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# The Difference in Governance and Management – Going Beyond Reproach and Increasing Meeting Efficiencies

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# Introduction

## Corney & Lind Lawyers Pty Ltd

➤ Mid size law firm – 18 lawyers + 30 staff

➤ Our focus areas

Schools & Education

Not for Profit & Charity

Commercial

Employment & Discrimination

Personal Injury

Commercial & Construction Litigation

Migration & Visas

Family Law

Criminal & Traffic

Estate & Elder Law

➤ Our lawyers travel to you if needed

➤ Specialist lawyers committed to delivering “*just redemptive outcomes®*” with care and integrity

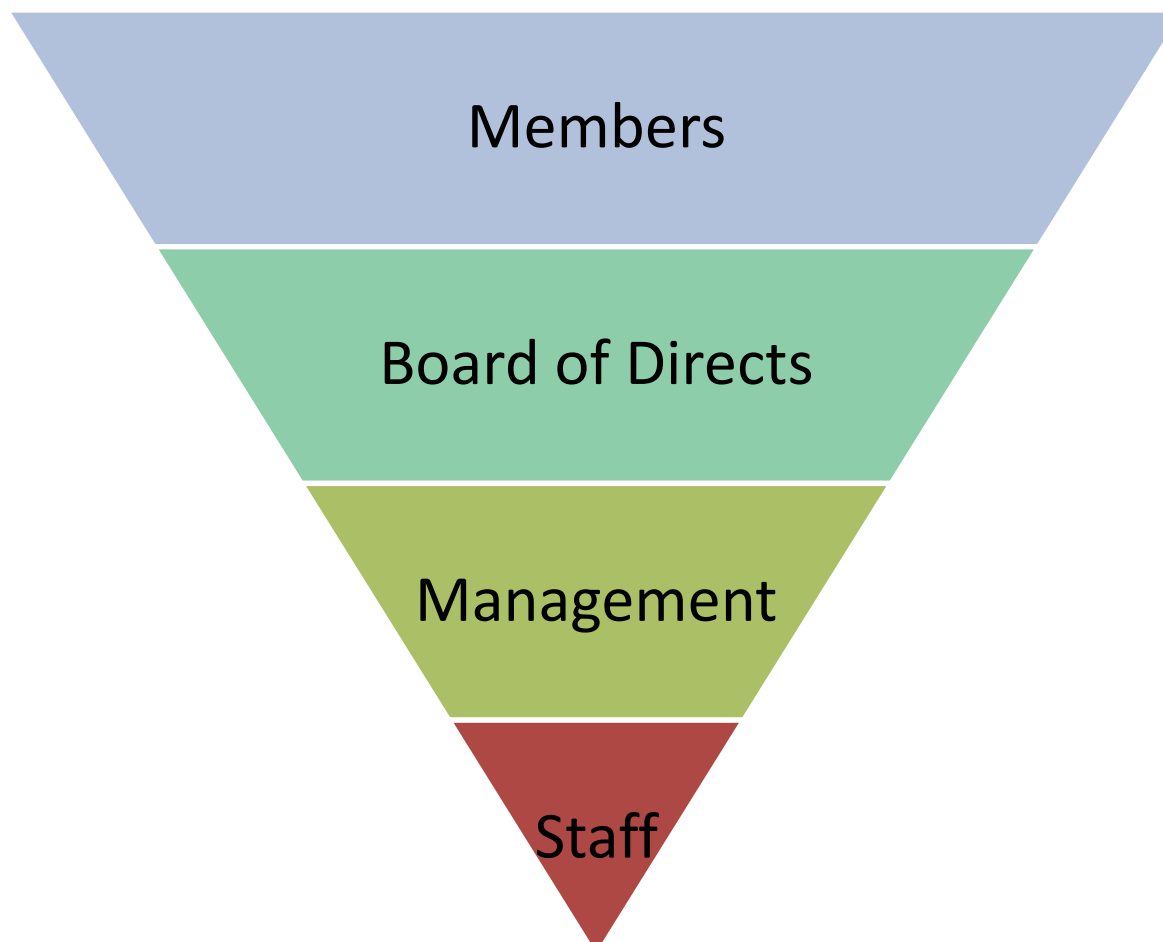
➤ Based right next to the CBD opposite the RBWH transport hub

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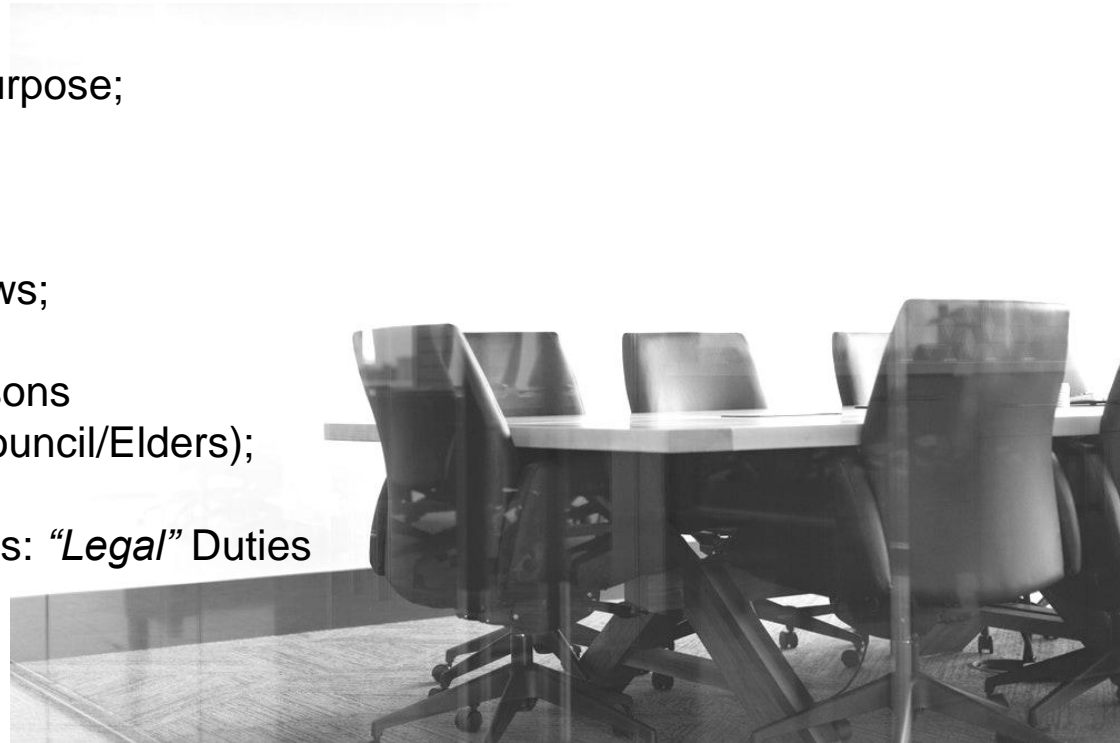
# Servant Leadership





# Director / Council / Elder

- Governance is about oversight - strategy, delegated authority to Managers, accountability of Managers.
- Responsibility to adhere to Governance Standards:
  1. Not-for-profit and charitable purpose;
  2. Accountability to members;
  3. Compliance with Australian laws;
  4. Suitability of Responsible Persons (governors – Board/Church Council/Elders);
  5. Duties of Responsible Persons: “*Legal*” Duties



# Management / Pastor

- Senior Pastor - akin to the CEO. The extent of the delegated authority from the Board to the Senior Pastor may vary from church to church.
- A Board cannot abdicate their “governance” role to the Senior Pastor.
- However, the delegated authority can be significant; with all “day to day decision making” delegated to the CEO. Often this is achieved by a “limitations policy” rather than a “scope of authority” policy.
- A “limitations policy” is a full day to day decision making authority but for this list.





# Members

- Usually defined as someone appropriately accepted as a member and recorded in a membership manager.
- A person with a vote in certain critical decisions relating to the Church.
- Distinguished from an ordinary parishioner.
- Critical when matters take a turn for the worse!





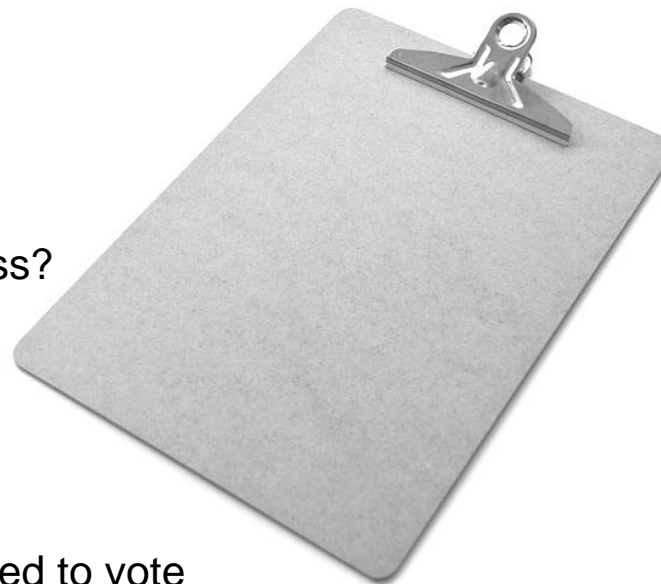
## Importance of a Membership Register

### 1. *Identifying your members – who are they?*

- Check your governing documents.
- Do you have a formal application process?
- Do you have a membership registry?

### 2. *What rights do your members have?*

- Check your governing documents.
- What decisions are your members entitled to vote on?
- Do you schedule appropriate meetings?



## Decision Making – Boundaries that lead to efficient meetings

- *Boundaries in Decision Making* – What limits are in place for decision making, before it needs to be escalated?
- *Boundaries in Duties* – What is the role of the various teams? What decisions are they supposed to be focused upon?
- *Boundaries in Reporting* – What documents need to be received, endorsed and adopted?
- A set agenda and a strong chairperson with clear direction of what is delegated, what needs to be dealt with and what is to be reported on allows for quality leadership focused on leadership, and not “*doing*”.







# Giving Powers Away

## *Limitations Policies:*

- Staff compensation, benefits and discipline
- Branding strategies
- Material contracts up to certain \$ limits, borrowing and budgets
- Dealing with land or buildings
- Litigation
- Shock Events

## *Other Ways of Defining the Line*

- Role description;
- Codes of conduct;
- Board Mentor.



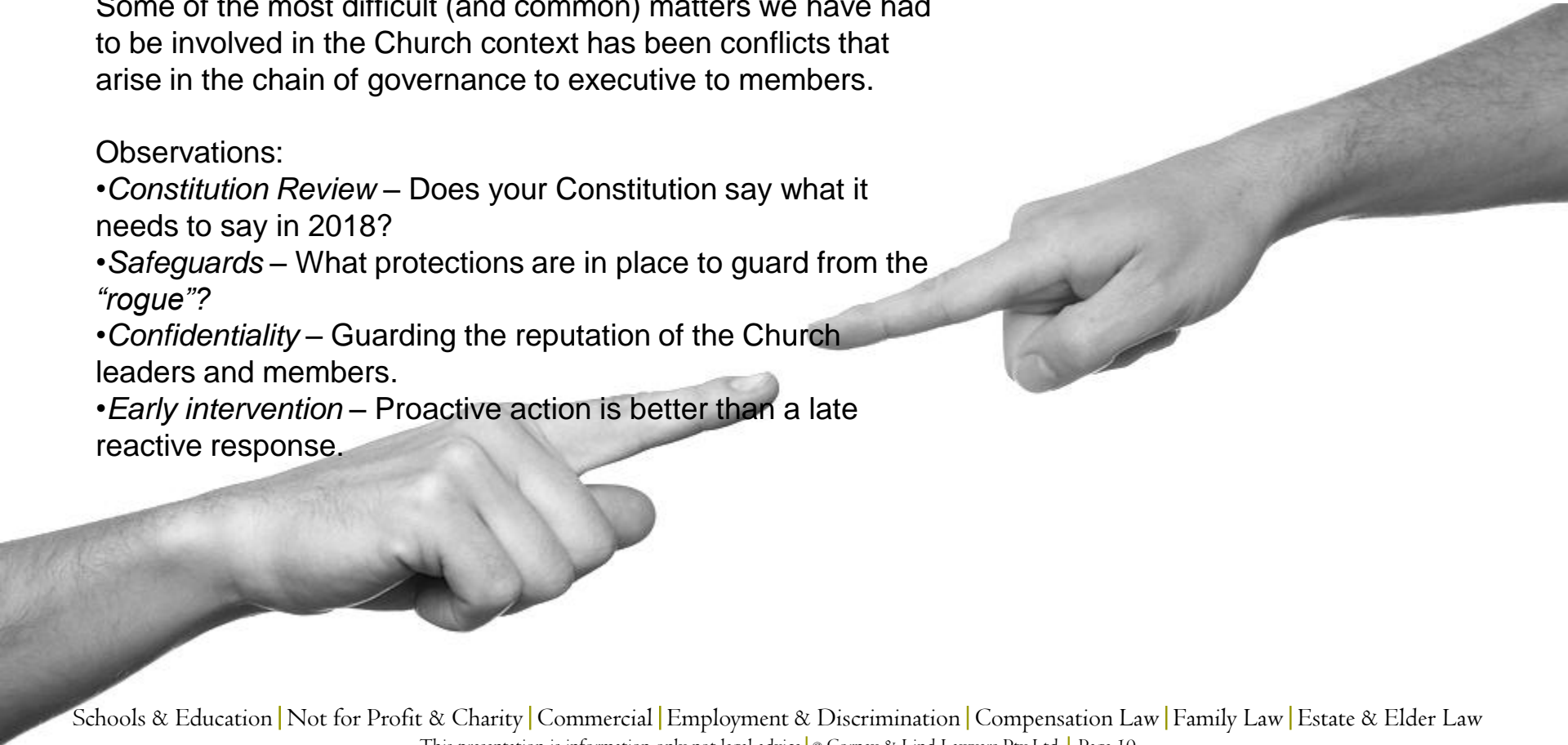


# Disputes from within

Some of the most difficult (and common) matters we have had to be involved in the Church context has been conflicts that arise in the chain of governance to executive to members.

Observations:

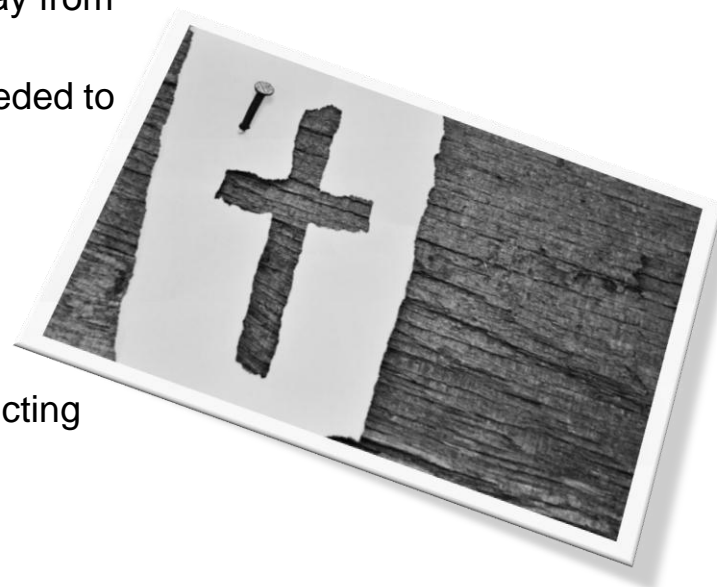
- *Constitution Review* – Does your Constitution say what it needs to say in 2018?
- *Safeguards* – What protections are in place to guard from the “rogue”?
- *Confidentiality* – Guarding the reputation of the Church leaders and members.
- *Early intervention* – Proactive action is better than a late reactive response.





# Christian Dispute Resolution

1. Prayer – God’s will be done, and a surrender to Him.
2. Encouragement – Parties to view the dispute as an opportunity to glorify God and grow His Kingdom
3. Humility – Encouragement to reflect on self-contributions to conflict
4. Walking away? – Is it God’s desire for parties to walk away from this conflict?
5. Urgent Injunctions? – Are the urgent legal protections needed to prevent irreparable harm?
6. Direct Approach? – Matthew 18:15
7. Mediation? – Matthew 18:16
8. Arbitration? – Matthew 18:17; 1 Corinthians 6:1-5
9. Litigation? - Motives, God’s desire, impact on witness
10. Forgiveness and Reconciliation – How is the strategy effecting this?



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# Contact



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