

Deanery Synod Rules, Diocesan Synod Standing Orders and Articles of the Oxford Diocesan Board of Finance (ODBF)

Deanery Synod Rules

The Rules have been updated in line with the Church Representation Rules 2020. Those changes do not change the substance or operation of the Deanery Rules, but it was a necessary step to bring them in line. New provision is also made at rule 71 for electronic meetings. These revised Rules have been approved by Bishop's Council and come now to Diocesan Synod for formal adoption.

Standing Orders of the Diocesan Synod

Background

The amendment of standing orders is not a regular occurrence for any synod; however, it is occasionally necessary to address specific issues or to provide updating provisions.

Following a recent review by the Diocesan Registrar and some recommendations that have arisen from an internal governance review by the diocese, a number of changes were presented to the Bishop's Council in February 2021, who approved the changes to Standing Orders and the Articles of the ODBF, and so now require approval of the Diocesan Synod members.

The changes are as set out in the attached paper using tracked changes where an amendment has been made.

Standing Orders of the Diocesan Synod

Amendments have been made to:

1. update legislative references and ensure compliance following the introduction of the Church Representation Rules 2020;
2. reflect current practice in operational terms, and to introduce appropriate gender-neutral terms;
3. modernise arrangements in relation to electronic meetings and voting (which has, since April 2020, been possible on an interim basis through a specific Bishop's Direction under the Church Representation Rules).

None of the proposed amendments are intended to raise any major points of substance and it is not the purpose of this review to undergo a full-scale revision of the standing orders, which are in a fairly standard form used by the majority of dioceses following precedents issued by the General Synod office.

The proposed amendments are intended to ensure the smoother running of the business of Synod, simplify our work together and reflect current practice. It is proposed that the amended document, as enclosed, will be taken as a single motion to accept all changes shown.

ODBF Articles

Only three changes are proposed to the Articles which were approved in 2015:

1. to provide greater flexibility for all meetings (both company directors' meetings [Bishop's Council] and company members' meetings [Diocesan Synod]). The definition of "electronic means" has been extended and a new clause 1.5 has been added. It is not usual for company members to meet electronically unless specific provision has been made in the Articles. The Government introduced specific legislation (in the Corporate Insolvency and Governance Act 2020) in response to the pandemic enabling general meetings of company members to take place by electronic means. Those provisions are due to expire on **30 March 2021** (*though they might yet be extended further*);
2. to amend an erroneous statutory reference in the definition of Financial Expert; and
3. to replace the previous requirement in Article 7.2 for a 'majority' of committee members to be company directors (ie members of Bishop's Council) with 'at least two' company directors. This not only reflects current practice but is also a recognition of the limit on directors' time and capacity.

The members of diocesan synod are also the company members of the Oxford Diocesan Board of Finance and so it is necessary, under the current legislative provision, to hold a members' general meeting to deal with the single matter of amending the Articles at the Diocesan Synod when the synod will adjourn for this purpose.

The motion in the agenda for the ODBF EGM will then be put separately to the members as follows:

'That with effect from the conclusion of the meeting the amended articles of association attached to the Notice of the meeting be adopted as the articles of association of the Oxford Diocesan Board of Finance'

There is considerable detail in the three documents. We would therefore ask that if a Synod member has a question on any of these documents they would give notice of it to me at diosec@oxford.anglican.org, if possible at least two days before the meeting, to facilitate an answer being given when Synod meets.

Canon Mark Humphriss
Diocesan Secretary