



# 1<sup>st</sup> Holt Scout Group

'Scouting for more than 100 years'  
Founded 1912



## Constitution

(revised to POR 5.4 – AGM 2023)

### 1. THE SCOUT COUNCIL

The 1<sup>st</sup> Holt Scout Council is responsible for overseeing and supporting Scouting in the 1<sup>st</sup> Holt Scout Group and its affairs are managed by the Group Trustee Board.

### 2. MEMBERSHIP OF THE GROUP SCOUT COUNCIL

The Scout Council is the body which has charity governance responsibility for Scouting in the Scout Group. The Trustee Board is accountable to the Scout Council. Membership of the Scout Council does not provide membership of the Scouts.

There are three categories of membership for Group Scout Councils:

- a. Ex officio
- b. Nominated
- c. Right of attendance

A Secretary must ensure that nominated Scout Council Members are recorded in the minutes of the Scout Council meeting which is normally the Annual General Meeting.

The ex officio members of the Group Scout Council are:

- all adult members of the Group (see Group roles listed in the Chapter 16 Roles Table of POR)
- all Patrol Leaders of the Troop(s) in the Group
- parents or carers of Squirrels, Beavers, Cubs and Scouts
- Explorers, if so stated in a Partnership Agreement between the Unit, the Group and the District
- the parents and carers of Explorers, if so stated in a Partnership Agreement
- the Sponsoring Authority, where there is one, or its nominee
- the District Commissioner/District Lead Volunteer
- the District Trustee Board Chair

The nominated members of the Group Scout Council are other supporters of the Group appointed by the Group Scout Council on the recommendation of the Group Scout Leader/Group Lead Volunteer and the Group Trustee Board.

The number of nominated members must not exceed the number of ex officio members.

A nominated member of the Group Scout Council must be appointed for a fixed period not exceeding three years. Subsequent reappointments are permitted.

The County Commissioner/County Lead Volunteer has a right of attendance at all Group Scout Council meetings.

Membership of the Group Scout Council ends upon:

- the resignation of the Scout Council member

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- the member no longer qualifying as a member of the Scout Council
- dissolution of the Scout Council
- the termination of membership by UK Headquarters following a recommendation by the relevant Trustee Board.

### 3. MEETINGS OF THE GROUP SCOUT COUNCIL

The Group Scout Council must hold an Annual General Meeting within six months of the end of the charity's financial year.

The Annual General Meeting must:

- a. Undertake governance oversight
  - i. Adopt (or re-adopt) the constitution of the charity
  - ii. Note the dates of charity's financial year
  - iii. Agree the number of members that may be elected to the Trustee Board
  - iv. Agree the quorum for meetings of the Scout Council, meetings of the Trustee Board and meetings of any sub-Committee
- b. Review the previous year
  - i. receive and consider the Trustees Annual Report and the annual statement of accounts- prepared by the Trustee Board
  - ii. The accounts must have completed their examination by an appropriate auditor, independent examiner, or scrutineer.
  - iii. The Trustees' Annual Report and Accounts presented to the Scout Council must include the formal report prepared by the auditor, independent examiner, or scrutineer.
- c. Make appointments
  - i. approve the Group Scout Leader/Group Lead Volunteer's nomination of the Chair of the Trustee Board
  - ii. approve the Group Scout Leaders/Group Lead Volunteer's nomination of members of the Trustee Board (these may not exceed the number of elected members)
  - iii. elect a Secretary to the Trustee Board
  - iv. elect a Treasurer to the Trustee Board
  - v. elect Trustees to the Trustee Board
  - vi. approve the appointment (or re-appointment) of any Presidents or Vice Presidents
  - vii. appoint (or re-appoint) an auditor, independent examiner or scrutineer as required.

Following each Annual General Meeting, the Secretary must ensure that:

- 1) all nominated or elected Trustees are recorded on the membership system
- 2) the Trustee Annual Report and Accounts are filed as described in Rule 5.5 of POR

### 4. PRESIDENT

The Group Scout Council may appoint a President from time to time and for such periods as it may decide.

### 5. THE TRUSTEE BOARD

The Trustee Board is a team of volunteers who work together, as charity Trustees, to make sure Scouts is run safely and legally. At the heart of their role is a focus on strategy, performance and assurance. Effective Trustee support helps other volunteers run the Scout programme that gives

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young people skills for life. Members of the Trustee Board must act collectively as charity trustees of their charity, and in the best interests of the charity's members.

The Trustee Board must act in the charity's best interests, acting with reasonable care and skill and take steps to be confident that:

- a. The charity is:
  - i. well managed
  - ii. carrying out its purposes for the public benefit
  - iii. complying with the charity's governing document and the law
  - iv. managing the charity's resources responsibly
- b. The charity is operating compliant with POR, including effective management of the Key Policies listed in chapter 2 - The Equal Opportunities Policy, Privacy and Data Protection Policy, Religious Policy, Safeguarding Policy, Safety Policy, Vetting Policy, Youth Member Anti-bullying Policy.
- c. Young people are meaningfully involved in decision making at all levels
- d. There are sufficient resources (funds, people, property and equipment) available to meet the planned work of the Group including delivery of the high quality programme and resource requirements of the training programme
- e. The Scouts has a positive image in the local community

The Trustee Board members must themselves collectively:

- a. Develop and maintain a risk register, including putting in place appropriate mitigations
- b. Ensure that the charity's finances are properly managed, including development and maintenance of appropriate budgets to support the work of the charity. To assist in this, all fundraising done by members of the Group will be for the benefit of the Group. Section Leaders can apply to the Trustee Board for financial support for projects, such as camps or section equipment as and when necessary.
- c. Maintain and manage:
  - a reserves policy for the charity (including a plan for use of reserves outside the 'minimum')
  - an investment policy for the charity
  - a public benefit statement for the charity
- d. Ensure that people, property and equipment are appropriately insured, and that any property and equipment owned or used by the charity is properly protected and maintained
- e. Promote and support the development of Scouting in the local area
- f. Ensure the appointment and management and operation of any sub-committees, including appointing a Chair to lead the sub-committee
- g. Ensure that effective administration is in place to support the work of the Trustee Board
- h. Appoint any Administrators, Advisers and co-opted members of the Trustee Board
- i. Ensure transparency of operation, including:
  - i. Prepare and approve the Annual Accounts and arrange their examination by an auditor, independent examiner or scrutineer as appropriate and as appointed by the Scout Council at their Annual General Meeting

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- ii. Prepare and approve the Trustees' Annual Report (which must include the Annual Accounts)
- iii. Present the approved Trustees' Annual Report and Annual Accounts to the Scout Council at the Annual General Meeting (AGM)
- iv. Following the AGM, ensure that a copy of the Trustee Annual Report and Accounts is sent to the District Trustee Board administration and, if a registered charity, is filed with the appropriate charity regulator (if the regulator's rules require it)
- j. Take responsibility for adherence to Data Protection Legislation recognising that, dependent on circumstances, it will at different times act as a Data Controller and as a Data Processor
- k. Individually and collectively maintain confidentiality regarding appropriate Trustee Board business
- l. Where staff are employed:
  - i. Act as a responsible employer in accordance with Scouting's values and relevant legislation
  - ii. Ensure that effective line management is in place for each employed staff member and that these are clearly established and communicated
  - iii. Ensure that appropriate specific personnel insurance is in place
- m. Provide any necessary support to the Group Scout Leader/Group Lead Volunteer, when required, to assist the opening, change, merging or closing of sections in the Group

A Trustee Board may create sub-committees to manage the work it deems necessary ensuring that:

- a) the purpose of each sub-committee is clear and has been agreed by the Trustee Board
- b) each sub-committee of the Trustee Board consists of members approved by the Trustee Board
- c) the Chair of the Trustee Board is an ex officio member of each sub-committee
- d) the Group Scout Leader/Group Lead Volunteer is an ex officio member of all sub-committees

## **6. MEMBERSHIP OF THE GROUP TRUSTEE BOARD**

- a. The ex officio members of a Group Trustee Board are:
  - i. The Group Chair
  - ii. The Group Secretary (if appointed as a Trustee)
  - iii. The Group Treasurer
  - iv. The Group Scout Leader/Group Lead Volunteer and any Deputies
  - v. All persons with a Section Leader/Section Team Leader role in a Squirrel, Beaver, Cub or Scout section in the Group, subject to that Section Leader stating to the AGM (in writing or orally at the meeting) that they are willing to be an ex officio member of the Group Trustee Board.
  - vi. The Explorer Leader (if stated in a Partnership Agreement), subject to that Explorer Leader expressly indicating to the AGM (in writing or orally at the meeting) that they are willing to perform such a function.
  - vii. The Sponsoring Authority or its nominee

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- b) The elected members of a Group Trustee Board are persons elected by the Group Scout Council at the Group Annual General Meeting. The actual number of persons elected must be the subject of a resolution by the Group Scout Council at their AGM.  
There must be a maximum of six elected members
- c) The nominated members of a Group Trustee Board are persons nominated by the Group Scout Leader, in consultation with the Group Chair. The nominations must be approved at the Group Annual General Meeting.  
The number of nominated members must not exceed the actual number of elected members.
- d) The co-opted members of a Group Trustee Board are persons co-opted annually by the Group Trustee Board.  
The number of co-opted members must not exceed the actual number of elected members.
- e) The District Commissioner/District Lead Volunteer, the District Chair and the County Commissioner/County Lead Volunteer each have the right of attendance at meetings of each of the Group Trustee Boards in the Districts in the County.

Note: The Trustee Board and any sub-committees should, wherever possible, have as full voting members at least two people aged between their 18<sup>th</sup> and 25<sup>th</sup> birthdays.

## **7. CONDUCT OF MEETINGS**

Only members of a Trustee Board may vote in meetings of the Trustee Board.

At the Annual General Meeting, the Scout Council must make a resolution defining a quorum for meetings of the Scout Council and the Trustee Board and its sub-Committees.

Decisions are made by a majority of votes cast by those present at the meeting. In the event of an equal number of votes being cast on either side, the Chair does not have a casting vote and the matter is taken not to have been carried.

In order to discharge their responsibilities, the Trustee Board may meet by telephone and/or video conference as well as face to face when agreed by the appropriate Chair. This includes 'hybrid' meetings, where some members join by telephone or video. Electronic voting (such as email) is allowed for decision making of the Trustee Board when deemed appropriate by the Chair (for example, where a pressing matter arises between meetings).

In such instances at least 75% of its members must approve the decision, and the outcome of the voting must be reported and recorded in the minutes at the next Trustee Board meeting.

## **8. ALTERATIONS TO CONSTITUTION**

No alterations can be made to the Constitution except by resolution of the Group Scout Council at the Annual General Meeting, at which at least two thirds of the votes cast in person by those entitled to vote are in favour of the proposed change or changes.

Particulars of the proposed change or changes must accompany the notice calling the meeting.

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