3.2.5 **to be the “Public Officer” of the LCAQD.**
4. **The DCB is responsible for the construction of a Position Description for the DA and will monitor their performance.** ~~The DCC will be responsible to determine a specific job description for the DEO and will certify this by resolution.~~