

WESLEY COLLEGE
CONSTITUTION

PREAMBLE

- i. In keeping with its Basis of Union, the Uniting Church in Australia understands its call as being to serve God's passion for a better world.
- ii. The shared educational purpose of the Uniting Church with Wesley College is founded in the love of God. God creates the world in love and enables fullness of life in every person. Education is the purposeful activity of love whereby people are raised up to the unique fullness of their being: emotional, intellectual, social, physical and spiritual. All who participate in education embrace that love to enhance the completeness and peace of the world.
- iii. Wesley College opened in 1923 as the first Methodist school for boys in Western Australia, and became a member of the Public Schools Association (PSA) in 1952. The traditions of Wesley College draw on its foundations, its history and the shared experiences and contributions of its students, staff, alumni, parents and broader religious, educational and local communities. Recognising the importance of the early years of learning, primary level coeducation schooling commenced in 1978. The College has subsequently grown to operate as a day and boarding campus from Pre-Kindergarten to Year 12 and provides opportunities for wider educational, cultural, spiritual and active experiences. Throughout its history, the themes of academic excellence, citizenship, service and community have remained central to the ethos of the College. Students are encouraged to achieve their full potential within a broad, balanced and holistic educational offering. College graduates have excelled in academic, business, community, sporting and arts fields, and our alumni remain an important part of the College community.
- iv. Wesley College and its Council Members will at all times conduct the affairs of Wesley College so as to address and act in accordance with the matters specified in the Uniting Church in Australia National Education Charter (2002) and as revised.
- v. It is the responsibility of Council as a whole, and in particular the Chair and the Principal and the Moderator as Visitor, to ensure that Wesley College remains faithful to this call, purpose, tradition and objectives.

- vi. In enacting this Constitution it is the understanding of the Synod that good contemporary governance of the schools of the Uniting Church in Western Australia is best served by a council comprised of members with a suitable mix of skills and experience each one of whom is supportive of and accountable to the shared purposes of Synod and schools and underpinned by a close relationship between the senior officers of the Synod and the school.

1. NAME

The name of the instrumentality shall be “Wesley College”, a body corporate, incorporated under the provisions of the Act.

2. OBJECTS

2.1 The objects of the College are:

- a) to provide a sound educational programme according to the College's official statement of its Aims and Objectives, including by;
 - i. providing a high standard of education and an academic and co-curricular experience that is personally challenging and relevant
 - ii. promoting a student focused culture that prioritises student safety and wellbeing, and active citizenship
 - iii. promoting a positive and collaborative organisational culture that is community and relationship focused; and
 - iv. supporting and developing quality staff.

- (b) to carry on all business, commercial and investment operations necessary and prudent to ensure the continuing operation of the College in accordance with its Aims and Objectives, including the conduct of a boarding establishment.

- (c) To do all such other things as are incidental or conducive to these objects.

3. POWERS

3.1 The College shall have all the powers of a natural person which are necessary or conducive in order to enable the College to properly implement the abovementioned objects including (but not limited to) the power to:

- a) Borrow money upon any terms and conditions that the Council sees fit.
- b) Open and operate bank accounts in the name of the College.
- c) Mortgage or otherwise encumber the assets of the College.
- d) Invest, use and deal with the funds of the College as the Council sees fit.
- e) Enter into any contract the Council considers necessary or desirable.
- f) Acquire, hold, deal with and dispose of any real or personal property.
- g) Purchase or take a lease or license of premises for student facilities; and
- h) Construct buildings or structures for the benefit of the College.

3.2 The Council shall have the power to exercise all powers of the College under Clause 3.1 in its discretion.

4. DEFINITIONS

- (a) "Act" means the Uniting Church in Australia Act 1976 (WA)
- (b) "Aims and Objectives" means the aims and objectives as set out in any strategic plan (by any name) adopted by the Council from time to time.
- (c) "Auditor" means a registered company auditor.
- (d) "Chair" means the chair of the Council from time to time and includes any acting chair from time to time appointed under this Constitution.
- (e) "Chair of Finance" means the chair of the Finance Committee from time to time appointed under Clause 9.
- (f) "Chaplain" means the chaplain(s) appointed under Clause 15.
- (g) "Church" means the Uniting Church in Australia.

- (h) "College" means the instrumentality referred to in Clause 1 being Wesley College and (unless the context otherwise requires) includes all Colleges established and conducted by the Council after the date of its incorporation.
- (i) "Committee" means a committee of the Council.
- (j) "Committee Chair" means the chair of a Committee from time to time as appointed under Clause 9.
- (k) "Confirmed Member" means a member of the Church who is recognised as having affirmed the faith and accepted the responsibilities of membership by actively participating in the fellowship of the Church and supporting its work, and whose name is recorded on the roll of confirmed members of the Church. (Constitution of the Church para 6; Regulation 1.3)
- (l) "Constitution" means this constitution of the College.
- (m) "Council" means the Council referred to in Clause 5.
- (n) "Council Member" means a member of the Council.
- (o) "Council Policy" means any policy relating to the governance of the College including any procedures specified in Clause 11.10, and any policy of the College approved by Council by Council resolution relating to the matters specified in Clauses 13.6 and 13.7.
- (p) "Deputy Chair" means the deputy chair of the Council from time to time appointed under Clause 9 and includes any acting deputy chair from time to time appointed by Council.
- (q) "Executive Committee" means the Committee mentioned in Clause 12.
- (r) "Finance Committee" means a committee appointed under Clause 10.1.
- (s) "Financial Statements" means a financial report representing the financial position and financial performance of the College, in a form approved by the Council.

- (t) “Financial Year” means the period from 1 January to 31 December in each calendar year.
- (u) “Moderator” means the Moderator as appointed by the Synod.
- (v) “National Education Charter” means the broad principles and guidelines developed by the Uniting Church in Australia regarding education in Australian society.
- (w) “Prescribed Period” means in the case of the Chair, a period of not more than ten (10) years, and in the case of a person mentioned in clause 5.1(c), a period of not more than six (6) years, commencing in either case on the 1st of January in the year next following the appointment, unless by Special Resolution of Council the period is increased.
- (x) “Principal”, whether referred to as the Head or Principal, means the individual appointed and employed by the Council from time to time, as Principal or Headmaster of the College.
- (y) “Regulations” means the Regulations of the Church and the Uniting Church in Western Australia By Laws and Rules.
- (z) “Special Resolution” means a resolution that is passed by a majority of not less than three quarters of those Council Members present and voting at the relevant Council meeting of which notice specifying the intention to propose the resolution as a special resolution has been given under this Constitution.
- (aa) “Synod” means the Uniting Church in Australia Synod of Western Australia.
- (bb) “Trust” means the Uniting Church in Australia Property Trust (WA) constituted by the Act.
- (cc) “Visitor” means the visitor referred to in Clause 8.

5. COUNCIL

5.1 The management of the business and affairs of the College shall be vested in a Council consisting of a maximum of 11 persons as follows:

- (a) the Chair appointed by Synod on the recommendation of the Council by Council resolution;

(b) the Principal; and

(c) not more than nine (9) members appointed by Synod on the recommendation of the Council by Council resolution, including at least one former student and at least one current parent.

5.2 Each Council Member shall have the expertise, qualifications and experience appropriate to the needs of the College and the management of the business and affairs of the College and shall substantially satisfy the skills, competencies and any other eligibility requirements set out in Council Policy.

5.3 At least one Council Member shall be a Confirmed Member of the Church who is able to be elected by Council to membership of the Synod.

5.4 Each Council Member must comply with this Constitution and uphold the Aims and Objectives of the College, and at all times act in accordance with the call, purpose, tradition and objectives of the College as set out in the Preamble.

5.5 Each Council Member must conform with any Council Policy, governance rules and codes of conduct as developed by the Council and the College from time to time.

5.6 With the exception of the Principal, employees of the College are not eligible to be elected or appointed as Council Members.

6. TERM OF OFFICE

6.1 Subject to earlier termination of office under Clause 7:

(a) The Chair shall hold office for an initial term of five (5) years and is eligible, with the approval of Synod on the recommendation of the Council by Council resolution, for reappointment for a further term of up to five (5) years or until the Prescribed Period has been served if the Prescribed Period is extended by Special resolution of Council. The initial term of office shall commence on the 1st of January in the year next following the appointment by Synod. Any further term of office shall commence on the 1st of January in the year next following the approval of the reappointment by Synod.

- (b) The persons mentioned in Clause 5.1(c) shall hold office for an initial term of three (3) years and are eligible, with the approval of Synod on the recommendation of the Council by Council resolution, for reappointment for a further term of three (3) years or until the Prescribed Period has been served if the Prescribed Period is extended by Special Resolution of Council. The initial term of office shall commence on the 1st of January in the year next following the appointment by Synod. Any further term of office shall commence on the 1st of January in the year next following the approval of the reappointment by Synod.

- (c) Other than by Special Resolution of Council, no person may be recommended by Council for appointment by Synod or reappointed by Council under Clause 7.2 if the person has served the Prescribed Period.

7. VACATION OF OFFICE AND VACANCIES

7.1 The Chair and a Council Member shall vacate his or her office:

- (i) by written notice of resignation to Council;
- (ii) if that person dies;
- (iii) if removed from office by a resolution of Synod, it being expressly declared that Synod shall not be required to state any reason for such resolution; or
- (iv) if that person no longer satisfies the eligibility requirements set out in Council Policy.

7.2 If any casual vacancy shall occur for any reason under Clause 7.1 then subject to such provisions of Clause 5 that may be relevant to the vacancy, Council may fill any casual vacancy such that the person so appointed shall hold office until the next meeting of Synod, and is then eligible for appointment by Synod to hold office in accordance with Clause 6, unless he or she has served the Prescribed Period.

7.3 If an ordinary vacancy exists because Synod failed to appoint any or all of the recommended Council Members, then Synod may appoint on the further recommendation of Council by Council resolution, persons to fill any or all of the

ordinary vacancies, provided the requirements of Clauses 5.2, 5.3, 5.4, 5.5 and 5.6 are satisfied.

- 7.4 A person appointed to fill a casual vacancy on the Council has all of the rights of a Council Member until the next meeting of Synod, and if then appointed by Synod at that meeting, until the term of the appointment commences.

8. VISITOR

The Moderator shall be the official Visitor to the College and will, in relation to the College, fulfill the duties and responsibilities of the moderatorial office as defined in the Regulations. As Visitor the Moderator shall be entitled to attend at and participate in any meeting of Council, and to exercise in regard to the College such pastoral and administrative responsibilities and powers as are consistent with the duties of the Moderator.

9. OFFICERS OF THE COUNCIL

(a) Chair

The Chair shall preside at all meetings of the Council and attend to any other matters specified in this Constitution as being the responsibility of the Chair.

(b) Deputy Chair

- (i) The Council may by resolution appoint a Deputy Chair from among the Council Members
- (ii) The Deputy Chair shall preside at any meeting of the Council if for any reason the Chair is absent.

(c) Chair of Finance

- (i) The Council shall by resolution appoint a Chair of Finance from among the Council Members.
- (ii) It shall be the duty of the Chair of Finance to have prepared and submit to Council Financial Statements as may be required by Council from time to time in such form as it desires, and duly audited annual Financial Statements for the College.

(iii) The Council may determine from time to time by resolution of the Council the duties of the Chair of Finance.

(d) Committee Chair

Council shall by resolution appoint, from among the members of Council, a Chair for each Committee established by Council under Clause 10.1.

10. COMMITTEES

10.1 The Council:

(a) shall appoint a Finance Committee

(b) may appoint other Committees from time to time to report on or carry out any particular duties or undertake any particular function.

10.2 For Committees appointed under clause 10.1 (a) or 10.1 (b) the Council;

(a) shall delegate to a Committee such of Council's powers and authorities as Council may think fit;

(b) shall determine the manner in which any Committee shall conduct its proceedings; and

(c) may, subject to Clause 10.1(a), at any time dissolve any Committee, suspend or withdraw the authority of any Committee or rescind any delegation of powers made to a Committee.

10.3 The Chair and Principal shall be ex-officio members of each Committee.

10.4 Subject to Clause 9, membership of a Committee shall not be restricted to Council Members.

10.5 Members of a Committee shall be appointed annually by resolution of the Council.

10.6 Council may remove from office any member of a Committee and may appoint another person in their place.

11. PROCEEDINGS OF COUNCIL

- 11.1 Ordinary meetings: Council shall meet at such time and place as may be determined from time to time by its own resolution but so that there shall be at least one meeting of Council during each School term.
- 11.2 Special meetings: The Chair may at any time thought necessary, and shall whenever requested in writing so to do by not less than three (3) Council Members (which writing shall specify the purpose for which the meeting is to be convened), convene or authorise the Principal to convene a Special Meeting of Council.
- 11.3 Notice of meetings: At least three (3) days' written notice of every Council meeting shall be given to all Council Members but if the Chair considers an urgency exists, then upon his or her authority a Special Council meeting may be convened on shorter notice. The non-receipt by any Council Member of a notice of meeting shall not invalidate such a meeting. Any notice of meeting may be given electronically.
- 11.4 Presiding member: The Chair shall preside at all meetings of Council but if for any reason the Chair shall be absent from any meeting, the Deputy Chair, or in their absence another Council Member accepted by the Council Members present at the meeting by resolution, shall be acting Chair during the absence of the Chair.
- 11.5 Quorum: A quorum for a Council meeting shall be not less than half the number of Council Members, at least one of whom must be the Chair or the Chair of a Committee of Council.
- 11.6 Governance: The Council may by resolution include in a Council Policy rules regarding its deliberations and actions.
- 11.7 Location: Council meetings may take place:
- (a) where Council Members are physically present together; or
 - (b) using any technology consented to by a majority of Council Members, in such circumstances as permitted by the Chair from time to time. A Council Member who participates in a Council meeting as set out in this Clause 11.7(b)
 - (i) is deemed to be present at the Council meeting; and

- (ii) continues to be present at the Council meeting for the purposes of establishing a quorum, until the Council Member notifies the other Council Members that they are no longer taking part in the Council meeting.

11.8 Voting: Each Council Member shall have one vote and in the case of an equality of votes, the Chair shall have a casting vote. Except as may be otherwise determined by Council or as specified in this Constitution, questions arising at any Council meeting shall be decided by a majority of votes.

11.9 Minutes: Minutes of all meetings of Council shall be kept by a person appointed by the Chair of Council in a minute book to be provided for that purpose. The minutes shall be confirmed by the next succeeding meeting of Council and shall be signed by the Chair of the succeeding meeting.

11.10 Procedures: The rules and procedures for the conduct of meetings of Council and its Committees shall be determined by Council from time to time. Any such rules and procedures may be amended or varied from time to time by a decision of Council which is approved by Special Resolution.

11.11 Attendance: Other persons including Executive Managers as determined by Council may attend such meetings of Council and its Committees.

11.12 Circular resolutions:

(a) The Council may pass a resolution without a meeting being held if more than half the number of Council Members entitled to vote on the resolution sign a document containing a statement that they are in favour of the resolution set out in the document.

(b) For the purposes of Clause 11.12(a), separate copies of a document may be used for signing by Council Members, if the wording of the resolution is identical in each copy. The resolution is passed when the last Council Member in favour of the resolution signs.

(c) For the purposes of Clause 11.12(b)

(i) a separate document may be any document in any form deemed acceptable by Council, including but not limited to an email, a facsimile transmission or other document produced by electronic means and

(ii) a document may be signed in any manner deemed acceptable by the Council, including but not limited to:

- A. by hand
- B. by digital signature: or
- C. electronically, including by communicating approval of the motion by email

(d) The Council may by resolution include in a Council Policy rules regarding additional matters relating to circular resolutions.

11.13 Rescission: No resolution passed at any meeting of the Council shall be rescinded at any subsequent Council meeting unless seven (7) days' notice of the intention to propose such rescission shall have been given in the circular convening the meeting and unless such rescission shall have been determined by two-thirds of the votes cast at the subsequent Council meeting.

12. EXECUTIVE COMMITTEE

12.1 There shall be an Executive Committee which shall comprise the Chair, the Deputy Chair, Principal, and each Committee Chair. Other persons as determined by the Executive Committee may attend by invitation of the Chair.

(a) The Executive Committee shall be responsible for the implementation of Council's decisions, and shall have power to act between Council meetings on any matter usually dealt with by Council, provided that action on any matter not remitted to it by Council shall require ratification by a majority decision of Council at a Council meeting at which four-fifths of Council Members are present or vote by circular resolution.

(b) The Executive Committee shall report its decisions to the next meeting of Council.

(c) Council may delegate such matters as it considers fit to the Executive Committee.

(d) Council may determine the manner in which the Executive Committee shall conduct its proceedings.

12.2 The Executive Committee shall meet at such times and in such manner as deemed appropriate and necessary by the Chair for the proper conduct of Council's affairs. The business for such meetings may include:

- (a) matters delegated to it by Council;
- (b) matters for implementation of Council's decisions;
- (c) resolutions for ratification at the next most appropriate meeting of Council;
- (d) resolutions for matters to be placed upon the agenda for the next most appropriate meeting of Council.

12.3 The Chair shall act as secretary of the Executive Committee.

13. THE PRINCIPAL AND STAFF

13.1 The Council shall appoint the Principal who shall be a Confirmed Member of the Church, or with the approval of the Synod in any specific case, a member of some other Christian denomination, willing to participate in the life of the Church.

13.2 The Principal's appointment shall in the first instance be for such a period as Council determines. The Principal's appointment shall be terminable at any time by Council:

- (i) In the event of the serious illness or incapacity of the Principal or
- (ii) For other good cause; or
- (iii) In accordance with any service agreement between the College and the Principal.

13.3 No termination by Council of the Principal's appointment shall be effective unless notice of intention to move such termination is given in the notice convening the Council meeting at which it is intended to propose such motion and unless such motion is passed by two-thirds of the votes cast by Council Members (which shall not include the Principal) on that motion at that Council meeting. Council may give the Principal an opportunity to be heard on that motion at that Council meeting.

13.4 Other than by special resolution of Council, the Principal shall not be present for or participate in Council deliberations or resolutions concerning matters relating to the

Principal's personal interests, including the Principal's tenure of employment, service agreement or performance.

- 13.5 The Principal shall have, under the general control of Council, the responsibility for:
- (a) the full management of the College including the curriculum;
 - (b) the selection of all staff (with the exception of the Chaplain) and the management of all staff (including the Chaplain);
 - (c) the supervision of every boarding establishment associated with the College;
 - (d) establishing or contributing to the support of any scholarship or bursary to be enjoyed at the College or elsewhere and prescribe or join in prescribing the terms and conditions of any such scholarship or bursary; and
 - (e) any other matters consistent with the day to day management and control of the College.
- 13.6 The Principal may delegate such roles and responsibilities for the management of the College as the Principal sees fit, subject to the general control of Council and any Council Policy.
- 13.7 The appointment of all employees shall be consistent with all laws and relevant industrial awards in force from time to time. The Principal may for good cause suspend any employee and, as set out in Council Policy, terminate the employment of certain employees, but otherwise in respect of all other employees, the Principal may only dismiss them with the prior approval of the Chair.
- 13.8 The Principal may for good cause suspend, or provided he has the concurrence of the Chair, cancel the enrolment of any pupil of any College under his control.
- 13.9 If the office of Principal is vacant or the Principal is unable for any reason to undertake the responsibilities and functions of office, the Council may appoint an acting Principal with all the powers and responsibilities of the Principal on such terms and conditions as the Council thinks fit.

14. PRINCIPAL'S REPORT

The Principal shall submit to each ordinary meeting of Council a report on the activities of the College.

15. CHAPLAIN

- (a) The Council shall appoint one or more Chaplains.
- (b) The Chaplain will be appointed by Council in consultation with Synod.
- (c) Every such Chaplain shall be a specified minister of the Church as defined in the Regulations or, with the approval of Synod in any specific case, a minister of another Christian denomination willing to participate in the life of the Church and may be appointed and/or placed full time or part time in accordance with the Regulations.
- (d) A chaplain may only be dismissed by resolution of Council after consultation with Synod. Any meeting at which Council considers the dismissal of a Chaplain must include the Chair and Principal.

16 INDEMNITY CLAUSE

- 16.1 Any person acting under the express or implied authority of the College (including, without limitation, Council Members, the Principal and any employee of the College) (**indemnified person**) shall be indemnified against all expenses and liability for any matter or thing done or liability incurred except if the liability arises out of or is incurred as a result of the indemnified person's fraud, criminal act, negligence or wilful misconduct.
- 16.2 The Council, in addition to the general powers conferred upon it by this Constitution and the provisions of the Act, may effect policies of insurance to ensure that the indemnity given by this clause is effective.

17. AUDITOR

- 17.1 An Auditor or Auditors shall be appointed and remunerated by the Council annually and shall audit the Financial Statements for the Financial Year of the College and present to the Council a report upon such audit and opinion on the Financial Statements for the Financial Year and records examined by her/him or them.
- 17.2 The Council shall present to Synod annually a signed copy of such Auditor's report and audited Financial Statements for the Financial Year along with Council's Annual Report to Synod which is referred to in Clause 18 hereof.

17.3 The signed copy of the Auditor's report and audited Financial Statements for the Financial Year referred to in Clause 17.2 shall be treated as confidential documents.

17.4 No employee or Council Member or any partner or employee of any such person shall be eligible to act as Auditor.

18. ANNUAL REPORT TO SYNOD

18. It shall be the duty of the Council to present annually to Synod in time for consideration at the Annual Synod a report by Council on the activities and affairs of the College since the last Synod together with any recommendations which it may desire to submit for consideration of Synod including the appointment of Council Members and of the Chair;

19. HOLDING OF REAL AND PERSONAL PROPERTY

19.1 The Council shall for the purpose of the Regulations carry out the responsibilities of the management and administration of the College's real and personal property.

19.2 Without in any way prejudicing limiting or affecting the provisions of Clause 19.1, any power now or hereafter contained in the Act or any amendment or re-enactment thereof it is hereby declared that any moneys of the College requiring investment may be invested in the name of the College in any real or personal property or in such form of investment as Council may from time to time consider to be in the interests of the College with power to Council from time to time by resolution to vary any such investment.

20. COMMON SEAL

20.1 The common seal of the College shall be held by such person who may be nominated by Council for that purpose from time to time and shall, unless otherwise agreed by Council, only be affixed to any deed, document or writing after a resolution to that effect has been passed by Council.

20.2 Every such deed, document or writing to which the common seal is required to be affixed shall be signed by the Chair and the Deputy Chair unless otherwise agreed by Council after a resolution to that effect has been passed by Council.

20.3 In the event of the Chair or Deputy Chair being absent from any such meeting, any member of the Executive Committee of Council may sign in his/her place.

21. CONFLICT OF INTEREST

Council shall by resolution approve rules regarding conflict of interest to be included in a Council Policy.

22. DISPUTE RESOLUTION

Council shall approve by resolution a procedure, to be included in a Council Policy, for resolving disputes between Council Members as to the conduct of a Council member.

23. POWER OF ATTORNEY

(a) The Council may, by writing under the common seal of the College, empower any two (2) persons, either generally or in respect of a specified matter, as its agent or attorney to execute instruments (including deeds):

- (i) for any period specified in the instrument conferring the authority; or
- (ii) if no period is specified, until notice of the revocation or termination of their authority has been given to the person dealing with them.

(b) An instrument signed by two (2) agents or attorneys on behalf of the College is binding on the College and has the same effect as if it were executed under the common seal of the College.

24. EXERCISE OF THE RIGHTS OF SYNOD

Except where these rules require any matter to be dealt with by a particular type of meeting of Synod, the rights and duties of Synod under this Constitution may be dealt with by any meeting of Synod which by the terms of the notice convening such meeting or otherwise is competent and authorised to deal with such matter.

25. ALTERATIONS TO NAME AND CONSTITUTION

No alteration shall be made except by resolution of Synod pursuant to a recommendation of a duly constituted meeting of Council in respect of:

- (a) any change in the name of the College;
- (b) any change by way of alteration, variation, rescission or addition to this Constitution.

26. CERTIFICATE OF EVIDENCE OF ALTERATION TO NAME AND CONSTITUTION

A certificate purporting to be signed by the Secretary for the time being to Synod shall be conclusive evidence that any such resolution of Synod has been passed in a manner certified in such certificate.

27. CHARITABLE STATUS

The College shall be and shall continue to be a charitable institution and no part of its property or income from time to time shall be paid by way of distribution or dividend to any person, provided that nothing in this clause shall prevent the payment of wages, salaries, bonuses, emoluments and gratuities nor the awarding of scholarships and bursaries in a manner consistent with the aims and objectives of the College.

28. TERMINATION

- 28.1 The College may apply to the Uniting Church in Australia in accordance with the Act for the termination of its incorporation.
- 28.2 Where the incorporation of the College under the Act is terminated and is not concurrently continued under the provisions of any other statute, the College shall cease to be a body corporate and all land and other property held by or belonging to or vested in it, whether in its name or otherwise, shall without conveyance vest in the Trust as specified in the Act and shall be held in the Trust for the purposes of the College if it has not then dissolved and is still functioning, but otherwise for those purposes and upon those trusts as the Synod shall direct.