



RCTC-P09_25 GOVERNANCE STRUCTURE POLICY

1.0 OBJECTIVE

- 1.1 Diocesan offices and bodies have been established to provide the Bishop of Townsville ('Bishop') with assistance and to meet the governance responsibilities of the Catholic Diocese of Townsville ('Diocese'). Some of these are required by Church law or Local, State and Federal laws and regulations and others have been established locally for the good of the Church and its mission.

2.0 SCOPE

- 2.1 The Governance Structure Policy ('Policy') provides an overview of the diocesan governance structure to assist those working in and involved with the Diocese to a deeper understanding of their roles in the service of the Church. The Holy Father has entrusted care of this portion of the people of God to the Bishop. The Bishop works in cooperation with the presbyterium (the priests), ensuring the inspiration of the Holy Spirit centres the life of the Diocese on the Gospel and the Eucharist so that in this place the One, Holy, Catholic and Apostolic Church of Christ is truly present (Canon 369).
- 2.2 The Bishop also has governance responsibilities mandated by various Local, State and Federal Government Acts and Regulations. The Bishop's exercise of executive power is of particular significance in defining the governance policies, structures and processes of the Diocese.

3.0 POLICY STATEMENT

- 3.1 Diocesan governance is derived from the institution and functions of a Bishop in the Catholic Church and is explained in Canon 375 of the Code of Canon Law:
Canon 375: By divine institution, Bishops succeed the Apostles through the Holy Spirit who is given to them. They are constituted Pastors in the Church, to be the teachers of doctrine, the priests of sacred worship and the ministers of Governance.
- 3.2 Diocesan offices and structures are to be always grounded in the Gospel as well as legal requirements, and their endeavours directed towards the mission of the Church in the Diocese.
- 3.3 The power of governance is a sacred and personal power which is conferred by episcopal ordination. Diocesan Bishops are entrusted with the care of a particular Diocese (Canon 376). A diocesan Bishop's power of governance is distinguished as legislative, executive and judicial (Canon 391, §1).
- 3.4 Subject always to the requirements of the Code of Canon Law, the governance of the Diocese is conducted in accordance with the following principles:
- 3.4.1 **Mission Purpose:** That all offices, bodies and persons involved in the curia exist to support and nurture the mission of the Catholic Church in the Diocese.
- 3.4.2 **Collaboration:** That all persons working in the Diocese and their advisors, united in a common purpose of supporting the Bishop, respect each other's abilities to work towards this purpose in a spirit of collaboration.

- 3.4.3 Subsidiarity: Whilst the Bishop and those holding vicarious or delegated power under him may exercise judicial or executive power, the distribution of authority, responsibility and accountability within the Diocese is devolved to the appropriate practical level so that the people or groups most directly affected by a decision or policy have a collaborative role in decision-making and in policy drafting.
- 3.4.4 Openness and Accountability: That the Diocese should be accessible and responsive to members of the faithful and members of the public through the provision of information about its mission, ministries and finances. This applies to all fundraising activities and associated communications which also need to be respectful of the personal privacy, interest and intentions of donors and prospective donors.
- 3.4.5 Stewardship of Resources: That all the resources of the Diocese are managed sustainably for the benefit of current and future generations, including a commitment to caring for the environment and the poor and the wise management and development of people and their talents.
- 3.4.6 Compliance and Risk Management: That the Diocese seeks to comply with the various legal and regulatory requirements, including those of canon law. Accordingly, the Diocese is committed to ensuring compliance with all government legislation, regulations and guidelines for the use of funding received for recurrent and capital purposes. The Diocese's affirms the responsibility to proactively identify, assess, mitigate, and monitor risks to its mission, people, finances and reputation.
- 3.4.7 Safety and Respect: That all persons who are employed, volunteer, access services or have any contact with the Diocese, but especially the young, weak and vulnerable, be provided with a safe and nurturing environment where each person's privacy and dignity is respected.
- 3.5 The schedules attached to this policy provide detail on the relevant governance processes, governance responsibilities of key roles and the legal status of the Diocese.
- *Schedule 1* outlines the diocesan governance practices, including the role of the Bishop as presider on councils, council process including consultation and consent.
 - *Schedule 2* advises of the legal structure of the Diocese.
 - *Schedule 3* provides information on the roles and responsibilities of key officers and bodies to meet the requirements of canon and civil law.
 - *Schedule 4* provides a diagram of the diocesan governance structure.

4.0 APPLICABILITY

- 4.1 All Church personnel of the Catholic Diocese of Townsville are required to comply with this policy.

5.0 RESPONSIBILITIES

Policy Owner	The Policy Owner for all diocesan policies is the Bishop.
Policy Manager	The Policy Manager for this policy is the Diocesan Governance, Risk and Compliance Coordinator.
Communication	<ul style="list-style-type: none"> • The Policy Manager is to advise all agencies, ministries and parishes covered by this policy and its enacted date. • The Parish Priest or Parish Administrator is to advise the Parish staff and committees of this policy and compliance requirements of this policy. • The Senior Executives are to provide advice and communicate this Policy to all agency staff and volunteers.

Compliance	Non-compliance should be reported to the relevant Senior Executive (or their delegate) and the Policy Manager who will report to the Bishop. In all instances of serious non-compliance matters the Bishop must be informed.
Monitoring and Review	The Policy Manager has responsibility to review the policy every three years (or sooner if required) to ensure it is compliant with relevant diocesan goals, legislation/regulation and diocesan requirements.
Reporting	The Policy Manager will report to the Bishop at the time of the policy review.
Accessibility	This Policy will be available to external diocesan stakeholders and placed on the diocesan website.

6.0 RELATED POLICIES, PROCEDURES AND/OR LEGISLATION

Religious Educational and Charitable Institutions Act of 1861 (Qld)

Roman Catholic Church (Incorporation of Church Entities) Act 1994 (Qld)

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March 2022	March 2022	Original Policy
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Approved By:



Date: 12 June 2025

Most Rev Timothy Harris DD
Bishop of Townsville

DEFINITIONS

Code of Canon Law: The Code of Canon Law is the collection of laws which govern the public order of the Catholic Church. The current code was promulgated in 1983 by Pope John Paul II. In this document, the quoted canons are from the English translation of the Latin text by the Canon Law Society of Great Britain and Ireland.

Church personnel: A cleric, member of a religious institute or other person (other than a cleric or a member of a religious institute) who is employed by the Roman Catholic Trust Corporation for the Diocese of Townsville or engaged on a contract, subcontract, voluntary or unpaid basis. (Australian Catholic Safeguarding LTD: *National Response Protocol*)

SCEDULE 1: DIOCESAN GOVERNANCE PRACTICES

S.1.A Presider

The Bishop is assisted in his governance of the Diocese by a range of office holders and consultative Councils (as described in this document). This importantly includes lay members of Christ's faithful (Canon 129, §2).

The Bishop attends and presides at meetings of each of the consultative Councils. Each Council also has a Chair appointed by the Bishop, who chairs the meeting in the presence of the Bishop or his delegate.

Being present without the responsibility of being Chair allows the Bishop, to hear the opinions and discussions around the table and to participate when he chooses. However, the Bishop may (at his discretion and consistent with his presidency of each Council) assume the Chair for any meeting or part of a meeting.

S.1.B Council Processes

These Councils operate through a process of dialogue. This entails individuals voicing their respective opinions while being sufficiently detached from personal biases to enable careful listening to the opinions of others. Members of Councils are open to dialogue and are motivated by a desire to harmonise the various personal opinions expressed. This system of participation occurs within the context of ecclesial communion, and it fosters such communion.

S.1.C Counsel

All these Councils assist the Bishop by providing advice on pastoral and administrative matters, depending on their purpose and mandates. In some cases, such as the Bishop's Council of Priests, the College of Consultors, and the Diocesan Finance Council, canon law mandates that the Bishop seek the counsel of these bodies regarding certain matters.

For Agency Councils, which are all established by the Bishop but not mandated by canon law, the Bishop has chosen to seek their counsel on specific matters. The advice provided to management and the Bishop, or his delegate, assists them fulfilling their responsibilities. In relation to all these matters, the canonical procedures of consultation in Canon 127 are as follows:

- Councils are convened by proper notice (Canon 166).
- Advice of all is sought.
- Necessary information is provided to allow fully informed opinions (Canon 129, §4).
- Opinions are to be given sincerely.

If canon law requires the Bishop to consult with a Council, he is not obligated to follow their advice. The Bishop would require a compelling justification to disregard the advice, especially if the advice is unanimous (Canon 127, §2, 2°).

S.1.D Consent

In limited circumstances, canon law requires the Bishop to seek the consent of the College of Consultors and the Diocesan Finance Council. In these cases, the consent of an absolute majority of those present is required (Canon 127, §1). The canonical procedures in Canon 127 that apply to consultation also apply to matters requiring consent.

If consent is required by canon law for a particular act, the Bishop must obtain that consent before acting (Canon 127, §2, 1°). He is not obligated to act upon receiving consent and may choose not to proceed with the proposed action.

SCHEDULE 2: LEGAL STRUCTURE

S.2.A Canonical and Civil Legal Status

The Catholic Diocese of Townsville exists as a distinct Church entity under canon law known as a public juridical person. Every parish is similarly established under canon law as a separate and distinct public juridical person. However, the Diocese's civil legal entity is The Roman Catholic Trust Corporation for the Diocese of Townsville ('the Corporation'). This entity was incorporated by Letters Patent on 29 April 1931 under the *Religious Educational and Charitable Institutions Act of 1861* (Qld) ('RECI Act'). In 1967, this Act was amended to expand the powers of entities incorporated under the Act beyond the acquisition and holding of land, allowing them to undertake all actions, incidental or necessary to the attainment of the objects and powers of the Corporation. A Secretary and Public Officer is appointed by the Bishop to the Corporation.

Further, the *Roman Catholic Church (Incorporation of Church Entities) Act 1994* (Qld) ('ICE Act') clarified and confirmed the legal capacity and powers of Catholic Church entities incorporated under the RECI Act. Section 25 of the ICE Act confirms that such corporations have all the powers and the legal capacity, of an individual when performing its objects or functions.

Through this civil law the Corporation owns property, operates its services, enters contracts, employs staff and registers and engages with government regulators.

Diocesan properties are held in the name of the Corporation, and due to government funding, their use is restricted to specific purposes (e.g., diocesan schools and colleges). These restrictions may also apply to the use of any proceeds from the sale of these properties.

The Corporation is also the registered owner in civil law of all the properties beneficially owned by the parishes. It holds each such property in trust for the relevant parish, as the beneficial owner in civil law and under canon law. Section 25A of the ICE Act recognises that an incorporated Church entity can hold property in trust under canon law for an unincorporated Church entity. Parish owned school properties may be subject to restrictions associated with government funding.

S.2.B Directors and Officers Liability Insurance

Although most members of diocesan councils, boards, committees and commissions are volunteers serving in advisory roles only, the Diocese has deemed it prudent to hold Directors and Officers Liability Insurance.

This policy, which is held with an external insurer appointed by the Diocese, indemnifies such members and diocesan officers for claims made against them if they commit, or it is alleged they have committed, a wrongful act. This policy covers wrongful acts such as:

- Actual or alleged breach of duty
- Breach of trust
- Negligence
- Error
- Misstatement
- Misleading statement(s)
- Omissions
- Breach of warranty of authority
- Other acts wrongfully done or wrongly attempted in the member's capacity as a member of a council, board, committee, commission or as an officer.

This policy also extends to the Bishop and provides indemnity for claims made against him in his capacity as a member of the diocese's governing bodies.

Employees, volunteers, customers, clients, students, parents/carers, creditors, the Australian Competition Consumer Commission and the Commissioner for Taxation can all bring actions against members and officers. This policy provides indemnity for members and officers and for the Diocese for payments it makes in respect of claims against members and officers.

This policy also covers members of school and parish councils, committees and boards.

SCHEDULE 3: ROLES AND RESPONSIBILITIES

S.3.A Bishop's Council of Priests

Canon 495, §1: In each diocese there is to be established a council of priests, that is, a group of priests who represent the presbyterium and who are to be, as it were, the Bishop's senate. The Council's role is to assist the Bishop, in accordance with the law, in the governance of the diocese, so that the pastoral welfare of that part of the people of God entrusted to the Bishop may be most effectively promoted.

The Bishop must establish a Council of Priests. In the Catholic Diocese of Townsville, the Bishop's Council of Priests meets at least four (4) times a year. In accordance with canon law the Bishop must consult the Council in relation to the following:

- The erection, suppression and substantial modification of parishes (Canon 515, §2).
- The establishment of new churches (Canon 1215, §2).
- Changes to the sacred nature of a church (Canon 1222, §2).
- The levying of taxes on parishes (Canon 1263).

The Bishop will seek the advice of the Council when prudence dictates. Further details of their role and structure can be found in their own separate statutes approved by the Bishop.

S.3.B College of Consultors

Canon 502, §1: From among the members of the Council of Priests, the Diocesan Bishop freely appoints not fewer than six (and not more than twelve priests, who are for five years to constitute the college of consultors. To it belong the functions determined by law; on the expiry of the five-year period, it continues to exercise its functions until the new college is constituted.

The Bishop must establish a College of Consultors. Under canon law the College has several responsibilities including:

- To be consulted by the Bishop in appointing the Financial Administrator (Canon 494, §1).
- To be consulted by the Bishop regarding acts of administration of major importance (Canon 1277).
- To give consent regarding acts of extraordinary administration (Canon 1277).
- To give consent for alienation of patrimony above the value set by the Australian Catholic Bishops Conference (Canon 1292, §1).

S.3.C Diocesan Curia

Canon 469: The diocesan curia is composed of those institutes and persons who assist the Bishop in governing of the entire diocese, especially in directing pastoral action, in providing for the administration of the diocese, and in exercising judicial power.

Membership of the Curia

The Senior Executives of the Diocese make up the Curia or working organisation of the Diocese. The Senior Executives provide leadership and management of the major diocesan agencies and key diocesan functions as well as advice and support to the Bishop within their various areas of expertise. They each report directly to the Bishop. The following position titles apply to the Senior Executives of the Diocese:

- Executive Director, Mary MacKillop Childcare North Queensland
- Executive Director, Townsville Catholic Education
- Executive Director, Centacare North Queensland
- Chief Executive Officer, Saints Catholic College
- Diocesan Director, Safeguarding, Culture and Shared Services
- Diocesan Director, Financial Services
- Diocesan Director, Clergy Formation and Ministry

S.3.D Vicar General

Canon 475, §1: In each diocese the diocesan Bishop is to appoint a Vicar general to assist him in the governance of the whole diocese.

The Bishop appoints a Vicar General who deputises for the Bishop during any absence from the Diocese and who assists him most closely in the governance of the Diocese. The Vicar General is also a member of the College of Consultors.

The following outlines the role of the Vicar General in canon law:

A Diocesan Bishop exercises his executive power either alone or through his vicar general or a moderator (Canon 391, §2, 473 and 475). The vicar general has by virtue of his appointment the authority of the Bishop and acts within the prescriptions of the Law of the Church, and within the terms of any special mandate the Bishop may give him.

Canon 480 provides that there is to be regular communication between the Vicar General and the diocesan Bishop. The second part of the canon provides for pastoral unity by specifying that the Vicar General is never to act contrary to the intention and mind of the diocesan Bishop.

S.3.E Chancellor

Canon 482, §1: In each curia a chancellor is to be appointed, whose principal office, unless a particular law states otherwise, is to ensure that the acts of the curia are drawn up and dispatched, and that they are kept safe in the archive of the curia.

In the Catholic Diocese of Townsville, the Bishop has reserved these acts to himself but may mandate other acts for the Chancellor to undertake/represent on his behalf from time to time.

S.3.F Notaries

The Chancellor by virtue of this office is a notary.

Canon 483, §1: Besides the chancellor, other notaries may be appointed, whose writing or signature authenticates public documents, whether in respect or all acts, or of judicial acts alone, or only for acts concerning a particular issue or business.

Other notaries in the Diocese are those designated for judicial acts as well as executive and administrative acts/decrees.

S.3.G Diocesan Finance Council

Canon 492, §1: In each diocese, a finance committee is to be established, presided over by the diocesan Bishop or his delegate. It is to be composed of at least three of Christ's faithful, expert in financial affairs and civil law, of outstanding integrity, and appointed by the Bishop.

Canon law entrusts several specific responsibilities to the Diocesan Finance Council including:

- To prepare the annual budget for the Diocese in accordance with the Bishop's direction (Canon 493).
- To receive a year-end report on the actual income and expenditure (Canon 493).
- To be consulted by the Bishop before the appointment or removal of the Financial Administrator (Canon 494).
- To be consulted by the Bishop before the imposition of a new diocesan tax (Canon 1263).
- To be consulted by the Bishop in relation to an act of major importance in the light of the financial situation of the Diocese (Canon 1277).
- To give or withhold consent for acts of extraordinary administration (Canon 1277).
- To give or withhold consent for acts of alienation (Canon 1292).

- To give or withhold consent for transactions where the patrimonial condition of the Diocese may be jeopardised (Canon 1295).
- To give or withhold consent for leases in accordance with decrees of the Episcopal Conference (Canon 1297).

For some acts, the Bishop requires the consent of the Council, but in most circumstances he is only consulting with them. The Bishop prudently seeks the advice of the Council in relation to all major financial decisions, and administrative and legal issues and risks which may have significant financial implications for the Diocese. The Diocese Finance Council has a significant role in assisting the Bishop in his financial administration of the Diocese by the advice and consents it offers.

The Diocesan Finance Council is the governing body mandated under canon law to oversee the financial and administrative matters of the Diocese. As such, any advice or recommendations from Agency Councils and/or Senior Executives regarding finance or administration which may have significant financial implications are first directed to the Diocesan Finance Council for review before being presented for the Bishop for his final approval.

The following matters are reviewed first by the Agency Council before being presented to the Diocesan Finance Council for consideration:

- Annual budgets
- Audited financial statements
- Management accounts
- Property purchases
- Long-term leases of agency property
- Alienations of property
- Annual risk management reports (for matters with significant financial implications)
- Annual compliance reports
- Significant new service proposals

Where an Agency Councils/Senior Executive is providing advice on matters without significant financial implications, these do not have to be presented to the Diocesan Finance Council.

S.3.H Financial Administrator

Canon 494, §1: In each diocese, a financial administrator is to be appointed by the Bishop, after consulting the college of consultors and the finance committee. The financial administrator is to be expert in financial matters and of truly outstanding integrity.

§2. The financial administrator is to be appointed for five years, but when this period has expired, may be appointed for further terms of five years. While in office, the financial administrator is not to be removed except for a grave reason, to be estimated by the Bishop after consulting the college of consultors and the finance committee.

§3. It is the responsibility of the financial administrator, under the authority of the Bishop, to administer the goods of the diocese in accordance with the plan of the finance committee, and to make those payments from diocesan funds which the Bishop or his delegates have lawfully authorised.

§4. At the end of the year the financial administrator must give the finance committee an account of income and expenditure.

The Bishop must appoint a Financial Administrator. The Financial Administrator's canonically mandated duties principally are:

- To administer the goods of the Diocese in accordance with the plan of the Diocesan Finance Council.
- To follow the budget determined by the Diocesan Finance Council.
- To meet the expenditures authorised by the Bishop or his delegate.
- To submit to the Diocesan Finance Council at the end of the financial year a report of receipts and expenditures.

The Financial Administrator is under the authority of the Bishop (Canon 494, §3). As the Executive Officer to the Diocesan Finance Council, the Financial Administrator has a close working relationship with that Council and is responsible for assisting the Council in the execution of its responsibilities in accordance with the Code of Canon Law. The Financial Administrator therefore attends the Council meetings and all committees of the Council.

S.3.I Diocesan Agencies

The various works within the Diocese are organised into distinct agencies that report to the Bishop. This structure provides clear distinctions in responsibilities, management and governance and assists with compliance to government funding and taxation requirements. Each agency is directed on a day-to-day basis by a Senior Executive, each of whom reports to the Bishop. Collectively they are referred to as 'Senior Executives'.

S.3.J Agency Councils

The Bishop and the Senior Executives are assisted in their roles by advisory councils of governance ('Agency Councils'). In general, these Councils exist at the discretion of the Bishop.

Centacare NQ is an exception to being advisory only, as it is public benevolent institution status under taxation legislation, which requires a constitution that includes a governing council.

In recognition of the scope and complexity of the diocesan activities, the Bishop has established these Councils to offer advice to him and the Senior Executives regarding the various activities and responsibilities of the agencies. Councils function in an advisory capacity only, with no situation in which the Bishop requires their consent to take action.

Agency Council Responsibilities

Each Agency Council undertakes the following responsibilities:

- Providing advice to the Bishop or his delegate on broad policies and priorities related to services relevant to the agency's objects, recommending their adoption and monitoring their implementation once adopted.
- Tendering advice to the Bishop or his delegate regarding issues relevant to the agency in the Diocese.
- Monitoring, evaluating and reporting on the implementation of these policies through the services of the agency.
- Ensuring that the agency budget for all services complies with the policies and priorities of the Council and agency.

SCHEDULE 4: GOVERNANCE STRUCTURE

