



SYNOD COMMISSION FOR MISSION BY-LAWS

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1. NAME AND SOURCE OF AUTHORITY

- 1.1. The name of this body shall be the Synod Commission for Mission.

The Commission for Mission refers to the combined entity that comprises a board of governance together with the Units and other related groups, committees and forums.

- 1.2. Source of Authority –
UCA Regulations 3.5.11 and 3.5.38
Standing Committee Minute No. 06.42.7 and 07.18.4A.
Commission for Mission prior to Governance Review in 2006:
Synod Minute No. 85.3.4.2; 85.3.6;1; 98.5.4.10; 99.30.1; 01.11.2 and 02.22(c).
- 1.3 The Commission for Mission is a body established by the Synod pursuant to Regulation 3.5.38 and is accountable to the Synod and its Standing Committee. The Commission for Mission shall operate within policies approved by Synod.

2. STATEMENT OF PURPOSE

- 2.1. To develop mission policy regarding the Church's participation in God's mission, with particular attention to balance, integration and priorities, for approval by Synod and to make recommendations to the Synod on matters bearing on the Church's vision, insights and policies on mission;
- 2.2. To provide leadership, focus and direction, assistance and encouragement throughout the Church in the development of the Church's vision, insights and policies on mission;
- 2.3. To co-operate with other churches and relevant agencies, government and semi-government agencies, and non-government agencies in order to better facilitate the mission of the Synod;
- 2.4. To integrate Synod-wide responsibilities for mission, mission planning, promotion and resource development and lead and govern the activities of different Units, committees, groups and forums of the Commission for Mission;
- 2.5. To facilitate the integration of the work of agencies within the life and mission of the church.
- 2.6. To further develop the Covenantal relationship with UAICC;
- 2.7. To respond to social injustice through theological reflection, social analysis, education, prophetic witness, advocacy and acts of solidarity and ensure social justice and equity principles are applied in the planning and implementation of the community services ministry of the Uniting Church in Victoria and Tasmania;
- 2.8. To ensure that the community services ministry of the Uniting Church in Victoria and Tasmania is theologically grounded and consistent with the *Basis of Union*, and the documents of the Commission for Mission including *The Rejoining of Word and Deed*, *Community Services: A New Relationship* and theological statements issued by the Assembly agency UnitingCare Australia from time to time;
- 2.9. To exercise such roles of governance relating to oversight, insight and foresight that enable the mission of the Church to be carried out in a manner that is lawful and timely

and accountable to the Synod through its Standing Committee and thus effect the optimum operations of the various institutions under the purview of the Commission for Mission;

- 2.10. To oversee the community service ministry of the Uniting Church in Victoria and Tasmania, promote co-operation between its agencies and co-ordinate the development of services;
- 2.11. To facilitate relationships between parties to the Inter-related Model of Governance; and
- 2.12. To provide reports of the above activities to both the Synod and Standing Committee and to provide to the Synod advice, guidance and recommendations for new initiatives for furthering the Gospel of Christ in the Church's response to God's mission in the world.

3. COMMISSION FOR MISSION BOARD

3.1 Role and Operation

- 3.1.1 The Commission for Mission Board reports to the Synod through the Chairperson. It is responsible for governance; giving equal attention to a) Oversight, b) Insight and c) Foresight:
 - a) Oversight - ensuring that the work of the Commission for Mission Board is in good order in terms of compliance, accountability and adherence to the Regulations.
 - b) Insight - ensuring that opportunity is given for reflective examination of the core values and underlying missional assumptions of the Church's response to God's mission in the world.
 - c) Foresight - developing strategic planning processes and setting the key directions of the Commission.

3.2 Meetings

- 3.2.1 The Commission for Mission Board will be convened on at least eight occasions each year and will endeavour to meet at least two weeks before each scheduled meeting of Standing Committee.
- 3.2.2 The Chairperson, in consultation with the Executive Director, will prepare the Agenda for each meeting of the Board.
- 3.2.3 Regular meetings will be conducted by the members attending in person. Other irregular meetings may, if necessary, be conducted via telephone, email or video-conferencing.

3.3 General Functions and Responsibilities of Commission for Mission Board

In addition to the items included in the Statement of Purpose (2.1 – 2.12) and in clause 3.4, it is the responsibility and function of the Commission for Mission Board to:

- 3.3.1. work with BOMAR in developing policies and plans for the effective marshalling and utilisation of resources of the Synod for the Church's missional activity, giving particular attention to desirable new mission activities and initiatives as part of the development and implementation of the overall mission strategy.

- 3.3.2. engage in advocacy to church, government and other stakeholders and liaise with national bodies.
- 3.3.3. provide resources that facilitate mission in agencies, congregations and in parish missions within the meaning of Regulation 3.1.28.
- 3.3.4. participate in the appointment and review processes of the Executive Director, in conjunction with the General Secretary.
- 3.3.5. establish and approve Terms of Reference for Units under clause 5.2 of these By-Laws.
- 3.3.6. approve an annual Commission for Mission budget for submission as part of the Synod budget.
- 3.3.7. seek appropriate ways of consulting, cooperating and liaising with Presbyteries.
- 3.3.8. facilitate the effective operation of forums as a means of gaining wider insight for responding to God's mission in the world.
- 3.3.9. report annually to the Synod or its Standing Committee on any structural changes made within the operations of the Commission.

3.4 Community Services Ministry Functions and Responsibilities of Commission for Mission Board

In addition to the items included in the Statement of Purpose (2.1 – 2.12) and in clause 3.3, it is the responsibility and function of the Commission for Mission Board to:

- 3.4.1. provide leadership in strategic direction, planning and policy development to the Uniting Church community services in Victoria and Tasmania and endorse policies and standards for the guidance of community services agencies as appropriate.
- 3.4.2. ensure that the Board of Governance of each community services agency has installed appropriate governance, risk management and financial accountability mechanisms.
- 3.4.3. intervene in the affairs of an agency if, in the Commission for Mission Board's opinion, monitoring reveals serious governance, management or financial problems. If deemed necessary, recommend the suspension of an agency board of governance to the Standing Committee of Synod.
- 3.4.4. approve accounting standards for agencies in consultation with the Synod Audit Committee and receive and monitor annual or more frequent financial statements from each agency properly drawn up in accordance with those standards.
- 3.4.5. consider and recommend to the Synod Standing Committee nominations for membership of a Board of Governance for each agency and otherwise perform any functions or responsibilities allocated to it in relation to membership of an agency board of governance or in any other respect by the provisions of the Model Constitution as in force from time to time.
- 3.4.6. make recommendations to the Standing Committee of Synod concerning amendments to the Model Constitution.



- 3.4.7. make recommendations to the Standing Committee of Synod concerning amendments to Constitutions that have been requested by Agency Boards of Governance.
- 3.4.8. initiate, monitor and approve proposals for the establishment of new community services agencies for submission to Synod or Standing Committee as required by the Regulations.
- 3.4.9. seek, assess and approve as appropriate expressions of interest from community services agencies in relation to new opportunities for the delivery of services within the community services ministry.
- 3.4.10. facilitate access by community services agencies, Units, committees, groups or forums to policies of insurance or schemes of indemnity as may be appropriate to cover any potential liabilities that might necessarily and reasonably be incurred.
- 3.4.11. receive on behalf of Synod payment of an annual levy from community services agencies as determined by the Standing Committee of Synod and make regular reports to those agencies about the purposes for which the combined funds so received have been applied or committed.
- 3.4.12. approve the distribution of earmarked bequests and other funds or resources designated for community service purposes within the Church when not otherwise designated for a specific purpose, agency or program
- 3.4.13. act in relation to tax law or any other State or Commonwealth law as the body in direct heir to the Division of Community Services, Synod of Victoria as established by the Inaugural Synod minute 77.1.8/10 or its successor.

3.5 Membership

- 3.5.1 The Board shall consist of nine members, including
 - a) the Chairperson appointed by Standing Committee on the nomination of the Commission for Mission;
 - b) the Executive Director, Ex- Officio; and
 - c) seven members appointed by Standing Committee on the nomination of the Commission for Mission Board.
- 3.5.2 In making the nominations for the Board under clause 3.5.1 c) above consideration should be given to including at least
 - a) One person under the age of 30 years,
 - b) one person from Tasmania, and one person from Victoria,
 - c) one person from a rural area [beyond a provincial city].
- 3.5.3 The Moderator and General Secretary have the right to attend meetings and may participate in discussion but not in the determination of an issue.
- 3.5.4 Unit Directors and other appropriate persons (eg. group or committee chairpersons or forum convenors) may be invited, from time to time, to attend meetings of the Commission for Mission Board and may participate in discussion but not in the determination of an issue.
- 3.5.5 The Commission for Mission Board may, on occasions, co-opt up to two people with particular skills or knowledge for a period ranging up to six months. An extension beyond that period will require approval by Standing Committee. Such invited and co-opted persons may participate in discussion but not in the determination of an issue.



3.6 Term of Office and Casual Vacancies

- 3.6.1 The Chairperson shall be appointed by the Standing Committee for a term of three years and will be eligible for re-appointment.
- 3.6.2 Members appointed by Standing Committee shall hold office for a term of three years, with one third retiring each year and being eligible for re-appointment.
- 3.6.3 In the event of a casual vacancy occurring among the members appointed by the Standing Committee, the Board will make a recommendation to Standing Committee to fill such vacancy, for the remainder of the term of the casual vacancy.

3.7. Office Bearers

- 3.7.1 The Commission for Mission Board shall appoint from its membership such office bearers as it requires in order to fulfil its responsibilities. These office bearers shall hold office for such time as the Board determines, not exceeding three years, and be eligible for re-appointment.
- 3.7.2 The Commission for Mission Board shall appoint a Deputy Chairperson, who will
 - i) Chair meetings of the Board and/or CFM Board Executive, during any absence of the Chairperson or when asked by the Chairperson to occupy the chair during the course of a meeting.
 - ii) Be a member of the CFM Board Executive.

3.8. Quorum, Procedures and Minutes

- 3.8.1 The quorum for meetings of the Commission for Mission Board shall be five members.
- 3.8.2 Meetings shall be conducted in accordance with the *Manual for Meetings in the Uniting Church in Australia*.
- 3.8.3 The Executive Director will ensure that a member of the staff of the Commission for Mission is available, as appropriate, to attend the meetings of the Commission for Mission Board for the purpose of keeping a record of the proceedings, including policy and other such decisions. This person will not participate in the determination of an issue.
- 3.8.4 Minutes of all proceedings at meetings shall be retained appropriately and circulated as determined by the Commission for Mission Board.

3.9. Commission for Mission Board Executive

- 3.9.1 The Commission for Mission Board shall appoint from within its membership an Executive consisting of four Board members. These will include the Chairperson, Deputy Chairperson, and the Executive Director. Executive members will be eligible for re-appointment.
- 3.9.2 The Executive shall be convened if and when required, by the Chairperson.
- 3.9.3 The Executive shall be chaired by the Chairperson of the Board, or in her or his absence the Deputy Chairperson. Such meetings may be either in person, by telephone, by e-mail or by video-conferencing. The agenda for these meetings shall be prepared by the Chairperson in consultation with the Executive Director.

- 3.9.4 A quorum for a meeting of the Executive shall be three persons. The Chairperson or the Executive Director must be one of those three.
- 3.9.5 The Executive does not have power to determine any matter on behalf of the Commission for Mission Board unless specifically authorised to do so by the Commission for Mission Board.
- 3.9.6 The Executive Director will ensure that a member of the staff of the Commission for Mission is available, as appropriate, to attend the meetings of the Commission for Mission Board Executive for the purpose of keeping a record of the proceedings. This person will not participate in the determination of an issue.
- 3.9.7 Minutes shall be kept for each meeting of the Executive and shall be included in the papers for the next board meeting for ratification of decisions taken.

3.10. Authorising Tasks to be Performed on Behalf of the Commission for Mission Board

For the purposes of fulfilling its purpose, functions and responsibilities, the Commission for Mission Board may give authority to any agency board of governance, Unit, committee, group or staff member of the Commission for Mission to carry out a specified task on its behalf and may attach conditions to the authority. The Commission for Mission Board may vary or rescind the authority at anytime. The Commission for Mission Board retains full responsibility for the consequences of any actions performed under any such authority.

3.11. Strategic Plans

- 3.11.1 The Commission for Mission Board will have a strategic plan endorsed by Standing Committee that is consistent with the mission priorities of the Synod.

4. COMMITTEES, GROUPS AND FORUMS

4.1 Committees, Working, Special Interest and Advisory Groups

- 4.1.1 The Commission for Mission Board may establish such committees, working groups, special interest groups or advisory groups as it decides from time to time to assist it in carrying out its purpose, functions and responsibilities or in furtherance of the aims of the Inter-Related Model. The Commission for Mission Board can establish or discharge any committee or group as it considers necessary from time to time.
- 4.1.2 Committees or groups established by the Commission for Mission Board shall operate under terms of reference approved by the Commission for Mission Board and are responsible to it. The Commission for Mission Board shall also determine in respect of each committee or group its membership, responsibilities, functions, budgetary or resourcing arrangements and method of reporting. Each committee or group will have a Chairperson endorsed by the Commission for Mission Board.
- 4.1.3 The Executive Director shall be Ex-Officio a member of all committees and groups. The Executive Director can authorise any Unit Director to act on his or her behalf in relation to all or any committees of groups.
- 4.1.4 The Chairperson of the Commission for Mission Board has the right to attend any meeting of a committee or group. Other members of the Commission for Mission Board may attend by invitation from the committee or group.

- 4.1.5 In establishing committees or groups the Commission for Mission Board will seek to optimise the skills and experience in the agencies and foster cooperation and networking between agencies, church bodies and non-church stakeholders and expert sources of advice and guidance.
- 4.1.6 In particular, the Commission for Mission Board will seek to ensure that committees and groups:
- (i) Enable agency boards of governance, CEOs, staff and volunteers to participate in the governance of the Commission by making significant contributions in the areas of Insight, Foresight and policy issues relating to the community services ministry of the Church as appropriate.
 - (ii) Recognise the particular contribution, interests, concerns and needs of different types of agencies, including smaller agencies.
- 4.1.7 All policy decisions including strategic plans, taken by a committee or group shall be referred to the Commission for Mission Board for ratification, via the Executive Director. Significant changes in policy direction that differ from and/or affect general operations must be endorsed by the Commission for Mission Board before they become operative.
- 4.1.8 Meetings of a committee or group shall be conducted in accordance with the *Manual for Meetings in the Uniting Church in Australia*.
- 4.1.9 Each committee or group shall appoint a Minute Secretary for the purpose of keeping a record of proceedings and resolutions. Minutes of meetings of each committee or group shall be prepared and retained in an appropriate format.
- 4.1.10 Each committee or group will be subject to review at least every five years and at such other time as may be determined by the Commission for Mission Board.

4.2 Forums

- 4.2.1 In addition to any committees, working, special interest or advisory groups established under clause 4.1, the Commission for Mission Board may also establish forums from time to time.
- 4.2.2 Forums may be established to assist the purpose of the Commission for Mission or the functions and responsibilities of the Commission for Mission Board where the Commission for Mission Board is of the opinion that such purpose, function or responsibility would be assisted by the coming together in fellowship of persons with a shared interest in the development of the church's vision, insights and policies on mission, to better facilitate the mission of the Synod or to facilitate the integration of Synod wide responsibilities for mission and of the work of agencies within the life and mission of the church.

- 4.2.3 In particular, the Commission for Mission Board will seek to ensure that forums are established that:
- (i) Enable representatives from presbyteries and congregations from across the Synod to come together to provide leadership and direction in the development of the Church's vision for mission, focus on possible new mission initiatives and make a significant contribution in the areas of Insight and Foresight and policy making.
 - (ii) Enable the CEOs of community services agencies to come together for the purpose of participating in the governance of the Commission by making significant contributions in the areas of Insight, Foresight and policy issues relating to the community services ministry of the church.
- 4.2.4 A forum established by the Commission for Mission Board shall operate under terms of reference approved by the Commission for Mission Board. The Commission for Mission Board shall also determine in respect of each forum its membership, purpose, responsibilities, functions, budgetary or resourcing arrangements, method of reporting and frequency of meetings.
- 4.2.5 At the time of the first formation of a forum, the Commission for Mission Board shall nominate and appoint a Forum Convenor. Thereafter, the Commission for Mission Board will seek a nomination for the role of Convenor from the membership attending the last forum in each calendar year and make the appointment prior to the first forum in the ensuing year.
- 4.2.6 The Chairperson of the Commission for Mission Board or his/her nominee, the Executive Director of the Commission for Mission, the appointed members of the Commission for Mission Board, the Moderator and the General Secretary shall have the right to participate in any forum meeting.
- 4.2.7 The Commission for Mission Board or the Forum Convenor may invite other interested parties and persons to attend the forum discussions as observer/participants.
- 4.2.8 The Commission for Mission Board will receive, consider and, where appropriate, act upon any advice or recommendation from a forum.
- 4.2.9 Each forum shall appoint a Minute Secretary for the purpose of keeping a record of proceedings and resolutions. Minutes of meetings of each forum shall be prepared and retained in an appropriate format.
- 4.2.10 Each forum will be subject to review at least every five years and at such other time as may be determined by the Commission for Mission Board.

5. COMMISSION FOR MISSION ADMINISTRATION

5.1. Executive Director

- 5.1.1 The Commission for Mission shall have an Executive Director, who will be appointed by the Standing Committee.
- 5.1.2 The Executive Director shall be responsible to the General Secretary, except in matters of Commission for Mission policy where he or she shall be responsible to the Commission for Mission Board.

- 5.1.3 The Executive Director shall be Ex-Officio a member of the Commission for Mission Board.
- 5.1.4 The Executive Director shall
- i) be the team leader of Unit Directors;
 - ii) regularly convene a meeting of the Unit Directors to oversee and co-ordinate the management of the work of the Commission for Mission, including all staff matters; and
 - iii) provide the primary link between the Commission for Mission Board and the Units.
- 5.1.5 The Executive Director shall represent the Commission for Mission on relevant Presbytery, Synod and Assembly Committees as required.
- 5.1.6 The Executive Director will ensure that the performance of all staff is reviewed according to Synod Policy.
- 5.1.7 The Executive Director shall ensure that Strategic Plans consistent with the mission priorities of the synod are developed for each Unit or work area.
- 5.1.8 The Executive Director shall manage the annual budget and other resources of the Commission.
- 5.1.9 The Executive Director shall ensure that a report will be placed before each meeting of the Synod.

5.2 Specified Areas of Mission Activity (Units)

- 5.2.1 The number of Units shall be determined by the Commission for Mission Board.
- 5.2.2 Each Unit shall operate under Terms of Reference that have been approved by the Commission for Mission Board.
- 5.2.3 The Terms of Reference shall set out the purpose, functions and responsibilities of each Unit.
- 5.2.4 Each Unit may establish permanent or temporary committees. Such committees are to operate under clearly defined Terms of Reference, approved by the Commission for Mission Board.
- 5.2.5 Each Unit shall seek to collaborate with the wider church in relation to fulfilling its missional responsibilities.

5.3 Unit Directors

- 5.3.1 All Unit Directors shall be appointed by the Commission for Mission Board on the recommendation of Executive Director and after Synod approved processes of selection.
- 5.3.2 All Unit Directors shall be responsible to the Executive Director.

5.3.3 All Unit Directors shall represent the Commission for Mission on relevant Presbytery, Synod and Assembly Committees as required by the Commission for Mission Board or the Executive Director.

5.4 Staff Appointments and Reviews

5.4.1 All appointments will be made and reviews conducted in accordance with Synod HR Policies.

5.5 Finance

5.5.1 The Commission for Mission Board shall follow accounting policies and practices laid down by the Synod.

6. AMENDMENT TO BY LAWS

6.1 The Commission for Mission Board shall submit any proposed amendments of its By-Laws to the Synod Standing Committee for approval.



7. TERMS AND DEFINITIONS

In these By-Laws, unless the context indicates otherwise:

Assembly means the Assembly of the Uniting Church in Australia.

Board means Commission for Mission Board (see below).

Commission for Mission Board means the principal body appointed by Standing Committee to provide and exercise governance in relation to the work of mission within the Synod, with consequent responsibility and accountability for the roles of oversight, insight and foresight.

Board of Mission and Resourcing (BOMAR) means the body appointed by the Synod for the purpose of overseeing and distributing the resources of the Synod.

Church means the Uniting Church in Australia.

Committee means committees or groups established by the Commission for Mission Board under clause 4.1 of these By-Laws.

Compliance means meeting set requirements as designated by legislation, regulation and the Uniting Church in Australia.

Components of Governance refers to
Oversight – a focus on accountability, compliance and adherence to regulations
Insight – a focus on reflective examination of core values and underlying missional assumptions
Foresight – a focus on strategic planning and setting of key directions

Director means the Director of an operational Unit of the Commission for Mission.

Executive Director means Executive Director of the Commission for Mission.

Ex-Officio means full membership of the board or other committee or by 'virtue of the office' held, i.e. Executive Director.

Forum means a forum established by the Commission for Mission Board under clause 4.2 of these By-Laws.

Inter-related Model refers to the Inter-related model of governance and oversight of community services approved by Synod in session in 2001 (Synod Minute 01.6.4.2).

Moderator means the Moderator of the Synod of Victoria and Tasmania.

Moderator elect means the elected, but not yet inducted or commissioned Moderator of the Synod of Victoria and Tasmania.

Operations means the management and implementation of the work of the Commission for Mission that reflects the policies, directions and strategies of the Commission for Mission Board; generally carried out by the appropriate Units and constituent bodies.

Policy means the course or line of action adopted, with due process, by the Commission for Mission Board within the parameters determined by the Synod and/or Standing Committee. It may also refer to a 'document' that expresses the above.

Presbytery means a Presbytery of the Synod.

Regulation means a Regulation of the Assembly.

Standing Committee means the Standing Committee of the Synod, which is empowered to act on behalf of the Synod between meetings of the Synod in respect of any responsibilities of the Synod except such as the Synod may determine (Regulation 3.5.49 (a)).

Synod means the Synod of Victoria and Tasmania of the Uniting Church in Australia, which includes the Standing Committee thereof (Regulation 3.5.4(iv)).

Terms of Reference describe the Purpose and Function of any unit, group, committee or forum established by the Commission for Mission.

UAICC means the Uniting Aboriginal and Islander Christian Congress established under the Regulations.

UCA means the Uniting Church in Australia.

Unit means the operational sectors of the Commission for Mission each with their own Director and specified areas of mission activity.

8. REFERENCES

- 8.1.1 Previous By-Laws for the Synod Commission for Mission updated in February, 2005.
- 8.1.2 By-Laws for the Board of the Uniting Church Centre for Theology and Ministry, April, 2006.
- 8.1.3 Graeme Nahkies & Terry Kilmister, "Through the Eyes of a Director", *Good Governance*, Number 49, January – February, 2006.
- 8.1.4 *Towards Clarity with the Inter-related Model of Governance. Review of roles and responsibilities of the partners involved in the inter-related model of governance within the community services agencies of the Synod of Victoria and Tasmania*, November 2009.

Approved: Standing Committee
Minute No.
Date: