

THE ANGLICAN TRUSTS BOARD STATUTE 2000

BE IT ENACTED by the Bishops, Clergy and Laity of the Diocesan Council of the Diocese of Auckland, acting under the delegated powers conferred on them by Clause 31 (1)[a] of the Standing Committee Statute, 1929:

SHORT TITLE

- 1 The short title of this Statute shall be "**THE ANGLICAN TRUSTS BOARD STATUTE 2000**", as amended by Statute in 2005.

INTERPRETATION

- 2 In this Statute, unless the context otherwise requires, the term "Bishop" has the meaning given to that expression in The Interpretation Statute 1929, "Church" means the Anglican Diocese of Auckland and the Anglican Church in Aotearoa New Zealand and Polynesia, "Diocesan Council" means the body of that name constituted under the Standing Committee Statute 1929, "Diocese" means the Auckland Diocese of the Church.

- 2.1. In this Statute, unless the context otherwise requires, a reference to a clause or schedule is a reference to a clause or schedule of this Statute.

INCORPORATION

- 3 The Board shall remain incorporated under the Charitable Trusts Act 1957.

OBJECTS

- 4 The objects of the Board are:
- 4.1 to promote, protect and further the advancement of education and religion within New Zealand in accordance with the mission and ministry of the Church;
 - 4.2 to advance such purposes of, or associated with, the Church within New Zealand as are charitable in accordance with the law of New Zealand;
 - 4.3 to carry on any activity within New Zealand incidental or conducive to the attainment or enhancement of the objects expressed in subclauses 4.1 and 4.2 of this clause.

SURPLUS PROPERTY OR INCOME

- 5.1 The Board must consult with the Diocesan Council within three months following the end of every financial year of the Board to determine whether any money or property held by the Board, or income which has accrued, or will accrue, to the Board is in excess of the Board's reasonable requirements for the conduct of its activities.
- 5.2 Where, as a result of consultation between the Board and the Diocesan Council, it is determined that the Board holds excess funds or property, or has, or will receive excess income, the excess must be paid to the Diocesan Council to be applied by it for the objects specified in subclauses 4.1 and 4.2 of clause 4 at such times, in such amounts and in such manner as the Diocesan Council in its absolute discretion determines.

MEMBERSHIP

- 6.1 There shall be a Board of Management of the said office, called the Anglican Trusts Board (hereinafter called "the Board") which shall consist of not fewer than three nor more than five members appointed annually by the Diocesan Council.
- 6.2 The Diocesan Council will have power:
- (a) to fill any vacancy occurring in the membership of any member of the Board;
 - (b) where the membership of the Board is for the time being fewer than five, to appoint such further member or members of the Board as the Diocesan Council thinks fit but so that the membership of the Board will not at any time exceed five.

- 6.3 If any member of Board
- (a) dies;
 - (b) becomes bankrupt or insolvent;
 - (c) becomes a patient or proposed patient within the meaning of the Mental Health (Compulsory Assessment and Treatment) Act 1992;
 - (d) is convicted of an indictable offence;
 - (e) resigns office by giving written notice to the Board;
 - (f) is absent without leave from more than three consecutive meetings of the Board;
- the office of that member will become vacant.

- 6.4 Each lay member must, before taking office, sign a declaration of submission to the authority of the General Synod/Te Hinota Whanui in the form set out in clause 15 of Part C of the Constitution of the Church or in words to like effect.

QUORUM, ETC.

- 7.1 A majority of the members will constitute a quorum;
- 7.2 No act of the Board will be invalid because of any vacancy in the membership of the Board at the time of that act or because of the subsequent discovery of any defect in the appointment of any member.

NO PRIVATE PECUNIARY PROFIT

- 8.1 No person shall make any private pecuniary profit from the activities of the Board except that:
- (a) members may receive full reimbursement for all expenses properly incurred by them in connection with the Board's affairs;
 - (b) the Board may pay reasonable and proper remuneration to any officer or servant of the Board (whether a member or not) in return for services actually rendered to the Board;
 - (c) members may be paid all usual professional, business or trade charges for services rendered, time expended and all acts done by them or by any firm or entity of which they are a member, employee or associate in connection with the affairs of the Board;
 - (d) members may retain any remuneration properly payable to them by any company or undertaking with which the Board may be in any way concerned or involved for which they have acted in any capacity whatever despite their connection with the company or undertaking being in any way attributable to their connection with the Board.
- 8.2 No person who is,
- (a) a member of the Board; or
 - (b) a shareholder or director of any company carrying on any business of the Board; or
 - (c) a settlor or trustee of any trust which is a shareholder of any company carrying on any business of the Board; or
 - (d) an associated person (as defined by the Income Tax Act 1994) of any such trustee, shareholder, director or settlor;
- shall by virtue of that capacity in any way (directly or indirectly) determine, or materially influence in any way the determination of, the nature or the amount of any benefit or advantage or income or the circumstances in which it is or is to be received, gained, achieved, afforded, or derived by the person.
- 8.3 A person who, in the course of and as part of the carrying on of his or her business, if a professional public practice will not, by reason only of his or her rendering professional services to the Board or to any company by which any business of the Board is carried on, be in breach of the terms of this clause 8.

POWERS

- 9.1 The Board shall have all the powers conferred:
- (a) by law on trustees;
 - (b) on authorised trust boards by the Anglican Church Trusts Act 1981 as if the Board were an authorised trust board under that Act.

- 9.2 Without limiting the powers conferred by subclause 9.1 of this clause, the Board shall have power:
- (a) to carry on the business of providing administrative, financial, investment and accounting services to such trusts, organizations and entities associated with the Church and such other charitable trusts, organizations and entities as may wish to use the Board's services and as may be approved by the Board;
 - (b) to provide facilities for the custody and control of all chattels, records and documents lodged with the Board by any client of the Board.
- 9.3 Without limiting the powers conferred by subclause 9.1 of this clause, the Board shall have power to indemnify from any assets held by the Board any director of Trust Investments Management Limited for any loss or liability which that director may have sustained while acting in his or her capacity as a director of Trust Investments Management Limited.

COMMON SEAL

- 10.1 The Board shall have a Common Seal which must be held at the registered office of the Board.
- 10.2 Deeds made by the Board shall be executed under the Board's Common Seal attested by two members or by one member and the Secretary or Assistant Secretary of the Board;
- 10.3 Contracts made by the Board may be in writing signed by any person in the name and on behalf of the Board acting under a resolution passed at a meeting of the Board.

REGISTERED OFFICE

- 11 The registered office of the Board shall be at Neligan House, 12 St Stephen's Avenue, Parnell, Auckland or such other place in Auckland as the Board may determine.

ANNUAL REPORT

- 12 The Board must, not less than once in each year, furnish to the Diocesan Council a report on the affairs of the Board and audited financial statements.

WINDING UP

- 13 Upon a winding up for any reason the surplus assets and funds of the Board after payment of all liabilities and after making due provision for the continuing maintenance of the cemetery shall be paid, transferred or appropriated to such religious and charitable purposes in New Zealand within the meaning of the law of New Zealand in connection with the Church as the Diocesan Council in its absolute discretion may determine or, in default of its determination, as may be decided on application to a judge of the High Court of New Zealand.

REPEAL

- 14 The Anglican Trusts Board Statute 1989 is hereby repealed.