



**BLUE LIGHT (SA) INC.
CONSTITUTION &
REGULATIONS
OF
BLUE LIGHT (SA)
INCORPORATED**

Adopted at Annual General Meeting 4 November 2016

TABLE OF CONTENTS

CONSTITUTION.....	4
PART 1 - GENERAL PROVISIONS	4
1. <i>NAME OF THE ASSOCIATION</i>	4
2. <i>CHARITABLE PURPOSE</i>	4
3. <i>OPERATION OF THIS CONSTITUTION</i>	4
4. <i>OBJECTIVES OF THE ASSOCIATION</i>	4
5. <i>POLICY</i>	5
6. <i>INTERPRETATION</i>	5
7. <i>PATRON</i>	6
8. <i>AMBASSADOR</i>	7
9. <i>STRUCTURE OF ASSOCIATION</i>	7
10. <i>AUTHORITY AND RESPONSIBILITY</i>	7
11. <i>EXECUTIVE OFFICER</i>	9
12. <i>PUBLIC OFFICER</i>	9
13. <i>SECRETARY</i>	9
14. <i>MEMBERSHIP</i>	9
PART 2 - ADMINISTRATION	9
15. <i>COMPOSITION OF THE BOARD</i>	9
16. <i>DUTIES OF THE BOARD</i>	10
17. <i>COMPOSITION OF STATE COUNCIL</i>	11
18. <i>DUTIES OF STATE COUNCIL</i>	11
19. <i>DISQUALIFICATION OF ELECTED MEMBERS</i>	12
PART 3 - CONDUCT OF MEETINGS	12
20. <i>GENERAL MEETINGS</i>	12
21. <i>ANNUAL GENERAL MEETINGS OF STATE COUNCIL</i>	12
22. <i>SPECIAL MEETINGS OF STATE COUNCIL</i>	13
23. <i>PRESIDING OFFICER</i>	13
24. <i>QUORUMS</i>	13
25. <i>BOARD COMMITTEES</i>	14
26. <i>VOTING</i>	14
27. <i>MINUTES</i>	15
28. <i>CORRESPONDENCE</i>	15
29. <i>FINANCE</i>	15
30. <i>CONFLICTS OF INTEREST</i>	15
31. <i>THE SEAL</i>	16
PART 4 - MISCELLANEOUS PROVISIONS	16
32. <i>NON-PROFIT CLAUSE</i>	16
33. <i>CHARITABLE PURPOSE CLAUSE</i>	16
34. <i>AMENDMENTS TO THE CONSTITUTION</i>	16
35. <i>WINDING UP</i>	16
36. <i>DISSOLUTION</i>	16
REGULATIONS UNDER THE CONSTITUTION.....	18
PART 1 - GENERAL PROVISIONS	18
1. <i>OPERATION OF THESE REGULATIONS</i>	18
PART 2 - MEMBERSHIP	18
2. <i>CRITERIA FOR MEMBERSHIP</i>	18
3. <i>APPLICATION FOR MEMBERSHIP</i>	19
4. <i>RESIGNATIONS</i>	19
5. <i>MAINTENANCE OF VOLUNTEER STATUS</i>	19
6. <i>REVOCAION OF MEMBERSHIP</i>	19
PART 3 - PROCEDURES OF MEETINGS	20
7. <i>VOTING AT BOARD MEETINGS</i>	20
8. <i>VOTING AT MEETINGS OF STATE COUNCIL</i>	20

9.	<i>MOTIONS ON NOTICE</i>	20
10.	<i>RETURNING OFFICER</i>	21
11.	<i>NOMINATION FOR ELECTION TO THE BOARD</i>	21
12.	<i>ELECTION PROCEDURES FOR THE BOARD</i>	21
13.	<i>METHOD OF APPOINTMENT OF STATE COUNCILLORS</i>	22
14.	<i>APPOINTMENT OF BOARD OFFICE BEARERS</i>	22
PART 4 - MISCELLANEOUS PROVISIONS		23
15.	<i>AMENDMENTS TO THE REGULATIONS</i>	23

**CONSTITUTION
OF
BLUE LIGHT (SA) INCORPORATED
*November 2016***

PART 1 - GENERAL PROVISIONS

1. NAME OF THE ASSOCIATION

The name of the Association shall be Blue Light (SA) Incorporated (hereinafter referred to as the Association).

2. CHARITABLE PURPOSE

To engage young people into safe and positive activities in a fun, learning environment to create positive relationships and improve community values, particularly those who are or may be at risk of disenfranchisement from society by virtue of their socio-economic conditions, through the development of positive role models as in accordance to the collections for Charitable Purposes Licence CCP1177.

3. OPERATION OF THIS CONSTITUTION

The Association is incorporated under the Associations Incorporation Act (South Australia) 1985. The provisions of that Act, as amended, shall take precedence in all circumstances when there is conflict with a provision of this Constitution or when this Constitution is silent.

This Constitution and its Regulations apply only to the administrative and business functions of the Association and do not apply to the operation, administration and management of the Blue Light program operated by the South Australia Police.

The Associations functions shall be consistent with those of the Blue Light program operated by the South Australia Police.

The Association shall have all the powers conferred by Section 25 of the Act.

4. OBJECTIVES OF THE ASSOCIATION

The objectives of the association are:

- 4.1 Promote and deliver educational crime prevention and community safety initiatives and programs in a safe environment to young people which is free from drugs, alcohol, violence and bullying.
- 4.2 Develop, sustain and support partnerships that provide services to young people, particularly those who are or may be at risk of disenfranchisement from society by virtue of their socio-economic conditions, through the development of positive role models.

- 4.3 Build trust and problem solving skills.
- 4.4 Improve social and physical competency.
- 4.5 Reduce peer pressure by increasing self-esteem.
- 4.6 Co-ordinate and support the activities of Branches.
- 4.7 Encourage community and civilian volunteer involvement within Blue Light programs and represent the interests and welfare of those volunteers.
- 4.8 Promote Blue Light as a Child Safe Environment.
- 4.9 Communicate with and support South Australia Police in the delivery of their Blue Light Program.

5. POLICY

The Association shall be apolitical, non-sectarian and inclusive of all persons regardless of race, religion, ethnicity or disability.

6. INTERPRETATION

References to the term Act within this Constitution refer to the Associations Incorporation Act, 1985, as amended.

"ACNC" is the Australian Charities and Not-for-Profit Commission.

"Blue Light" shall mean the management system operated by the South Australia Police to administer the Blue Light crime prevention program and its sub-programs and initiatives.

"Blue Light program" means the South Australia Police approved program or sub-program implemented to achieve the objectives of Blue Light.

"Board" shall be the members duly elected by the State Council at an Annual General Meeting of the Association pursuant to Clause 15.2 to govern the Association in accordance with the Act and ACNC.

"Branch" refers to the committee of any Branch approved as a Branch of the Association pursuant to Clause 9.3 that conducts Blue Light programs on behalf of the South Australia Police in any geographic area or within a defined policing area.

"Branch Chair" shall refer to the presiding Police Officer in charge of any Branch pursuant to Clause 9.3 or Sub-Branch pursuant to Clause 9.4.

"Chairperson" refers to the presiding officer of the Board.

“Child” refers to a “Child” who shall be any person up to and including the age of 17 years.

“Commissioner’s Representative” shall be the person appointed by the Commissioner of Police as the Executive Officer, except when the Commissioner of Police chooses an alternative member at his or her discretion, and be in addition to the nominated SAPOL representative.

“Employee” shall be a person employed or contracted by Blue Light (SA) Inc. or Branch to assist in the development or delivery of programs.

“Executive Officer” shall be, by virtue of his or her position, the Commissioners’ Representative and shall be the conduit between the Association and SAPOL.

“Member” refers to a person outlined in Clause 2.1 of the Regulations.

“Nominated SAPOL Blue Light representative” refers to the Police Officer appointed by the Commissioner of Police to perform the duties as the Public Officer to Blue Light (SA) Incorporated and oversee the administration of the Association and its programs and to manage the South Australia Police Blue Light program and shall, for the purposes of this constitution, refer to any person relieving in that position.

“State Council” refers to the committee of members duly elected by each Branch.

“State Councillor” refers to one member elected from each branch entitled to vote at the Annual General Meeting.

“Sub-Branch” refers to the committee of any sub-Branch approved as a sub-Branch of the Association pursuant to Clause 9.4 that conducts Blue Light programs on behalf of the South Australia Police in any geographic area or within a defined policing area and reporting to the committee of a Branch.

“Volunteer” refers to any person that is approved as a volunteer by SAPOL for the purposes of volunteering for Blue Light.

“Young Person” refers to a Young Person who shall be any person up to, but not including, the age of 25 years.

“Young Person Representative” refers to a person on the Board or State Council that shall be at least 18 years, but less than 25 years old.

7. PATRON

The role of patron shall be reserved for the Commissioner of Police.

8. AMBASSADOR

The Board may invite any person/s to be an Ambassador of the Association on such terms as it considers appropriate. Such person fulfilling the role of the official public representative of the Association shall be entitled to receive Association publications and notices of general and Annual General Meetings of the Association and be entitled to attend and speak at such meetings, but shall not be entitled to vote.

9. STRUCTURE OF ASSOCIATION

- 9.1 The Association shall be governed by the Board.
- 9.2 The membership of the Board shall be elected by the State Councillors at the Annual General meeting in accordance with the constitution;
- 9.3 The State Council shall consist of one representative from each Branch elected as a State Councillor, and
- 9.4 Each Branch shall elect a committee to manage the affairs of that Branch.

10. AUTHORITY AND RESPONSIBILITY

10.1 Board

The Board shall be the governing body of the Association. The Board:

- 10.1.1. Shall ensure that all approved programs conducted by Blue Light (SA) Inc. comply with SAPOL's Blue Light Program policies and SAICORP public liability insurance provisions;
- 10.1.2. Shall be responsible for the formulation of policy and guidelines for the Board, State Council, Branches, sub-Branches and all members;
- 10.1.3. Shall be responsible for ensuring all Branches, Sub-Branches and Committees comply with the requirements of the Act, ACNC, the Constitution, its Regulations and policies and guidelines of the Association;
- 10.1.4. Shall have authority to interpret the meaning of these and any other matters relating to the affairs of the Association on which this constitution is silent;
- 10.1.5. Shall approve the establishment of Branches and Sub-Branches;
- 10.1.6. May dissolve any Branch or sub-Branch in consultation with State Council, and
- 10.1.7. Approve the promotion and delivery of programs.

10.2 State Council

The State Council shall be the conduit between the Board and Branches.

- 10.2.1. The State Council shall confirm the election of State Councillor's at an Annual General Meeting.
- 10.2.2. The State Council shall elect the Board at the Annual General Meeting of members.
- 10.2.3. The Chairperson and Executive Officer of the Board and State Council shall be ex-officio members of all Branches and Sub-Branches.

10.3 **Branch**

The Branches are the operational arm of Blue Light (SA) Inc. and conduct Blue Light programs on behalf of the South Australia Police in any geographic area or within a defined policing area.

- 10.3.1. All Branches must be approved by the Board.
- 10.3.2. All Branches must manage the business and financial affairs of that Branch pursuant to any policy direction of the Board.
- 10.3.3. Branches must not purchase any real estate, vehicles or enter into any contract to lease any property without the approval of the Board.
- 10.3.4. Branches may employ personnel to assist with the promotion and delivery of approved programs.
- 10.3.5. Branches may apply for grants, sponsorship and other funding to assist with the delivery of approved programs in accordance with policies established by the Board.
- 10.3.6. Branches must appoint at an Annual General Meeting, a State Councillor to represent that Branch on State Council.
- 10.3.7. Branches will abide by directions of the Board.
- 10.3.8. Branches must hold an Annual General Meeting within three (3) months of the end of the financial year.

10.4 **Sub-Branch:**

Sub-branches conduct Blue Light programs, under the supervision of Branches, on behalf of the South Australia Police in any geographic area or within a defined policing area.

- 10.4.1. All sub-Branches must be approved by the Board.
- 10.4.2. Sub-branches must elect a committee to manage the affairs of that Sub- Branch.
- 10.4.3. Sub-branches must manage the business and financial affairs of the Sub-Branch unless that responsibility is delegated to an approved Branch by the Board.
- 10.4.4. Sub-branches must not apply for grants unless approved by their responsible Branch.
- 10.4.5. Sub-branches will report activities to the responsible Branch.

10.4.6. Sub-branches are not authorised to appoint a delegate to represent that Sub-Branch at State Council.

10.4.7. Sub-branches will abide by decisions of the Board and the responsible Branch.

11. EXECUTIVE OFFICER

11.1 The Commissioner of Police may appoint a person to serve as Executive Officer of the Association as his/her representative to act as a conduit between the Association and SAPOL.

11.2 The Executive Officer shall be empowered to carry out administrative and public relations tasks authorised by the Board.

11.3 The Executive Officer is entitled to attend meetings of the Board and State Council, but shall not be entitled to vote.

11.4 The Executive Officer shall receive no remuneration from the Association for his/her services in that role.

12. PUBLIC OFFICER

12.1 The nominated SAPOL Blue Light representative shall, by virtue of his/her office, serve as and fulfil the duties of Public Officer of the Association.

12.2 The nominated SAPOL Blue Light representative is entitled to attend meetings of the Board and State Council, but shall not be entitled to vote.

13. SECRETARY

13.1 The Board shall appoint a person from within its ranks to perform the role of secretary to the Board and the State Council.

13.2 The Secretary shall attend meetings of the board and the State Council.

14. MEMBERSHIP

Membership of the Association shall be pursuant to the Regulations under the Constitution.

PART 2 - ADMINISTRATION

15. COMPOSITION OF THE BOARD

15.1 The Board shall comprise:

15.1.1. The Chairperson;

15.1.2. The Deputy Chairperson;

15.1.3. The Treasurer;

15.1.4. The Secretary;

15.1.5. The nominated SAPOL Blue Light representative;

- 15.1.6. The Executive Officer;
- 15.1.7. Up to six (6) other Board members.
- 15.1.8. The Executive Officer of the Association shall be an ex officio member of the Board.
- 15.2 At the Annual General Meeting of members the State Council members shall elect a Board comprising not less than eight (8) and no more than ten (10) Board members from the ranks of the Association's membership.
- 15.3 Board members shall serve a maximum term of two years.
- 15.4 Each year, half of the Board member's positions will be declared vacant, which will be determined by volunteers or by lot of those members having served two (2) years.
- 15.5 Board members are eligible for re-election at the completion of any term of office.
- 15.6 Nominations for election to the Board must be set out in the manner prescribed in the Regulations and received in writing by the State Co-ordinator at least twenty one (21) calendar days before the date of the Annual General Meeting.
- 15.7 The Board shall have a minimum of five (5) Board members who are serving sworn members of South Australia Police.
- 15.8 Should there be more nominations received than positions vacant, an election shall be held in the manner prescribed in the Regulations.
- 15.9 The Board shall be appointed at the Annual General Meeting.
- 15.10 The Board may appoint any person to fill a casual vacancy on the Board. Board members so appointed shall hold office only for the unexpired term of the member he or she replaces or, in the case of a temporary vacancy, until the incumbent member returns.
- 15.11 The Board is empowered to co-opt expert advisors or other persons onto the Board as they deem necessary. Such persons shall not be entitled to vote on Board decisions.

16. DUTIES OF THE BOARD

The Board shall;

- 16.1 Exercise all such powers, including the power of delegation;
- 16.2 Do all things as may be necessary to provide effective control and management of the affairs of the Association; and
- 16.3 Determine when a breach of the Constitution and/or Regulations has occurred and facilitate any disciplinary action.

17. COMPOSITION OF STATE COUNCIL

An Association member who is a current employee of South Australia Police is eligible to stand for election and fulfil the role as State Councillor.

- 17.1 State Council comprises of the elected Board members and nominated State Councillors.
- 17.2 State Councillors shall be nominated by a meeting of Branch (including Sub-branch) members held for that purpose within the area they are to represent.
- 17.3 Each Branch may have one (1) State Councillor to represent them and the Councillors will be elected at the Branch Annual General Meeting.
- 17.4 The conduct of such meetings shall be in accordance with procedures set out in the Regulations.

17.5 Casual Vacancies

17.5.1. Casual vacancies on State Council shall be filled by the election of another eligible Association member from the Branch where the vacancy exists. Unless the vacancy is short-term due to illness or other significant issue, appointments to fill casual vacancies shall be considered new appointments.

17.5.2. In the case of such short term vacancy, that position will be held only until the incumbent member returns or, if the incumbent's term of office expires before his or her return, the date that term would have expired.

17.6 Register of Association Members

A Register of State Councillors shall be maintained and kept current by the Secretary of the Association.

18. DUTIES OF STATE COUNCIL

- 18.1 State Council shall be empowered to:-
 - 18.1.1 Hear reports from the Board;
 - 18.1.2 Make, add, amend or repeal the Constitution and Regulations;
 - 18.1.3 Overview budgets, expenditure and fund raising as provided by the Board;
 - 18.1.4 Determine the number of State Councillors to be elected;
 - 18.1.5 Appoint a Board consisting of not more than ten (10) members;
- 18.2 That power conferred under sub-Clause 18.1.2 shall not be subject to delegation to the Board.

19. DISQUALIFICATION OF ELECTED MEMBERS

The office of an Association member elected to State Council or the Board shall become vacant if that member is:-

- 19.1 Disqualified or otherwise excluded from holding such position pursuant to the provisions of the Act;
- 19.2 Expelled under this Constitution;
- 19.3 Absent without apology for more than three (3) consecutive meetings;
- 19.4 The subject of a vote of “no confidence” taken at any properly convened meeting where the vote is half plus one (1) or more of the Board or State Council.

PART 3 - CONDUCT OF MEETINGS

20. GENERAL MEETINGS

- 20.1 The Board shall meet at least six (6) times per year to attend to the business of the Association.
- 20.2 The State Council shall conduct no fewer than two (2) general meetings a year, one of which may include the Annual General Meeting.
- 20.3 Written notice must be given to State Councillors at least twenty one (21) calendar days prior to general meeting of State Council.

21. ANNUAL GENERAL MEETINGS OF STATE COUNCIL

- 21.1 Subject to Section 39 of the Act, State Council of the Association shall hold one Annual General Meeting within five (5) calendar months of the end of the financial year.
- 21.2 The agenda for the Annual General Meeting and nomination forms for Board positions shall be available to all State Councillors at least twenty one (21) calendar days prior to the date of the Annual General Meeting.
- 21.3 The business of the Annual General Meeting shall be to:-
 - 21.3.1 Receive an Annual Report from the Chairperson;
 - 21.3.2 Receive an audited report of income and expenditure for the preceding financial year from the Treasurer;
 - 21.3.3 Consider any changes to the Constitution of the Association proposed in accordance with the Act and amend the Constitution provided all State Councillors have been provided with any proposed amendments, in full, at least fourteen (14) calendar days prior to such meeting;

21.3.4 Consider any motions by State Councillors, provided notice has been received in writing at the address of the Association at least twenty one (21) calendar days prior to the date of the Annual General Meeting;

21.3.5 Appoint an Auditor;

21.3.6 Conduct elections for the positions of the Board members according to this Constitution and Regulations;

21.3.7 Conduct other business as the Chairperson deems necessary or appropriate.

22. SPECIAL MEETINGS OF STATE COUNCIL

22.1 A Special Meeting of State Council shall be called on receipt by the Secretary of a request in writing stating the object of the meeting and signed by not fewer than one half of the State Councillors plus one (1).

22.2 Such a meeting shall be held at a suitable time and place within twenty one (21) calendar days of receipt of such a request.

22.3 All Association members of State Council shall be notified of the time, venue and purpose of the Special Meeting at least fourteen (14) calendar days prior to such meeting.

22.4 If a Special Meeting is established to amend the Constitution, all State Councillors must be provided with any proposed amendments, in full, at least fourteen (14) calendar days prior to such meeting.

22.5 No business shall be transacted at such meeting other than that for which the meeting was convened and stated in the notice convening the meeting.

22.6 The Association shall be bound by any decision taken by a majority of State Councillors present at such meeting.

23. PRESIDING OFFICER

The Chairperson of the Association shall preside over every Board or State Council meeting at which he or she is present.

23.1 In the event that the Chairperson is not present, the Deputy Chairperson shall preside over the meeting.

23.2 If neither the Chairperson nor a Deputy Chairperson is present, a Board member or State Councillor shall be elected by show of hands to preside over that meeting.

24. QUORUMS

24.1 The quorum for all meetings of State Council shall be one half plus one (1) of total number of State Councillors.

- 24.2 The quorum required to amend the Constitution of the Association at any Special Meeting or Annual General Meeting shall be one half of State Councillors plus one (1).
- 24.3 The quorum for any meeting of the Board shall be one half plus one (1) of the Board, not including the Executive Officer or nominated SAPOL Blue Light Representative.
- 24.4 When the numbers at a meeting do not comprise a quorum, the presiding officer shall, at his/her discretion, defer the business to the next meeting or call another meeting.
- 24.5 When the numbers at an Annual General Meeting or Special Meeting do not comprise a quorum, the presiding officer shall adjourn the meeting to another date not more than thirty (30) calendar days hence.
- 24.6 Provided that a quorum as prescribed in Clause 24.1 is achieved, a failure to achieve a quorum required to amend the Constitution of the Association does not render void any other business of that meeting.
- 24.7 When two meetings have been properly convened to address the same business without the presence of a quorum, then the number of members at the third meeting shall form a quorum.
- 24.8 Attendance at meetings includes via electronic means.

25. BOARD COMMITTEES

- 25.1 The Board may appoint and dissolve Committees as required for specific purposes.
- 25.2 Board Committees may be comprised of as many committee members and/or other persons as required for the specific purpose of the committee.
- 25.3 Each committee shall include at least one Board member who will chair the committee and report to the Board on the outcomes of that committee.
- 25.4 Committees shall not incur any expenditure or initiate any actions associated with their assigned role without the specific authorisation of the Board.

26. VOTING

- 26.1 Each State Councillor shall have one vote on any matter before State Council.
- 26.2 Each member of the Board, subject to Clause 11.3 and 12.2, of the Constitution shall have one vote on any matter before the Board.
- 26.3 Motions before the Board and State Council shall be deemed carried if supported by a simple majority vote of those present at that meeting and entitled to vote.

- 26.4 No person shall have a casting or deliberative vote. An equal or tied vote shall be deemed as not carried.
- 26.5 Unless a poll is demanded by at least 5 members, a question for the decision at a general meeting must be determined by a show of hands.

27. MINUTES

- 27.1 The Secretary shall record and keep minutes of meetings in accordance with Section 51 of the Act.
- 27.2 The minutes shall be confirmed at the next succeeding meeting. Once confirmed, the Chairperson at that meeting shall sign those minutes as a true and accurate record of those proceedings.
- 27.3 The minutes shall be made available for the respective meetings members within twenty one days of the meeting that they refer to.
- 27.4 Board meeting minutes will be made available to the State Council once signed as per Clause 27.2.

28. CORRESPONDENCE

- 28.1 The Executive Officer shall receive all correspondence addressed to the Association, whereupon the Executive Officer shall pass all correspondence to the Secretary, who shall keep it in order.
- 28.2 Correspondence received either by post or electronically shall be presented by the Secretary at the first subsequent Board meeting.

29. FINANCE

- 29.1 The financial year of the Association shall be the period commencing 1 July in each year and ending 30 June the following year.
- 29.2 The accounts of the Association shall be operated in accordance with the Act and with accepted accounting practices.
- 29.3 Payments on behalf of the Association shall only be made as authorised by the Board.
- 29.4 Where the Association's funds are deposited in bank accounts or other investments, the Board shall appoint no fewer than four (4) signatories to those accounts. The minimum number of signatories required to operate such accounts shall be two (2).

30. CONFLICTS OF INTEREST

Any Association member having a direct or indirect pecuniary or non-pecuniary interest in a contract or proposed contract with the Association must disclose the nature and extent of that interest whenever said contract is before a meeting and shall not vote with respect to that contract or proposed contract.

Members of the Association, particularly office holders of Blue Light (SA) Inc. are often servants of the South Australia Police (SAPOL) and there exists an on-going potential conflict of interest in the delivery of SAPOL's youth programs. Members shall always be mindful of their fiduciary responsibilities to Blue Light (SA) Inc. and conduct themselves in a manner that reflects these obligations toward the objectives of Blue Light (SA) Inc.

31. THE SEAL

The Association shall have a common seal upon which its corporate name shall appear in legible characters.

The seal shall not be used without the express authorisation of the Board and every use of the seal shall be recorded in the minutes of the Association. The affixing of the seal shall be witnessed by the Chairperson and the Secretary.

PART 4 - MISCELLANEOUS PROVISIONS

32. NON-PROFIT CLAUSE

The income and property of the Association shall be appointed solely towards the promotion of the objectives of the Association. No portion thereof shall be paid or transferred, directly or indirectly, by way of dividend, bonus or other payments to Association members.

This Clause does not prevent the payment in good faith of remuneration to any officer or servant of the Association, or to any Association member in return for any service actually rendered to the Association, or reasonable and proper rental for premises.

33. AMENDMENTS TO THE CONSTITUTION

This Constitution may only be added to, altered, or repealed by the State Council at an Annual General Meeting or a Special Meeting called for that purpose.

34. WINDING UP

35.1 The Association may be wound up in a manner provided for in the Act;

35.2 Any Branch or Sub-Branch may be wound up in a manner approved by State Council.

35. DISSOLUTION

36.1 The Association may dissolve by resolution carried at a Special Meeting of the State Council. All property of the Association, real or personal, remaining after payment of all debts and legal liabilities shall be transferred to the South Australia Police on the undertaking that such property be used for the exclusive purpose of supporting any alternative community based crime prevention program.

36.2 Should the South Australia Police be unable to provide the undertaking under Clause 36.1 all remaining property shall be transferred to another

body or bodies similar to the Association or such charitable body or bodies as resolved by State Council.

- 36.3 This Constitution prohibits the transfer of either monies or property to any individual member of the Association in the event of dissolution.

REGULATIONS UNDER THE CONSTITUTION
Of
BLUE LIGHT (SA) INCORPORATED
November 2016

PART 1 - GENERAL PROVISIONS

1. OPERATION OF THESE REGULATIONS

The Regulations should be interpreted in conjunction with the provisions of the Constitution. The provisions of the Constitution shall take precedence in all circumstances when there is conflict with any provision of these Regulations or when these Regulations are silent.

PART 2 - MEMBERSHIP

2. CRITERIA FOR MEMBERSHIP

2.1 "Member" includes any:-

- (a) employee of SAPOL; or
- (b) volunteer as per the definition of the Constitution; or
- (c) employee of Blue Light (SA) Incorporated and who supports the objectives of the Association.

2.2 There are no costs or charges associated with this membership.

2.3 Failure to comply with the provisions of this Constitution and Regulations may result in the expulsion of that person from the Association.

2.4 An Association member whose status as a member under the volunteer definition is revoked by the South Australia Police shall, consequently, cease to be a member of the Association.

2.5 A Register of Association members shall be maintained by the Secretary and include:-

- 2.5.1. Board members;
- 2.5.2. Branch Chairs;
- 2.5.3. Branch members;
- 2.5.4. Life members;
- 2.5.5. Branch Committee members;
- 2.5.6. Sub Branch members;

2.5.7. State Council members; and

2.5.8. Volunteers.

3. APPLICATION FOR MEMBERSHIP

Branches may accept applicants, not employees of SAPOL or Blue Light (SA) Inc., who have submitted an application as per the approved volunteer process.

All SAPOL employees are members of the Association and shall remain so while in the employment of SAPOL.

4. RESIGNATIONS

A member may resign from the Association by giving written notice in writing to the Secretary of the Association.

On resignation or revocation of membership a member shall return all documents, identification or other property belonging to the Association to the Secretary of the Association, Branch or sub-Branch.

5. MAINTENANCE OF VOLUNTEER STATUS

Volunteer status shall be in accordance with the volunteer process as approved by the State Council.

6. REVOCATION OF MEMBERSHIP

The acceptance and continuation of a person's membership is at the discretion of State Council;

6.1 Procedural Fairness to Apply

When the decision is taken to revoke membership or otherwise sanction an Association member the principles of procedural fairness shall apply.

6.2 Procedures for Revoking Membership

The following procedure shall be used for revoking membership of the Association:

- 6.2.1. A decision to expel an Association member can only be made by the State Council at an ordinary meeting or an extraordinary meeting established to address that issue;
- 6.2.2. Any decision to revoke an Association member must be communicated to that Association member, in writing, within fourteen (14) calendar days of such decision being made. If this is not possible then as soon as practicable thereafter;
- 6.2.3. No action to expel a member can be invoked until the affected Association member has had a reasonable opportunity for redress to the State Council either in writing or in person;
- 6.2.4. Affected Association members have twenty one (21) calendar days from the date of notification of expulsion to seek redress. If no request for hearing or written response is received within that

21 day period the expulsion shall come into force at the conclusion of that period;

- 6.2.5. Should a request for redress be received, the State Council shall hear and consider the personal or written submission of the affected Association member at its next general meeting or earlier at an extraordinary meeting established for that purpose. At the conclusion of such consideration the State Council shall either confirm or overturn the decision to expel the Member.

6.3 Grievances relating to Volunteer status

The volunteer status of any person under the approved volunteer process shall be the sole prerogative of the South Australia Police.

PART 3 - PROCEDURES OF MEETINGS

7. VOTING AT BOARD MEETINGS

Subject to the provisions of the Constitution and these Regulations, each Board member present at a meeting shall be entitled to one vote.

A Board member who is unable to attend a meeting shall not be entitled to cast an absentee vote or issue a proxy vote on motions before the Board.

8. VOTING AT MEETINGS OF STATE COUNCIL

Subject to the provisions of the Constitution and these Regulations, each State Councillor member present at a meeting shall be entitled to one vote.

8.1 Proxy Voting

8.1.1. A State Council member shall be entitled to appoint in writing another person who is also an Association member to be his or her proxy for the purpose of voting at general meetings of State Council,

8.1.2. Eligible voters are entitled to only one vote, therefore no Association member already eligible to vote shall hold a proxy vote of an absent eligible voter,

8.1.3. The Chairperson shall be entitled to receive more than one written proxy for the purpose of voting at general meetings.

9. MOTIONS ON NOTICE

9.1 Notices of motion for ordinary meetings of State Council or for Annual General Meetings may be put in writing and sent to the Secretary at the address of the Association.

9.2 Notices of motion received at the address of the Association no later than thirty (14) calendar days prior to the relevant meeting shall be circulated to

all State Councillors by mail or electronically, together with the agenda of the meeting.

- 9.3 A motion on notice shall be any motion of which notification has been sent by the due date in advance of a meeting.

10. RETURNING OFFICER

The Executive Officer of the Association shall act as Returning Officer for all nominations and subsequent elections for positions on the Board.

11. NOMINATION FOR ELECTION TO THE BOARD

Except where specified otherwise in the Constitution or these Regulations, the procedure for nominating for election to the position of Board member shall be as follows:

- 11.1 Nominations must be submitted in writing to the Returning Officer on the prescribed Nomination Form at least twenty one (21) calendar days prior to the Annual General Meeting.
- 11.2 Nominations submitted shall be subject to the requirements approved by State Council and may be overseen by a Nominations Committee.
- 11.3 Nominees must be Association members at the time of nomination and at the time of the election.
- 11.4 Nomination requires a proposer and a seconder each of whom must be Association members.
- 11.5 Existing Board members do not require a proposer and are entitled to propose themselves for election.
- 11.6 The nominee must agree to stand for appointment and endorse the Nomination Form to that effect.
- 11.7 Elections shall only be held if there are more nominations than the number of Board positions vacant.

12. ELECTION PROCEDURES FOR THE BOARD

- 12.1 The Returning Officer shall prepare ballot papers bearing the names of all candidates.
- 12.2 Eligible voters shall indicate their preferences with a mark in the box against the name of one or more candidates, up to the number of positions vacant.
- 12.3 Where the voter has marked more boxes on their ballot paper than the number of vacant positions, their vote shall be declared invalid.
- 12.4 Eligible voters who spoil their ballot paper may hand it in to the Returning Officer and receive a replacement.

- 12.5 Eligible voters are entitled to cast their votes in secret.
- 12.6 For each vacant position, the candidate with the greatest number of votes shall be elected.
- 12.7 Where the election is undecided because two or more candidates have the same number of votes, eligible voters shall vote again choosing between those candidates only.

13. METHOD OF APPOINTMENT OF STATE COUNCILLORS

- 13.1 State Councillors are appointed pursuant to the provisions of Clause 17.5.1 of the Constitution.
- 13.2 Appointments shall occur upon expiration of an incumbent's term or at any other time that a position becomes vacant.
- 13.3 The appointment of State Councillors to fill casual vacancies shall be in accordance with the provisions of Clause 17.5.1 of the Constitution.
- 13.4 Whenever possible, appointments should be made at the Branch meeting immediately prior to the position becoming vacant, but in any case must be made at the meeting immediately following the vacancy occurring.
- 13.5 If more than one Association member nominates for a vacant position as State Councillor, an election must be held and:-
 - 13.5.1. The Branch Chairperson shall be asked to act as Returning Officer;
 - 13.5.2. If the Branch Chairperson is a nominee for the position of State Councillor a person nominated by the LSA/District Commander/Branch Manager or their nominee shall be asked to act as Returning Officer;
 - 13.5.3. Each Branch member is entitled to one vote;
 - 13.5.4. Only those Branch members present at the meeting are entitled to vote, no absentee or proxy voting is permitted.

14. APPOINTMENT OF BOARD OFFICE BEARERS

At the first Board meeting following the Annual General Meeting the elected Board members shall appoint those office bearers outlined in Clause 15.1, 15.2, 15.3 and 15.4 of the Constitution.

If more than one Board member nominates for an office bearer's position, an election by show of hands shall be conducted and the appointment made by majority vote.

If an office bearer position becomes vacant prior to the AGM the Board shall elect that position at the board meeting after which the position becomes vacant.

PART 4 - MISCELLANEOUS PROVISIONS

15. AMENDMENTS TO THE REGULATIONS

These Regulations may only be added to, altered, or repealed at a meeting of the State Council provided a quorum as prescribed in Clause 22.2 of the Constitution is achieved.