

RULES

of the



V I C T O R I A N S E C U R I T Y I N S T I T U T E I N C .

INDEX

1. MISSION STATEMENT	4
2. GLOSSARY OF TERMS	5
3. OFFICIAL NAME	5
4. SECRETARIAT	6
4.1. APPOINTMENT	6
4.2. DUTIES	6
4.3. PUBLIC OFFICER	6
5. OFFICE OF THE INSTITUTE	6
6. SEAL	6
7. MEMBERSHIP	6
7.1. RULES BINDING MEMBERS	6
7.2. CONTINUOUS PROFESSIONAL DEVELOPMENT (CPD).....	6
7.3. CLASSIFICATION OF MEMBERSHIP	6
7.4. SUBSCRIPTIONS AND LEVIES	8
7.5. APPLICATIONS AND PROCESSING.....	8
7.6. ACCEPTANCE OF MEMBERS	9
7.7. REGISTRATION OF MEMBERS.....	9
7.8. NON ACCEPTANCE OF MEMBERSHIP APPLICATION.....	9
7.9. TERMINATION OF MEMBERSHIP.....	9
7.10. CESSATION OF MEMBERSHIP	9
7.11. EXPULSION OF MEMBERS FROM THE INSTITUTE	9
7.12. FINANCIAL OBLIGATION OF EX MEMBERS.....	10
7.13. CERTIFICATES.....	10
7.14. LIMITATION OF APPEALS AND ACTIONS	10
7.15. GRIEVANCE PROCEDURE	10
8. EXECUTIVE COMMITTEE	11
8.1. GOVERNMENT AND CONTROL.....	11
8.2. NOMINATIONS AND ELECTIONS	11
8.3. CONSTITUTION OF EXECUTIVE COMMITTEE	11
8.4. ROLE OF PRESIDENT	11
8.5. TREASURER	12
8.6. TIMING OF MEETINGS.....	12
8.7. QUORUM FOR EXECUTIVE COMMITTEE MEETINGS	12
8.8. SUB-COMMITTEES	12
8.9. RETIREMENT OF EXECUTIVE COMMITTEE.....	12
8.10. ROTATION OF RETIREMENT DATES	12
8.11. ELIGIBILITY	12
8.12. RETIREMENT & NOMINATION	12
8.13. OFFICE VACANCY & NUMBERS	12
8.14. CASUAL VACANCY	13
8.15. CESSATION OF MEMBERSHIP	13
8.16. REMOVAL AND REPLACEMENT	13
8.17. APPOINTMENT AND REMOVAL OF EMPLOYEES	13
9. MEETINGS	13
9.1. MINUTES	13
9.2. GENERAL MEETINGS	13
9.3. ANNUAL GENERAL MEETING	15
9.4. EXTRAORDINARY GENERAL MEETING.....	15
10. NOTICES	16
10.1. NOTICES TO MEMBERS	16
10.2. EFFECTIVE SERVICE.....	16
10.3. ACCIDENTAL OMISSION.....	16
11. SPECIAL RESOLUTION	16

12.	BY-LAWS	16
13.	ALTERATION OF RULES	16
14.	FINANCIAL YEAR	16
15.	BANKING	16
16.	FUNDS.....	17
17.	CUSTODY OF BOOKS AND DOCUMENTS.....	17
18.	SOLICITOR.....	17
19.	INSURANCE	17
20.	INDEMNITY	17
21.	AUDITOR	17
21.1.	EXCLUSION.....	17
21.2.	APPOINTMENT AT ANNUAL GENERAL MEETING	17
21.3.	ALTERNATIVE APPOINTMENT	17
21.4.	NOTICE OF NOMINATION	17
21.5.	CASUAL VACANCY	17
21.6.	REMUNERATION	18
21.7.	ACCESS TO BOOKS & RECORDS	18
21.8.	TIMING	18
22.	DISSOLUTION.....	18
23.	CODES OF ETHICS & PRACTICE	19
23.1.	CODE OF ETHICS	19
23.2.	CODE OF PRACTISE	19
24.	APPENDIX	20
24.1.	CORPORATE GOVERNANCE STATEMENT	
24.2.	CONTINUOUS PROFESSIONAL DEVELOPMENT RULES & GUIDELINES 2006	

1.0 MISSION STATEMENT

Preamble

The Victorian Security Institute was established in 1973 by a group of security managers and security officers who had an interest in developing the science of security management.

Today, the Institute's membership consists of security practitioners from a broad spectrum of industries who share a common belief in the value of high professional and ethical standards for the security industry.

The Institute is instrumental in initiating and funding educational and professional development programs to assist its membership and the security industry at large. For example the Diploma of Security Management was an initiative of the Institute that is now conducted by tertiary institutions nationally.

The Institute provides high quality seminars on a wide range of security related topics.

Goal

To be the leader in the security industry to promote professionalism, ethics and service delivery of the highest standard in the state of Victoria

Mission Statement

1. Promote professional standards through a code of ethics,
2. Encourage ongoing professional development,
3. Provide networking opportunities through conferences, functions, training and
4. The continual acquiring and sharing of knowledge and information.

Officers of the Institute

The responsibilities of the Institute officers are covered under the 'responsibilities of the management council' under the Association Incorporation Act 1981.

The officers of the Institute consist of;

1. President
2. Vice President
3. Secretary
4. Treasurer
5. Public Officer
6. Committee Members

2.0 GLOSSARY OF TERMS

In these rules, unless the content or subject matter otherwise indicates or requires.

Commercial, industrial or government information –

shall include any registered or unregistered or any complete or incomplete patent, trade mark or design information, knowledge of technique, research and technical data, formulae, calculations, drawings, results, conclusions, costings, price structures, contracts, lists of suppliers or customers, contact names and/or phone numbers and the contents of business or private discussions or memoranda of the same.

Executive Committee –

means the Executive Committee of the Victorian Security Institute Incorporated.

Financial Members –

means a member who, according to the books and records of the Treasurer is in good financial standing with the Institute.

Institute –

means Victorian Security Institute Incorporated.

Member –

means a person or entity as determined by the Categories of Membership rule that has been accepted by the Executive Committee.

Month –

means calendar month.

Powers, authorities and discretions -

hereby conferred on the Institute, the Executive Committee or a sub-committee thereof, the President Vice-Presidents, Secretary, Treasurer or on a member may be exercised at any time and from time to time.

Property -

includes money and everything animate or inanimate, capable of being the subject of ownership.

Security includes –

1. The prevention of misuse or loss by theft or by fire or any other means, of property or commercial, industrial or government information belonging to any person or any commercial, industrial or government organisation or for which any such person or organisation is responsible.
2. The protection of personnel and/or any person who for any reason may be on the premises or in any vehicle, aircraft, ship, vessel or the like, under the control of any person or any commercial, industrial or government organisation, and Security Measures shall have a like meaning.

Writing –

includes typewriting, printing, lithography, photography, emails, websites and other modes of representing or reproducing words in a visible form and written has corresponding meaning.

Words importing the singular include the plural and vice versa.

3.0 OFFICIAL NAME

The name of the Institute shall be the “VICTORIAN SECURITY INSTITUTE INCORPORATED.”

4.0 SECRETARIAT

4.1 Appointment

The Executive may from time to time either: appoint a suitably qualified and accredited member to act as Honorary Secretary for the Institute and may periodically determine an appropriate honorarium to enable him/her to be reimbursed for their offices, or; appoint a suitable company to provide secretariat services based on a written agreement, to be signed by the President and either the Treasurer or a Vice President.

4.2 Duties

The Honorary Secretary or a representative of the Secretariat shall be available to attend monthly executive meetings of the Institute. He/she shall faithfully record the minutes of the meeting, issue notices, receive and process correspondence, maintain members records and carry out such functions as the executive may determine from time to time.

4.3 Public Officer

The Executive will appoint a suitable member of the Institute to the role of Public Officer for the Institute, as required by the Incorporations Act, Victoria ("The Act"). He/she shall be responsible for all of the obligations of that role and carry out all of the requirements as required by The Act.

5.0 OFFICE OF THE INSTITUTE

The office of the Institute in Victoria shall be at the business address of the duly appointed Secretariat, or at such other places as the Executive Committee shall determine from time to time.

6.0 SEAL

The Institute shall have its name inscribed in legible characters upon a Seal. The Seal shall be kept at the Office in such custody as the Executive Committee shall direct. The device of the Seal shall be the name of the Institute encircling the word "Seal". The Seal shall be used only under the authority of a Resolution of a General Meeting or of the Executive Committee and shall be attested by the signature of two members of the Executive Committee and the Secretary or in lieu of the Secretary, such other person as the Executive Committee shall authorise.

7.0 MEMBERSHIP

7.1 Rules Binding Members

Rules of the Institute shall bind the Institute and all members thereof and all persons claiming through them respectively to the same extent as if each member had subscribed their name and affixed their seal thereto, and as though there were contained in the Rules a Covenant on the part of each member and their legal representatives to observe all the provisions of the Rules.

7.2 Continuous Professional Development (CPD)

It is incumbent on all members (except retired members) to keep themselves qualified to perform the function they provide within the security industry. To this end, the member should undergo a personal program of "continuous professional development (CPD)"

The Victorian Security Institute commits its self to provide formal and informal opportunities for members to receive professional development. The institute will also actively support educational provider (RTO's Universities, TAFE, Victoria Police etc) in the supply of professional development opportunities for the industry as a whole. The Institute will encourage its members to undergo personal programs of "continuous professional development".

7.3 Classification of Membership

Membership of the Institute shall fall into one of the following classification:

7.3.1 Member

Subject to the discretion of the Executive Committee in Rule 7.1, membership shall be available to a person who, whilst resident in the State of Victoria, is engaged in a managerial role, or derives a reasonable proportion of their income:

1. as an advisor or consultant on security measures,
2. as a supervisor of the organisation or implementation of security measures,
3. as a lecturer or tutor at a college or like place of learning where he/she imparts knowledge of security measures,
4. any person who has an approved qualification in Security Management or
5. as a person engaged in the manufacture or distribution of security equipment.

7.3.2 Honorary Members

Honorary membership may be offered at the discretion of the Executive Committee to a person whose work and achievements on behalf of the Institute and the commercial, industrial and Government security professional shall be deemed to have been of outstanding value. Honorary membership shall have no voting rights, are admitted to the Institute to enable them to enjoy all other benefits provided for ordinary members. Honorary members shall abide by the rules of the Institute. Honorary members may serve on special working committees appointed by the Executive Committee. There shall be no annual Subscription for Honorary Members.

7.3.3 Life Members

Life members may be granted at a General Meeting by a majority vote of those members Eligible to vote on the recommendation of the Executive Committee to any ordinary member whose achievements within the Community, personal success in the chosen profession and/ or the commercial, industrial and Government Security Profession shall be deemed to have been of exceptional value. Ordinary members who obtain Life Membership status shall retain their voting rites subject to Rule 7.1. All Life Members shall enjoy all other benefits provided for ordinary members. Life members shall abide by the rules of the Institute. Life Members may serve on the Executive Committee and special working Committees appointed by the Executive Committee. There shall be no annual subscription for Life Members.

7.3.4 Retired Members

Retired membership status may be granted by the Executive Committee on the application in writing by a member of the Institute who has reached retirement age and retires from active participation in their profession in the Security industry. Retired Members shall abide by the rules of the Institute and may serve on Special working Committees appointed by the Executive Committee. The Annual Subscription rate for retired members shall be determined by the Executive Committee and reviewed from time to time.

7.3.5 Absentee Member

This may be conferred on an ordinary member who is reasonably anticipated to be absent from the State of Victoria for a period in excess of nine months during the financial year. This is designed to reflect their continuing status as a member, while allowing him to pay a reduced subscription rate. Absentee members resuming activity within the State of Victoria will be required to resume full membership obligations.

7.3.6 Associate Member

Associate Membership may be conferred upon any person, wherever resident, who in the opinion of the Executive Committee: has skills or qualifications which would be beneficial in the promotion of the Aims and Objects of the Institute; or as an employee advisor or consultant engaged in the profession or the organisation or implementation of security measures indicates their potential and aptitude for admission to Membership of the Institute.

An Associate Member is not eligible to vote on matters affecting the Institute however all other rights and privileges are to be enjoyed and made available without prejudice.

7.3.7 Student Member

Student membership may be conferred upon any person whilst residing in Victoria, in the opinion of the Executive Committee is:

1. accepted,
2. registered and

3. currently participating at a Government recognised Training Institution in a recognised Associate Diploma, Diploma, Advanced Certificate or Degree in the security related field.

Membership shall be for a period of one (1) calendar year only, from the date of acceptance by the Executive Committee. At the completion of that year they may make application to transfer their membership to associate or full membership. This application is to be accompanied by the appropriate entrance fee and annual subscription and will be considered by the Executive Committee in accordance with Rule 7.1, 7.2.1, 7.3.6. ACCEPTANCE OF MEMBERS. If they make no further application their Student Membership will lapse.

A Student Member is not eligible to vote on matters affecting the Institute however all other rights and privileges are to be enjoyed and made available without prejudice.

7.3.8 Corporate Members

Corporate membership may be conferred by the Executive Committee upon any Sole Trader, Partnership, Corporation or Trust where such entity operates within the Security of Security related industry, and

1. has commercial interests in the State of Victoria, and
4. is required to comply with the laws of the State of Victorian and the Commonwealth of Australia, and
5. whose nominee to the Institute would be eligible for membership under Rule 7.1, 7.3.1 and who has not previously been denied membership of the Institute and
6. Corporate members shall have one (1) vote only on any matter.

7.4 Subscriptions and Levies

1. The entrance fee for members and associate members shall be as determined from time to time by the Executive Committee.
2. The annual subscription for all classes of membership shall be such amounts as shall be determined from time to time by the Executive Committee. No annual subscription shall be payable by Honorary Members, Life Members or Student Members.
3. All applications for membership shall be accompanied by the appropriate non-refundable entrance fee and annual subscription.
 - a. The non-refundable entrance fee will be accounted for in the accounts of the Institute.
 - b. The annual subscription will be held in a separate account pending acceptance of the application. Upon acceptance of the membership the subscription shall be transferred to the General Accounts of the Institute.
 - c. When a person or entity has been admitted during the year, the treasurer may determine to accept from such new member a reduced first annual subscription calculated pro-rata according to the number of whole calendar months remaining in the normal subscription period.
 - d. In the case of existing members, annual subscriptions are payable on the 1 July each year or such other date as is determined from time to time by the Executive Committee.
4. In addition to the entrance fee and annual subscription the Executive shall have power to impose at any time a special levy on members and such levy shall become due and payable on a date determined by the Executive Committee.

7.5 Applications and Processing

Applications for membership must be completed on the prescribed forms and will be automatically invalid if the probity check authorisation is not completed.

Applications will be initially submitted to the executive committee, who will consider any, and all, facts pertinent to the application. If the application is to proceed through the initial process,

advice of receipt will be advised to the next general meeting and recorded in the minutes for members to be made aware of the application.

The probity check will proceed and if clearance is received, along with the absence of any valid objection by the members, the executive may proceed to accept the applicant as a member in an appropriate category.

The Executive Committee has the discretion to accept the validity of the Probity check carried out by the Training Institution when considering applications for Student Membership. If no such probity check has been carried out by the Training Institution, then the Probity check will precede as per other categories of membership applications and the cost of such probity check will be paid in advance by the applicant.

7.6 Acceptance of Members

The Executive Committee may in its absolute discretion admit any person or entity as a member who meets the criteria of Rule 7.1 and agrees to be bound by the Code of Ethics, and the Rules and By-Laws of the Institute.

No appeal shall lie from any decision of the Executive Committee in relation to the admission or proposed admission of members

7.7 Registration of Members

The full name, business address, private address, mailing address, business, private, mobile telephone numbers, facsimile numbers, email and web addresses and date of member acceptance, shall be recorded by the secretariat in a register of members to be retained and owned by the institute.

7.8 Non Acceptance of Membership Application

The Executive Committee shall not be bound to divulge to any person, including an applicant, the reason for the non-acceptance of any such application for membership to the Institute.

7.9 Termination of Membership

Where a member ceases to meet the appropriate membership criteria as expressed in rules 7.1, 7.2, and 7.3.1 for a period in excess of twelve months, then the Executive Committee may in its discretion call upon that member to show cause why the membership should not be terminated.

7.10 Cessation of Membership

A person or entity shall cease to be a member of the Institute in any of the following circumstances:

1. If the Annual Subscription is overdue two months, and notice of this has been given in accordance with these Rules.
2. Upon death.
3. As and from the date upon which the member becomes bankrupt or assigns their estate for the benefit of, or compounds with creditors.
4. As on and from the date upon which the member becomes an insane patient, or an insane or incapable person; or
5. As on and from the date upon which the member no longer complies with the requirements of "Categories of Membership"
6. Failure to make application to transfer their membership following expiration of their Student Membership, or ceases registration and participation as a student in the course set out in Rule 7.3.7
7. Upon the acceptance of the members resignation in writing by the Executive Committee.

7.11 Expulsion of Members from the Institute

In the absence of a satisfactory explanation from the member, who will have the right to be heard, the Executive Committee may, by a majority vote of the members thereof present and voting remove from the books of the Institute the name of any member who:

1. Breaks any of the Rules, Regulations, By-Laws, Orders of the Institute, or the Institute's Code of Ethics, in their dealings with either their clients, Victorian Police or the Institute; or
2. Refuses or neglects after special notice to comply with the Rules, Regulations, By-Laws, Orders of the Institute, or the Institute's Code of Ethics.
3. Is guilty of any act calculated to discredit the Institute, or any one of its financial members; or
4. Makes any false or misleading statement in their application for membership; or
5. Is convicted of an offence, which in the opinion of the Executive Committee, renders him unfit for continued membership.
6. If a member or firm is charged or found guilty or lost their licence they must notify the Institute within 7 day. Membership will be suspended until the outcome is known.
7. And he shall thereupon cease to be a member of the Institute provided that before a Resolution passed on the ground referred to under sub-clause 3 of this clause is carried by the Executive Committee, a member concerned :
 - a. Shall be given Notice in writing that it is intended at a Meeting of the Executive Committee, that he be called upon to show cause why he should not be expelled on the ground stated in the Notice, particulars of which ground shall be specified therein; and
 - b. Shall in the same or subsequent Notice be informed of the date (which shall not be earlier than 14 days after the Notice referred to in paragraph (a) of the this Proviso) time and place of the Meeting at which the Resolution of the Executive Committee shall be proposed.

A member so expelled shall not be entitled to attend any meeting, even as a guest of a financial member, without the express permission of the executive committee.

7.12 Financial Obligation of Ex Members

If a person ceases to be a member of the Institute for any reason whatsoever whether by reason of expulsion or otherwise he shall forfeit the unexpired portion of their annual subscription and shall not be entitled to make any claim against the monies or other property of the Institute PROVIDED THAT nothing in these Rules shall relieve a member of this obligation to pay to the Institute all unpaid joining fees, subscriptions and levies due and payable to the Institute up to the date upon which he ceased to be a member of the Institute.

7.13 Certificates

The Executive Committee shall have the power to issue Certificates to members. These certificates shall remain the property of the Institute and the Executive Committee shall have the power to withdraw any such certificate. Persons ceasing to be members shall forthwith return their Certificates to the Institute.

7.14 Limitation of Appeals and Actions

No appeals whatsoever shall lie from the decision of the Executive Committee under Rules 7.6, and no appeals shall lie from the decisions of a General Meeting of the Institute nor shall any member who has been expelled or whose membership has been terminated, have any right of action whether at law or in equity or other remedy whatsoever against the Institute, the Executive Committee, or any member thereof or any officer or employee of the Institute by reason of such expulsion or termination or by reason of any act done or notice given or action to be done or given consequent on or incidental to such expulsion or termination.

7.15 Grievance Procedure

7.15.1 Who can lodge a complaint?

Complaints can be lodged by a member of the public, aggrieved clients, patrons at venues, householders, industrial trade unions and security industry employees and employers. The complaints must be lodged in writing to the Victorian Security Institute.

7.15.2 Process

The complaint should be lodged in writing with supporting information or statement attached. The complaint investigation shall be managed in a timely manner which will provide natural justice and procedure fairness to all parties concerned.

7.15.3 Privacy

The Institute members and customers privacy must be respected in all dealings and comply with the requirements of the Privacy ACT 1988.

8.0 EXECUTIVE COMMITTEE

8.1 Government and Control

The government and control of the Institute and of its property, affairs and business shall be vested in the Executive Committee.

8.2 Nominations and Elections

All nominations for election to the Executive Committee (other than to fill casual vacancies) must be received in writing by the Secretary at least thirty (30) days before the date of the Annual General Meeting, the consent of the nominees having been first obtained. In the event of there being insufficient nominations to fill all vacancies in the Executive Committee at the time of the holding of the General Meeting, further nominations may be accepted during such General Meeting.

1. Only financial members shall be eligible to nominate for election to the Executive Committee.
2. Proposers and seconders of nominees for election to the Executive Committee must all be financial members.
3. In the event of an election being necessary, a Returning Officer and Scrutineers will be appointed, from among financial members, by the Executive. The Returning Officer will issue uniquely marked ballot papers and be responsible for the conduct of the election along with the declaration of results.
4. Members of the current Executive are ineligible for appointment as Returning Officer or Scrutineer.
5. Nominations shall be listed on ballot papers in alphabetical order of surname.
6. The President and Secretary shall be the final arbiters of any dispute.

8.3 Constitution of Executive Committee

1. The Executive Committee shall consist of nine (9) financial members of the Institute, until otherwise determined by the Institute in a General Meeting.
2. The Executive Committee shall at its first meeting after the Annual General Meeting in each year appoint from its members a President, two Vice-Presidents, and a Treasurer.
3. The President, Vice-Presidents, and the Treasurer shall hold office for one year, and shall retire from these respective offices on the day of the Annual General Meeting next succeeding their appointments, but may be re-appointed.
4. In the event of a casual vacancy occurring in the office of President, Vice-President, or Treasurer, or any elective office, the Executive Committee may temporarily appoint to the vacant office some person qualified under these rules to hold the same and the person so appointed may continue in office up to and including the day of such Annual General Meeting next following.

8.4 Role of President

The President shall preside as chairman at meetings of the Executive Committee. In the absence of the President, one the Vice-Presidents shall be appointed Chairman. In the absence of the President and Vice-Presidents, the members of the Executive Committee present shall elect a Chairman from amongst their number. In the case of an equality of votes, the Chairman of the meeting shall have a second or casting vote.

8.5 Treasurer

The Treasurer is responsible for ensuring that all funds received are banked to the account of the Institute as soon as practicable and that proper books of accounts are maintained in a current state. Accounts for payment are to be collated with supporting documentation and presented to the executive to be passed for payment prior to payment being made. Bank statements shall be reconciled against records held on a monthly basis and a report of the true financial position of the Institute shall be presented to each executive meeting.

8.6 Timing of Meetings

The Executive Committee shall meet at least once in every three months.

8.7 Quorum for Executive Committee Meetings

1. The Quorum for all Executive Committee Meetings shall consist of five (5) members, if there is no Quorum at a meeting within half an hour of the appointed time for the meeting, that meeting shall be adjourned for seven (7) days, and if there again is no Quorum within half an hour of the appointed time for the meeting as adjourned, those members present shall form a Quorum.
2. The continuing Executive Committee members may act notwithstanding a vacancy in their number, but if and so long as their number is reduced below a Quorum, only for the purpose of filling vacancies to the extent necessary to bring their number up to a Quorum or of summoning a General Meeting.

8.8 Sub-Committees

For the conduct of the business and affairs of the Institute and of the Executive Committee, the Executive Committee shall have power to appoint Sub-Committees consisting of such financial members, whether members of the Executive Committee or not, or such other members as it shall think fit and to delegate to any such Sub-Committee such of its powers as it may deem expedient.

8.9 Retirement of Executive Committee

The Executive Committee shall retire by rotation at each Annual General Meeting of the Institute, four (4) members of the Committee retiring in one year and five members of the Committee retiring in the next year, or in such other rotation as from time to time shall be decided upon by the Institute in a General Meeting.

8.10 Rotation of Retirement Dates

The members of the Executive Committee to retire in any year shall, subject to the provisions as to filling casual vacancies be those who have been longest in office since their last election, but as between persons who become members of the Executive Committee on the same day, those to retire shall (unless they otherwise agree among themselves) be determined by ballot.

8.11 Eligibility

A retiring member of the Executive Committee shall be eligible for re-election.

8.12 Retirement & Nomination

Retiring members of the Executive Committee shall be deemed to have been duly nominated providing they advise the Secretary in at least thirty (30) days before the date of the Annual General of their intention to stand for re-election.

8.13 Office Vacancy & Numbers

1. The Institute in General Meeting may fill a vacancy in the office of the Executive Committee, whether such vacancy is caused by retirement, by rotation or other wise, by electing a member to the Executive Committee.
2. The Institute in General Meeting may from time to time increase or reduce the number of members of the Executive Committee and may also determine in what rotation the increased or reduced number is to go out of office.

8.14 Casual Vacancy

Any casual vacancy occurring in the Executive Committee may be filled by the Executive Committee making an appointment, and the financial member so appointed shall be subject to retirement at the same time as if he had become a member of the Executive Committee on the day on which the Executive Committee member in whose place he was appointed was last elected to the Executive Committee.

8.15 Cessation of Membership

1. A person automatically ceases to be a member of the Executive Committee or an office bearer of the Institute if that member-
 - a. dies,
 - b. becomes bankrupt or insolvent or makes an arrangement with their creditors general,
 - c. becomes of unsound mind or a person whose person or estate is liable to be dealt with in any way under a law relating to mental health,
 - d. resigns their office by notice in writing to the Institute,
 - e. is removed from office by a resolution pursuant to Rule 8.16
 - f. is absent without leave from two consecutive meetings of the Executive Committee provided that he shall not forfeit their appointment if leave of absence is granted by the Executive Committee at the Executive Committee meeting next occurring after their second consecutive absence, or
 - g. ceases to be a member of the Institute for any reason.
2. A person automatically ceased to be an Executive Committee member or officer of the Institute when the period for which he was elected or appointed expires unless he has been re-elected or re-appointed.

8.16 Removal and Replacement

The Institute at any Extraordinary General Meeting may, by special resolution, remove any member of the Executive Committee before the expiration of their period of office and may, by a simple majority at the same meeting or any other meeting, appoint another financial member in their stead. The member so appointed shall be subject to retirement at the same time as if he had become a member of the Executive Committee on the day on the member of the Executive Committee in whose place he is appointed was last elected to the Executive Committee PROVIDED THAT the member of the Executive Committee proposed to be removed by special resolution shall be given notice of the resolution and of the time and date at which the meeting is to be held and may attend the meeting and shall be entitled to be heard in their own defence before such resolution is put to the vote.

8.17 Appointment and Removal of Employees

Without prejudice to the general powers conferred on the Executive Committee by these Rules, the Executive Committee shall have power to appoint, and, at its discretion, remove or suspend employees, and to fix the powers, duties and remuneration of same.

9.0 MEETINGS

9.1 Minutes

The proceedings of all Meetings of the Executive Committee and of Meetings of Sub-Committees appointed by the Executive Committee and of General Meetings of the Institute shall be recorded by Minutes.

9.2 General Meetings

Notice

At least (7) days clear notice of the fixed date for the holding of a general meeting shall be given, in writing to all financial members by the secretariat.

Notice of Motion for Meetings

The Executive Committee shall cause to be inserted in the Notice convening a General Meeting, any business of which notice of intention to move has been given by a Member not less than seven (7) days prior to the date of such meeting.

Quorum for Meetings

The Quorum for a General Meeting shall consist of twenty (20) financial members. If there is no Quorum at a meeting within half an hour of the appointed time for the Meeting the Meeting shall be dissolved if convened upon a requisition of members, but otherwise shall be adjourned for seven (7) days and if there again be no Quorum with half an hour of the appointed time for the Meeting as adjourned, those members present shall form a Quorum.

Conduct of Meetings

1. The President of the Executive Committee shall preside as Chairman at every General Meeting of the Institute.
2. If the President is absent or if at any Meeting he is not present within fifteen (15) minutes after the time appointed for holding the Meeting, or is unwilling to act as Chairman, the Executive Committee members present shall choose one of their number to be Chairman and if they do not do so, the members of the Institute present shall elect one of the Executive Committee members to be Chairman, and if no Executive Committee Members present be willing to take the chair, the members present may elect one of their number as Chairman.

Guests

Guests of good character can be invited to Institute meetings and events from time to time. The Executive Committee reserves the right to preclude the attendance of any guest.

Guests of members should be accompanied by the host member throughout the event for the purpose of making introductions to other members.

Voting - Financial Members

On a show of hands or on a poll each person present as a financial member shall have one vote.

Polling at Meetings – General

1. Every question submitted to a Meeting shall be decided by a show of hands unless before or upon the declaration of the show of hands, a poll is demanded by :-
 - a. the Chairman of the Meeting, or
 - b. Not less than five (5) members present in person and having the right to vote at the Meeting.
 - c. The demand for a poll may be withdrawn.
 - d. Members shall not be entitled to vote by proxy.

Polling at Meetings – Alternative

2. If a poll is demanded as aforesaid and not withdrawn it shall be taken in such manner and at such time and place and either at once or after an interval of adjournment or otherwise as the chairman of the Meeting directs and the result of the poll shall be deemed to be the resolution of the Meeting at which the poll was demanded.
3. In the case of a dispute as to the admission or rejection of a vote the Chairman of the Meeting shall determine the same and their determination made in good faith is final and conclusive.

Polling at Meetings – Demand

1. A poll shall not be demanded on the election of a Chairman and a poll demanded on a question of adjournment shall be taken at the Meeting and without adjournment.
2. A demand for a poll does not prevent the continuance of the Meeting for the transaction of any business other than the question on which the poll has been demanded.

Chairman - Casting Vote

In the case of an equality of votes the Chairman of the Meeting has, both on a show of hands and at a poll, a second or casting vote.

Meetings – Adjournment

1. The Chairman of a Meeting may with the consent of the Meeting adjourn the same from time to time and from place to place but no business shall be transacted at an adjourned Meeting other than the business left unfinished at the Meeting from which the adjournment took place.
2. Where a Meeting other than a Meeting adjourned for want of a Quorum is adjourned for more than fourteen (14) days, notice of the adjournment shall be given to the members and others entitled to notice of the Meeting.

Patrons

A Patron or Patrons of the Institute may be appointed at the Annual General Meeting.

9.3 Annual General Meeting

Timing

The Executive Committee shall arrange for the Annual General Meeting of the Institute to be held in every year within five months after the close of the financial year and shall arrange for the holding of any special General Meetings as convened in accordance with Rule 9.4

Notice

At least thirty (30) clear days notice of the date fixed for the holding of the Annual General Meeting should be given, in writing, to all financial members. In the case of Special Resolutions to be presented to such Meetings, the period of notice shall be seven (7) days. A copy of the Resolution shall be supplied to each financial member.

Default Date

If the Executive Committee neglects or fails to appoint the time and place of the Annual General Meeting required to be held within the period herein before prescribed, any seven (7) financial members of the Institute may convene the Annual General Meeting. This may be done in a manner outlined in Rule 8.4 or by means of a suitable advertisement placed in "The Age" giving at least seven (7) days notice and setting out that as the Executive Committee has failed to convene a meeting within the prescribed period, the within-mentioned seven (7) financial members intend to convene the meeting at the time and place indicated.

Ordinary Business

The ordinary business of the Annual General Meeting shall be:-

1. To confirm Minutes of the last preceding Annual General Meeting and/or any General Meeting held since that Meeting.
2. To receive from the Executive Committee, Auditors or any officers of the Institute reports upon the transactions of the Institute during the financial year.
3. To elect members of the Executive Committee.
4. To elect and determine the remuneration of Auditors, if necessary; and
5. To bring forward and deal with any other general business.

9.4 Extraordinary General Meeting

An Extraordinary General Meeting may be convened by the Executive Committee or by a requisition signed by seven (7) financial members and forwarded to the Secretary.

Upon the convening of an Extraordinary General Meeting in the manner aforesaid the Secretary shall within seven (7) days forward to all financial members seven (7) clear days written notice of the date fixed for the holding of the Meeting, failing which, if the Meeting has been convened by requisition, the requisitioners may themselves call the Meeting by seven (7) clear days written notice to all members, and may at the discretion of the meeting be reimbursed for any expenditure thereby incurred.

10. NOTICES

10.1 Notices to Members

A Notice may be given by the Institute to any member, either personally or by sending it by post to him to the last address supplied by such member to the Institute.

10.2 Effective Service

Where a Notice is sent by post, service of the Notice shall be deemed to be effected by properly addressing, pre-paying, and posting a letter containing the Notice, and to have been effected at the time at which the letter would be delivered in the ordinary course of the post.

10.3 Accidental Omission

Neither an accidental omission to give a Notice of any kind required or permitted under these Rules whether in relation to a General Meeting, a meeting of the Executive Committee or otherwise nor the non-receipt of a Notice invalidates a resolution or other proceeding.

11. SPECIAL RESOLUTION

A special resolution means a Resolution which is passed by a majority of not less than three-fourths of such members as being entitled under these Rules so to do, voting in person, at a General Meeting of which not less than seven (7) days notice specifying the intention to propose the Resolution as a Special Resolution was given in accordance with these Rules.

12. BY-LAWS

1. The Executive Committee may, by a majority of not less than two-thirds of the Executive Committee members present, make, amend, or rescind by-laws binding on the Executive Committee and Sub-Committees or on the Institute and the members.
2. At least seven (7) days notice in writing of the intention to consider and (if thought fit) pass a resolution, shall be given to all Executive Committee members for the time being in Victoria.
3. Other provisions of the Rules conferring powers on the Executive Committee or a Sub-Committee shall be read and construed and have effect subject to this rule.
4. It shall be the responsibility of all members to keep the secretary informed of their contact details and any change thereof
5. No person who has been expelled or suspended from membership of the Institute shall be admitted as a visitor
6. The Institute shall not except responsibility for property or articles lost or stolen during Institute meetings/events
7. Dress shall be dictated by the Executive Committee

13. ALTERATION OF RULES

These rules and the statement of purposes may be added to, repealed or amended by Special Resolution at any Annual Meeting or Extraordinary General Meeting of the Institute.

14. FINANCIAL YEAR

The financial year of the Institute shall end on the 30th June each year.

15. BANKING

The funds of the Institute shall be lodged in a Bank approved by the Executive Committee, and all Cheques shall be signed by two members of the Executive Committee.

Cheques, money orders, postal notes, or other instruments lodged for collection only on the Institute's Banking Account may be endorsed by the Treasurer or other person so authorised by the Executive Committee. All payments from the funds of the Institute shall be authorised by the

Executive Committee or the Institute in General Meeting, provided that it shall be competent for the Executive Committee to make the Secretary or other approved Officer a Petty Cash advance of an amount to be decided upon by the Executive Committee.

16. FUNDS

The funds of the Institute shall be derived from entrance fees, subscriptions, levies, donations, and such other sources as the Executive Committee determines.

17. CUSTODY OF BOOKS AND DOCUMENTS

All Books of accounts, securities, documents and papers of the Institute other than such (if any) as the Executive Committee may direct in writing to be kept elsewhere, shall be kept at the Office in such manner and with such provision for their security as the Executive Committee shall direct in writing. Any books and documents of the Institute shall be available for inspection by members.

18. SOLICITOR

The Executive Committee shall have power to appoint a Solicitor and to obtain legal advice and assistance as may be deemed necessary from time to time.

19. INSURANCE

The Executive Committee may arrange insurance against loss, damage to or liability of the Institute by reasons of fire, accident or otherwise, as the Executive Committee sees fit, and may also arrange fidelity guarantee insurance for any person having receipt or charge of any money of the Institute.

20. INDEMNITY

Every member of the Executive Committee and every officer and servant of the Institute shall be indemnified by the Institute against all costs, losses and expenses which such member, officer or servant may properly incur or become liable for by reason of any contract entered into or any act or thing done by him in the exercise of their duties in accordance with these rules.

21. AUDITOR

21.1 Exclusion

A member of the Executive Committee or employee of the Institute shall not be capable of being appointed Auditor of the Institute.

21.2 Appointment at Annual General Meeting

One or more Auditors, who shall be qualified Accountants, shall be appointed at each Annual General Meeting to hold office until the next Annual General Meeting.

21.3 Alternative Appointment

If an appointment is not made at an Annual General Meeting, the Executive Committee shall appoint Auditors of the Institute for the current year.

21.4 Notice of Nomination

A person, other than a retiring Auditor, shall not be capable of being appointed auditor at an Annual General Meeting unless notice of an intention to nominate that person to the office of Auditor has been given by a financial member of the Institute not less than seven (7) days before the Annual General Meeting, and the Institute shall send a copy of any such notice to the retiring Auditor.

21.5 Casual Vacancy

The Executive Committee may fill any casual vacancy in the Office of Auditor, but while any such vacancy continues, the surviving or continuing Auditor or Auditors, if any, may act.

21.6 Remuneration

The remuneration of the Auditors of the Institute shall be fixed by the Institute in General Meeting, except that the remuneration of any Auditors appointed by the Executive Committee may be fixed by the Executive Committee.

21.7 Access to Books & Records

The Executive Committee shall cause the Auditors to have access to all books, accounts, vouchers, securities and documents of the Institute, and to be furnished with such information and explanation by the members of the Executive Committee and employees as may be necessary for the performance of their duties as Auditors.

21.8 Timing

The Books of the Institute shall be audited as early as possible after the close of each financial year and the Auditors shall submit their report to the Annual General Meeting of the Institute.

22. DISSOLUTION

If at any General Meeting a resolution for the dissolution of the Institute shall be passed by a majority of the Members present and such Resolution shall at an Extraordinary General Meeting, held not less than one month thereafter, be confirmed by Special Resolution, the Executive Committee shall thereupon or at such a future date as shall be specified in such Resolution proceed to realise the property of the institute, and if after the discharge of all liabilities and satisfaction of all debts of the Institute there remains any property whatsoever, the same shall not be paid to or distributed amongst the members of the Institute but shall be given or transferred to the City of Melbourne Appeal known as "The Lord Mayor's Appeal" or to such other charity or Appeal as is specified by the Members of the Institute in such Resolution and upon the completion of such distribution, the Institute shall be dissolved.

23. CODES OF ETHICS & PRACTICE

23.1 CODE OF ETHICS

1. This code of Ethics must be observed at all times. Its strict observance shall create a feeling of trust and goodwill.
2. The integrity and reliability of members must be beyond reproach because of the confidential and responsible nature of the profession.
3. If called upon to give evidence or speak on a matter of fact in the practice of the profession a member shall report what he/she knows or believes to be the truth and will not wilfully give false testimony.
4. A member shall neither maliciously, negligently nor improperly injure directly or indirectly the reputation, prospects, or business of another member of the profession.
5. Members shall at all times conduct themselves in a manner which shall not without proper justification prejudice in any way the interests or reputation of the Institute and its members.
6. A member shall not accept instructions or business in connection with the profession of security consultant on the basis that no charge will be made unless a successful result is achieved.
7. The relationship between a member and their principal shall at all times be fiduciary, and a member shall not disclose information confided in him in the course of their practice by their principal without the consent of the principal.
8. A member shall not offer nor receive any improper financial or other inducement to secure or accept instructions.
9. The institute shall be non-political and non-sectarian.

23.2 Code of Practise

The Victorian Security Institute Code of Practise (the Code) has been developed to assist its members in conducting their activities in a manager which:

1. Promote consumer and community confidence
2. Ensure the safety of the community including employers and employees
3. Guarantee ethical and professional conduct
4. Complies with applicable staff and federal legislation
5. The Institute has developed this code for its members and the operations of the Code will be received, as appropriate, by the executive to ensure its relevance and effectiveness.

24. APPENDIX



V I C T O R I A N S E C U R I T Y I N S T I T U T E I N C .

Victorian Security Institute
Corporate Governance Statement

Content Page

CONTENT PAGE 22

1.0 INTRODUCTION & COMMENCEMENT 23

2.0 GENERAL 23

3.0 EXECUTIVE COMMITTEE 23

3.1 APPOINTMENT OF THE EXECUTIVE 23

3.2 NATURE OF APPOINTMENT 24

3.3 MEETINGS 24

4.0 SUB COMMITTEES 24

4.1 FINANCE AND AUDIT SUB COMMITTEE 24

4.2 CORPORATE GOVERNANCE SUB COMMITTEE 25

4.3 EDUCATION & PROFESSIONAL DEVELOPMENT SUB COMMITTEE 25

4.4 MEMBERSHIP, EVENTS & MARKETING SUB COMMITTEE 25

4.5 PHYSICAL SECURITY SUB COMMITTEE (PROTECTIVE & ELECTRONICS) 26

4.6 RISK, TERRORISM & EMERGENCY MANAGEMENT SUB COMMITTEE 26

5.0 POLICIES & PROCEDURES 27

6.0 STANDARDS 27

6.1 CODE OF CONDUCT & ETHICS 27

6.2 INDEPENDENT ADVICE 27

6.3 CONFLICT OF INTEREST 27

6.4 EXTERNAL AUDITOR RELATIONSHIP 27

6.5 INTELLECTUAL PROPERTY 27

6.6 INSURANCE 28

6.7 SERVICE PROVIDERS 28

7.0 SUMMARY 28

1.0 Introduction & Commencement

The Victorian Security Institute (“VSI”) has over the years developed itself as a leading non for profit association dedicated to the development and fostering of security professionals who have a commitment to a safer Victoria.

Over the last twenty four months the Board of the VSI has adopted a more robust, transparent, responsible and effective approach to its corporate governance structure.

The board meets 11 times per year with additional sub committee meetings taking place periodically.

This document sets out the main features of the VSI’s Corporate Governance.

2.0 General

The Victorian Security Institute is a not for profit organisation formed to represent the interests of all of its financial members.

The Institute was incorporated under the association’s corporation act of 1991 in 1992. The rules & bi-laws of the Institute provides that the income and property of the Association shall be applied solely towards the promotion of the objects of the Institute and that no portion of that income or property shall be paid or transferred directly or indirectly by way of profit to the members of the Institute.

The board focuses on the strategy and values it has put in place and ensures that funds collected are allocated to the on going operation of the Institute and the professional development of our members.

The board has adopted a formal charter and in particular the board;

- Sets the strategic direction of the institute;
- Approves and monitors the annual budget and financial affairs of the institute;
- Sets and assess the objectives and standards by which the institute is governed;
- Appoints and evaluates the performance of the sub committees;
- Review the strategic direction of the CPD program;
- Ensures adequate risk management ; and
- Develops and approves policies and procedures and further ensures compliance with legislative requirements.

The president of the VSI is responsible for operational management, with all powers, discretions and delegation authorized and approved from time to time by the executive committee.

The executive committee is responsible for regularly reviewing and ensuring that all the necessary and appropriate delegations are in place to enable the president to meet this responsibility.

3.0 Executive Committee

On behalf of its members the executive committee is accountable and responsible for ensuring that the objectives of the VSI are carried out in accordance with its legislative responsibilities and corporate governance obligations.

3.1 Appointment of the Executive

The process for nomination to the executive committee is outlined in the institute's rules and by laws. The Executive committee is comprised of a maximum of 9 financial members of the Institute.

Only those financial VSI members and designated representatives entitled to be appointed under the constitution are eligible to be nominated and or be appointed as executive committee members.

No fees are paid for serving as an executive committee member; however executive committee members may be reimbursed for out of pocket expenses incurred in connection with the activity of the Institute.

The board recently undertook a strategic review of its direction and is currently in the process of implementing recommendations suggested during the review.

3.2 Nature of appointment

Those members who are nominated for election will be members who are either individual, corporate or persons who represent a corporate member, and therefore will, if appointed by the members serve as executive committee members.

The executive members who are elected will serve for a period no longer than 2 years at which point they may stand for re-election.

3.3 Meetings

The full board will meet 11 times during the year, with additional meetings scheduled periodically.

4.0 Sub Committees

Sub committees have been established to examine various and specific issues pertaining to their area of expertise. The board does not delegate strategic or major decisions to the sub committees. The sub committees are responsible for considering detailed issues and making recommendation to the board.

Sub committees shall comprise of at least two members of the executive committee and may have up to four financial members of the Institute and will meet at least every three months. Minuted minutes of such meetings shall then be tabled at the next executive committee meeting.

4.1 Finance and Audit Sub Committee

The finance and audit sub committee will assist the board to fulfil its corporate governance by:

- Reviewing adequacy and disclosure of financial statements and reviewing budgets.
- Providing advice on financial and other matters;
- Review operational and financial assessments
- Provide advice and direction on ways in which to increase revenue under the direction of the membership events and marketing sub committee.
- Liaise with external auditors
- Reviewing internal & external audit report and risk management issues.

The current chair of the sub committee for finance and audit is Frank P. Bellomo

4.2 Corporate Governance Sub Committee

The Corporate Governance sub committee will assist the board to fulfil its responsibility by:

- Reviewing the institutes bi laws and rules from time to time
- Provide advise on corporate governance matters
- Provide advice on legislative changes as they apply under to corporation's act of 1991.
- Ensure that compliance is achieved in respect of the institutes rules, bi laws and ethical standards.

The current chair of the sub committee for Corporate Governance is Ron Erichsen.

4.3 Education & Professional Development Sub Committee

The education and professional development sub committee will assist the board by contributing to the education and professional development strategies the sub committee will also take on the charter of the Professional development committee. In particular the Sub committee will:

- Develop in accordance with its training partner's material to be considered for the delivery of training services to the members and the wider security profession community.
- Advise the board on matter pertaining to the Continuous professional development program
- Advise the board on required changes to the CPD rules
- Mediate matters pertaining to the CPD program.
- Assist the membership, Events and Marketing sub committee in organising quality speakers, workshops and briefing sessions.

The current chair of the sub committee for Education & Professional Development is Kostas Kyrifidis.

4.4 Membership, Events & Marketing Sub Committee

The Membership, events & Marketing sub committee will assist the board by contributing to the membership event and marketing development strategies. The sub committee will also take on the charter of Media Management.

In particular the Sub committee will:

- Provide the board with strategic advise on strategies for developing and maintaining member services
- Provide strategic advise on way in which to increase the membership of the Institute
- Provide advise to the executive in membership classification
- Advise the board on a tentative agenda for member monthly forums and briefing.

- Develop a Media and Marketing strategy and table such strategy to the board for discussion and implementation
- Act as Media liaison officer (chair of Sub committee)
- Coordinate with the secretariat the Institutes newsletter.
- Issue in consultation with the board media statements pertaining to the Security Industry.

The current chair of the sub committee for Membership, Events & Marketing is Brett McCall.

4.5 Physical Security Sub Committee (Protective & electronics)

The Physical Security Sub Committee will assist the board in fulfilling its responsibility by contributing to the development of and participating on forum discussions on the area of physical security.

In particular the Sub committee will:

- Provide advise to the executive on matters pertaining to all physical security aspects of the industry
- Provide strategic advise and up dated information on the central station grading program for the Institute
- Represent the institute on forums, committees and discussion groups pertaining to physical security
- Report back to the board matters which relate to the above point.
- Brief and provide strategic direction to the executive on legislative changes.

The current chair of the sub committee for Physical Security is Michael Dowling.

4.6 Risk, Terrorism & Emergency Management Sub Committee

The Risk, Terrorism & Emergency Management Sub Committee will assist the board in fulfilling its responsibility by contributing to the development of and participating on forum discussions on the area of Risk, terrorism & emergency Management.

In particular the Sub committee will:

- Provide advise to the executive on matters pertaining to Risk Management, Terrorism and emergency Management aspects pertaining to the Industry.
- Provide strategic advise and up dated information on worldwide trends and government initiatives in Anti and counter terrorism strategies.
- Represent the institute on forums, committees and discussion groups pertaining to the sub committee's charter.
- Report back to the board matters which relate to the above point.
- Brief and provide strategic direction to the executive on legislative changers and Australian Standard amendments.

The current chair of the sub committee for Physical Security is Kostas Kyriifidis.

5.0 Policies & Procedures

In order to meet its obligations the VSI shall from time to time adopt the appropriate policies and procedures as they relate to its operation.

Current policies and procedures are documented within the rules and bi laws of the institute and cover areas of corporate governance, membership categories, Administration & finance etc....

6.0 Standards

6.1 Code of Conduct & Ethics

The executive committee has within its rules and bi laws developed a code of conduct which is required to be complied by all members at all times.

The board has adopted an ethics policy which enforces that all executive committee members conduct themselves with the highest ethical standard. The VSI has adopted a set of core values and a mission statement is further issued to all members.

The executive regularly reviews these values and mission statement to ensure that the VSO practices reflect best practice and corporate governance.

6.2 Independent Advice

Any executive committee member may at any time take independent legal, financial or other advice as he/she considers necessary, provided the advice sought is in writing and is directly relevant to the VSI affairs. The VSI may elect to pay for such advice as long as it has a majority vote from the executive committee.

6.3 Conflict of Interest

Any actual or potential conflict of interest must be fully disclosed to the board.

6.4 External Auditor Relationship

The Finance and Audit sub committee must satisfy itself as to the independence of the external auditor and report immediately to the board should any conflict of interest arise.

It is important that the sub committee also carries out its audit activities in accordance with its financial compliance and governance responsibilities and best practice.

6.5 Intellectual Property

It is important that the VSI adequately protects its intellectual property on behalf of its members. The VSI is currently reviewing trademark opportunities for its branding and all executive committee members are under a Non disclosure agreement.

6.6 Insurance

The VSI has taken out various insurance policies to cover its assets and potential liabilities.

6.7 Service Providers

As required the executive committee will from time to time elect to have services carried out by a number of service providers. This includes the institute's secretariat.

7.0 Summary

Over a period of time the Institute has develop a number of standards and implemented procedures in order to enable the Victorian Security Institute to meet its legislative and corporate governance responsibilities .

This will continue to enable the board to demonstrate best practice and further assist the board in carrying out its governance responsibilities providing its members with a transparent and ethical management role ensuring the achievement of its corporate objectives.

Statement by the executive committee
Victorian Security Institute 2006

24.2



V I C T O R I A N S E C U R I T Y I N S T I T U T E I N C .

Victorian Security Institute

Continuous Professional Development Rules & Guidelines 2006

Content Page

CONTENT PAGE..... 2

1.0 BACKGROUND 3

2.0 INTRODUCTION AND COMMENCEMENT 3

3.0 OBJECT OF THESE RULES..... 3

4.0 CPD OBLIGATIONS OF SECURITY PRACTITIONERS 3

5.0 CONTINUOUS PROFESSIONAL DEVELOPMENT COMMITTEE (“CPD”) 4

6.0 APPROVED CPD ACTIVITIES..... 4

7.0 EXEMPTIONS 5

8.0 CERTIFICATION AND AUDIT OF CPD ACTIVITY..... 5

9.0 APPEALS 7

10.0 DELEGATION OF AUTHORITY..... 8

11.0 ACCREDITATION OF CPD ACTIVITY..... 8

1.0 Background

Education and Continuing Professional Development at the Victorian Security Institute forms part of our overall objective as the peak professional association for the Security Industry in Victoria.

All VSI members have an obligation to keep abreast of current regulatory and legislative changes that are occurring within the Security Industry.

The major purpose of participating in continuing professional development offered by the VSI is to develop a Security Practitioner's knowledge and skills so that they are able to:

- Offer clients up-to-date and effective advice and service
- Run efficient and profitable businesses
- Meet all regulatory requirements and standards
- Meet the requirements of the Private Security Act 2004, Section 26 3a.

2.0 Introduction and Commencement

2.1 These Rules may be cited as the Continuing Professional Development Rules & Guidelines 2006.

2.2 These Rules & Guidelines come into operation on 1 July 2006.

3.0 Object of these Rules

3.1 Security practitioners have a continuing obligation under the Private Security Act 2004, section 26.3a. and to themselves to participate in professional development programs that improve their ability to engage in the practice of Security management by extending their knowledge and skills in areas that are relevant to their practice needs. These Rules are intended to assist security practitioners to discharge that obligation and to meet the requirements that are set out by the licensing services division under the abovementioned act.

3.2 Continuing professional development activities undertaken by a practitioner pursuant to these Rules must have regard to and be likely to further the objectives of these Rules.

4.0 CPD Obligations of Security Practitioners

4.1 In each CPD year in which a security practitioner holds a Security business License and is a financial member of the Institute a security practitioner must, unless exempted in whole or part, complete twelve (12) CPD points.

4.2 A CPD Year shall be deemed to be the equivalent of a Members financial year.

5.0 Continuous Professional Development Committee ("CPD")

The Victorian Security Institute CPD Committee:

5.1 Shall consist of not less than four persons, appointed from time to time by the executive committee from which at least two shall be representatives of the executive sub committee for education, training & Development; or

5.2 Other members of the VSI who are not current members of the CPD Committee or the executive committee but have a desired involvement and appreciation for the training and development of the Security Industry.

5.3 A quorum of the CPD Committee is four members.

6.0 Approved CPD activities

6.1 Having regard to the object of these Rules, continuing professional development activities approved by these Rules:

(a) may consist of a seminar, workshop, lecture, conference, discussion group, multimedia or website based program, or the research and preparation of an article published in a Security Publication or a Security Industry related article in a non Security publication or a combination of those activities;

(b) Must be of significant intellectual or practical content and must deal primarily with matters related to the broad practice of Security & Security Management;

(c) Must be conducted by persons who are qualified or considered experts by practical or academic experience in their field of discussion in the subject covered;

(d) Must extend the practitioner's knowledge and skills in areas that are relevant to the practitioner's practice needs.

A CPD table detailing point structure has been developed and issued to new and existing members prior to the commencement of these rules.

6.2 Engaging in Security practice is not a continuing professional development activity approved by these Rules.

6.3 Practitioners who successfully complete the Arlies Leadership program or a Certificate IV, Diploma or above will be deemed to have completed 8 CPD points in the year of their attempt.

6.4 The preparation and/or presentation of material by a practitioner, to be used in a course of continuing professional development to practitioners and/or to other professionals and/or to other persons including Field Security Officers, is continuing professional development approved by these Rules. However, in any CPD year a practitioner may not claim more than five CPD points for the

Confidential Page 4

4/8/2006

Preparation and/or presentation of material to be used in such a course of continuing professional development.

6.5 The preparation of an article published in a Security Related publication or a Security Related article in a non-legal publication prepared by a practitioner is continuing professional development approved by these Rules. A practitioner is entitled to one CPD unit for every thousand words of any such article. However, in any CPD year a practitioner may not claim more than six CPD points for the preparation of an article or articles to be published in Security or non Security publications.

7.0 Exemptions

7.1 In a CPD year the VSI may upon application in writing from a practitioner in such form as the VSI may from time to time require exempt in whole or in part a practitioner from compliance with these Rules during that CPD year on such conditions as it may specify that if:

(a) The security practitioner has met the requirements of the licensing serviced division and exceeds those requirements as set in section 26 of the Private Security Act of 2004.

(b) By reason of the practitioner's geographical location, a physical disability or any particular exigencies of the practitioner's practice, the practitioner has experienced particular hardship or difficulty in complying with these Rules; or

(c) The practitioner has been substantially absent from practice because of parenting leave, unemployment or illness; or

(d) The VSI considers that there are special circumstances warranting it doing so.

(e) The security practitioner has received exemption from the Licensing Services Division.

7.2 A security practitioner who commences or recommences practice on or after the start of the CPD year must undertake during the balance of the CPD year such continuing professional development as is referable to the balance of the CPD year, on a pro rata basis.

8.0 Certification and audit of CPD activity

8.1 When applying for renewal of Membership with the VSI a security practitioner must provide such information and certification as the VSI may reasonably require as to the continuing professional development in which the practitioner has participated in the CPD year prior to that renewal.

8.2 The VSI may at any time or times require a security practitioner to verify that the security practitioner has complied with these Rules by providing to the VSI a statement (in such form as the VSI may reasonably require) that sets out:

(a) The number of CPD points claimed for the period covered by the statement;

(b) The activity undertaken by the practitioner in respect of which the CPD points have been claimed;

(c) the reasons for claiming that the activities for which CPD points have been claimed satisfy the criteria set out in these Rules; and

(d) Particulars of any exemptions granted pursuant to these Rules.

8.3 A CPD Points Diary is issued to all existing and new members in order to assist them in complying with the rules as outlined in 8.1 & 8.2.

8.4 A security practitioner shall comply with a requirement under Rule 8.2 within twenty-one days of the date of such requirement being made.

8.5 In the event that a security practitioner fails to comply with Rules 8.2 or

8.6 The VSI may issue a notice in writing to the practitioner:

(a) Drawing the attention of the practitioner to the failure to comply; and

(b) Requiring that the practitioner file with the VSI within seven days from the date of the notice a proposal in writing that details a plan to be implemented by the practitioner to make up within ninety days from the date of the filing of the plan the deficiency in the practitioner's compliance with these Rules.

(c) Advising the security practitioner that failing to comply with rules 8.4a & 8.4b, the VSI must inform the licensing services division of the failure in compliance. Where membership with the VSI is sought to meet the requirements of the private security act 2004 section 26 3a the security practitioner may face further disciplinary action to include suspension or cancellation of membership.

8.7 If in breach of Rule 8.4:

(a) a practitioner fails within fourteen days to file with the VSI a plan to be implemented by the practitioner to make up within ninety days from the date of the filing of the plan the deficiency in the practitioner's compliance with these Rules; or

(b) Having filed such a plan the practitioner fails to comply with the plan to be implemented by the practitioner to make up within ninety days from the date of the filing of the plan the deficiency in the practitioner's compliance with these Rules; the VSI may take any of the following steps

- i) Report to the LSD the practitioner's compliance deficiency;
- ii) Suspend the Security Practitioner's membership with the Institute;
- iii) Cancel the Security practitioner's membership with the Institute; or
- iv) Take proceedings for unsatisfactory conduct or misconduct.

8.8 Notwithstanding Rule 8.5 the VSI may in its discretion allow a security practitioner to rectify any failure to comply with these Rules.

8.9 Failure to comply with these Rules may constitute unsatisfactory conduct or misconduct pursuant to the rules and by laws of the Victorian Security Institute.

9.0 Appeals

9.1 There shall be an Appeals Committee ("the Appeals Committee") to review decisions of the CPD Committee.

9.2 The Appeals Committee shall consist of not less than two persons, appointed from time to time by the executive committee and comprising members of the executive or other members of the VSI who are not current members of the CPD Committee. A quorum of the Appeals Committee is two members.

9.3 An appeal to the Appeals Committee shall be by way of a reconsideration of the application or matter giving rise to the decision of the CPD Committee.

9.4 A security practitioner who is aggrieved by a decision of the CPD Committee may apply for a review of that decision by the Appeals Committee by lodging notice of appeal with the secretary of the VSI.

9.5 A notice of appeal pursuant to Rule 9.4 must be lodged within fourteen days of the appellant being notified by the CPD Committee of its decision.

9.6 Unless the contrary is proved, a security practitioner is deemed to have been notified by the CPD Committee of its decision two working days after the date of the posting of the notice of decision to the security practitioner's address.

9.7 A notice of appeal must be in writing and accompanied by any documentary evidence, written submission or other material sought to be relied upon by the security practitioner.

9.8 Unless there are special circumstances:

(a) The appellant is entitled to an oral hearing onto be present at any meeting of the Appeals Committee;

(b) The appellant's case and argument to the Appeals Committee must be in writing or in documentary form.

9.9 The decision of the Appeals Committee is final.

9.10 An appeal to the Appeals Committee may not be made more than once in a CPD year in respect of the same or substantially similar grounds.

10.0 Delegation of authority

10.1 The VSI may delegate any of its powers and functions under these Rules to the CPD Committee.

10.2 A delegation by the VSI pursuant to these Rules must be in writing.

11.0 Accreditation of CPD Activity

11.1 Having regard to the objects of these Rules the VSI executive and the CPD Committee may receive application for endorsement and may grant accreditation to providers of continuing professional development activities.

11.2 Providers of continuing professional development to security practitioners are encouraged to use the following statement on brochures in preference to the making of any specific reference to CPD points: "If this particular educational activity is relevant to your immediate or long term needs in relation to your professional development and practice of in the Security Industry, then you should claim one unit for each hour of attendance, refreshment breaks not included."