**The [Insert Scout Group Name] Group Scout Council**

1. Constitution for a Group (Scotland)

All Scout Groups must adhere to the current version of Policy Organisation and Rules of The Scout Association, which now fully incorporates Scottish Variations from POR.

In the previous versions of POR (and, specifically, in the Scottish Variations from POR) it was Appendix A.

* 1. Charitable Objects

[Rule 1.1 of POR]
Our purpose is to actively engage and support young people in their personal development, empowering them to make a positive contribution to society.

* 1. Group Scout Council

The Group Scout Council has a governance role for the charity and, in particular, appoints the Group Trustee Board. The Trustee Board is responsible for the governance of the charity and is accountable to the Group Scout Council.

The Group Scout Council has no Trustee responsibilities.

Membership of the Scout Council does not provide membership of Scouts.

* 1. Group Scout Council Membership

The ex-officio members of the Group Scout Council are:

1. All adult members of the Group
2. all Young Leaders who are members of a Section Team of one of the Group’s sections
3. All Patrol Leaders of the Troop(s) in the Group
4. All parents or carers of Squirrels, Beavers, Cubs and Scouts in the Group
5. All Explorer Team Leaders and Member(s)\*
6. Explorers\*
7. All parents or carers of Explorers\*

\* *if specified in a Partnership Agreement between the Explorer Unit, the Group and the District*

1. The Sponsoring Authority, where there is one, or its nominee
2. The District Lead Volunteer
3. The District Trustee Board Chair

The Group Scout Council may appoint some members, on the recommendation of the Group Trustee Board. See Rule 5b.3.2.8.

Appointed members of the Group Scout Council are other supporters of the Group appointed by the Group Scout Council on the recommendation of the Group Trustee Board for a fixed period not exceeding three years.

A Group Scout Council does not need to have any appointed members.

The Group Scout Council may appoint some communitymembers. See Rule 5b.3.2.9.

Community members of a Group Scout Council are initially appointed for a term of one year, though they may be renewed annually at the AGM.

A Group Scout Council does not need to have any community members.

The total number of appointed members of a Group Scout Council must not exceed the number of ex officio members

The Regional Lead Volunteer has a right of attendance at all Group Scout Council meetings in the Region.

Membership of the Group Scout Council ends when the:

1. member resigns
2. member no longer qualifies as a member of the Group Scout Council
3. Group Scout Council is dissolved
4. membership is terminated by UK Headquarters following a recommendation by the Group Trustee Board
	1. Annual General Meeting

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

The Annual General Meeting must:

1. Undertake governance oversight
* Adopt (or re-adopt) the constitution of the Scout Group
* Note the dates of the Scout Group’s financial year
* Approve appointed and community members of the Group Scout Council (if any)
* Agree the number of members that may be appointed to the Group Trustee Board
* Agree the quorum for meetings of the Group Scout Council
1. Review the previous year
* Receive and consider the Trustees’ Annual Report, including the annual statement of accounts prepared by the Trustee Board
* The accounts must have been examined by an appropriate auditor or independent examiner
* The Trustees’ Annual Report and Accounts presented to the Scout Council must include the formal report prepared by the auditor or independent examiner
1. Make appointments
* Approve the appointment of the Chair of the Group Trustee Board
* Approve the appointment of the Treasurer of the Group Trustee Board
* Approve the appointment of members of the Group Trustee Board

Vacancies for appointed Trustees (including Chair and Treasurer) only occur at the end of their period of appointment. For example, a Group Chair may have been appointed for three years and so does not need to be re-appointed or re-selected after years one and two.

The proposal from the Trustee Board is received by the Group Scout Council at their AGM. The proposal from the Trustee Board does not require seconding by a member of the Group Scout Council. The action of the Group Scout Council is to approve or not approve the proposed names from the Trustee Board.

* Approve the appointment of any Group Presidents or Group Vice Presidents
* Appoint (or re-appoint) an auditor or independent examiner as required

Following each Annual General Meeting, all appointed Trustees must be recorded on the membership system and the Trustees’ Annual Report and Accounts must be filed as required.

Group Trustee Board administration must ensure that appointed Group Scout Council Members are recorded locally in the minutes of the Group Scout Council meeting which appoints them (normally the AGM). Group Scout Council members (whether ex officio or appointed or community) must not be recorded as Scout Council Members on The Scout Association’s membership system.

The Group Trustee Board will verify the draft Minutes of the Annual General Meeting at their first meeting following the Annual General Meeting. These Minutes cannot be formally approved until the Group’s next Annual General Meeting.

Governance roles must be distinct to help manage conflict of interest. The roles of Chair and Treasurer must not be combined in any way.

Apart from the AGM the Group Scout Council will only be required to meet under the circumstances of an Extraordinary General Meeting. The notice of the AGM and any EGM shall be sent at least four weeks in advance to all those eligible to attend. This notice may be sent by written or electronic means.

* 1. The Group Trustee Board - Purpose

The Group Trustee Board is a team of volunteers who work together, as 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 young people skills for life.

Members of the Group Trustee Board must act collectively as Charity Trustees (if the Scout Group is a registered charity) or with the same duties and responsibilities as Charity Trustees (if they are not registered) and in the best interest of the charity and its members to:

1. Ensure the Group is well managed, carrying out its purposes for the public benefit, complying with the Group’s governing document and the law and managing the Group’s resources responsibly.
2. Comply with Policy Organisation and Rules of the Scout Association, 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
3. Ensure that young people are meaningfully involved in decision making at all levels of the Group
4. Provide sufficient resources (funds, people, property and equipment) to meet the planned work of the Group including delivery of the high-quality programme
5. Ensure that a positive image of Scouts exists in the local community
6. Develop and maintain a risk register, including putting in place appropriate mitigations
7. Ensure that the Group’s finances are properly managed, including development and maintenance of appropriate budgets to support the work of the Group
8. Maintain and manage a reserves policy for the charity (including a plan for use of reserves outside of the minimum), an investment policy for the Group and a public benefit statement for the Group
9. Ensure that people, property and equipment are appropriately insured, and that any property and equipment owned or used by the Group is properly protected and maintained
10. Promote and support the development of Scouts in the local area
11. Manage the Group’s finances including the raising of funds and ensure that the assets are to be applied solely for the purposes, management and administration of Scouts.
12. Appoint and manage the operation of any sub-teams of the Trustee Board, including appointing a Chair to lead the sub-teams. This sub-team Chair role title is Sub-Team Leader (see the Teams Table in Chapter 16).
13. Ensure that effective administration is in place to support the work of the Trustee Board
14. Appoint any Co-opted members of the Trustee Board
15. Prepare and approve the Trustees’ Annual Report and Annual Accounts after their examination by an appropriate auditor or independent examiner and as appointed by the Scout Council at their Annual General Meeting
16. Present the Annual Report and Annual Accounts to the Group Scout Council at the Annual General Meeting; file a copy with the District Trustee Board; and if a registered charity, to the Office of the Scottish Charity Regulator
17. Take responsibility for adherence to Data Protection Legislation recognising that, depending on circumstances, it will at times act as a Data Controller and as a Data Processor
18. Maintain confidentiality with regard to appropriate Trustee Board business
19. Apply a transparent selection process to recommend to the Group Scout Council appropriate members of the Group Trustee Board
20. Where staff are employed, act as a responsible employer in accordance with the Scouts’ values and relevant legislation, ensure effective line management responsibilities for employed staff are clearly established and communicated and ensure that appropriate specific personnel insurance is in place
21. Provide support to the Group Lead Volunteer, when required, to assist the opening, change, merging or closing of sections in the Group as necessary

The Group Trustee Board may create sub-teams to manage the work it deems necessary ensuring that the purpose of each sub-team is governance-focused and has been agreed by the Group Trustee Board, that it consists of members approved by the Group Trustee Board, that the Chair of the Group Trustee Board and the Group Lead Volunteer have right of attendance at each sub-team.

Members of sub-teams are not Trustees unless they are members of the Group Trustee Board.

The Group Trustee Board meetings should be held at least four times per year and distributed equally across the year.

* 1. Membership of the Group Trustee Board

Subject to conflict of interest rules, a Trustee may be a member of more than one Trustee Board.

Ex officio, appointed and co-opted members of the Group Trustee Board are charity Trustees (if the Scout Group is a registered charity) or have the same duties and responsibilities as charity Trustees (if the Scout Group is not a registered charity).

People invited to attend, or with right of attendance, may be present at the meeting but are not charity Trustees and have no voting rights.

Certain people are disqualified from being charity Trustees by virtue of the Charities and Trustee Investment (Scotland) Act 2005.

All Trustees must complete training as specified in Policy, Organisation and Rules.

The Group Trustee Board consists of:

1. The Group Chair
2. The Group Treasurer
3. The Group Lead Volunteer

Where there are joint role holders, only one of them may be an ex officio member of the Group Trustee Board. This should be decided in consultation with the Group Lead Volunteers and the Group Chair.

However, each role holder of any of the above roles must be eligible to be a Trustee (as specified in 16.1.3.1(d) and (e) of POR)

1. A maximum of nine further appointed or co-opted Trustees. A Group Trustee Board should consist of between 5 and 12 Trustees.

The selection process for appointed Trustees must follow Rules 5b.3.3.5(b) and 5b.3.3.6.

Co-opted members are persons co-opted annually by the Group Trustee Board. They are not appointed by the Group Scout Council at its AGM. The number of co-opted members must not exceed the actual number of appointed Trustees, excluding Chair and Treasurer.

If a co-option is required mid-year because of a vacancy arising (see 5d.1.6.8), then this rule may be broken, provided that the total number of Trustees remains no greater than the total number of Trustees permitted by Scout Council resolution at the AGM.

The District Lead Volunteer, District Chair and the Regional Lead Volunteer each have a right of attendance at all Group Trustee Boards.

The Sponsoring Authority or its nominee, has a right of attendance at a Group Trustee Board.

Each Group Trustee Board requires effective administration. The administration can be provided by one or more persons as appropriate to the Group.

If a Group Trustee Board Chair, or Treasurer resigns, filling the vacancy as soon as possible should be prioritised. All actions must be taken by a majority vote of the Trustees, with vacancies of the role of Chair being discussed with the Group Lead Volunteer. These appointments are short term until the next annual general meeting.

The Trustees must either:

* Appoint a current Trustee to the role, or
* Co-opt a Trustee to take the role, subject to the provisions in the charity’s constitution for co-opting Trustees

There is no role of acting Chair or acting Treasurer

In extreme circumstances, the Group Lead Volunteer may act as Chair for a short period of time.

* 1. Group Scout Council – Conduct of meetings

The Group Scout Council meets at their AGM (see 5b.3.2 of POR).

It would be unusual for there to be additional meetings of the Group Scout Council. This is because the primary task of the Group Scout Council is to appoint the Group Trustee Board. If members resign from the Group Trustee Board, Rule 16.9.2.2 of POR must be followed, thus rendering an additional meeting of the Group Scout Council unnecessary.

A Group Scout Council meeting should normally be convened with at least four weeks’ notice. A meeting may be convened on shorter or no notice with the agreement of at least three quarters of the members of the Group Trustee Board.

The Group Chair chairs meetings of the Group Scout Council meetings. If the Group Chair is unable to be present, the Group Chair may appoint a delegate to chair a meeting of the Group Scout Council subject to such appointment being approved at the start of the meeting by a majority of the Group Scout Council members present.

Only Group Scout Council members, as defined in 5d.1.3 of POR, may vote in Group Scout Council meetings.

The quorum for a Group Scout Council meeting is agreed by the Group Scout Council at their AGM (see 5b.1.4.2(a) of POR).

If there is no quorum present at a meeting of the Group Scout Council, the meeting must be closed and reconvened at the earliest available opportunity.

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.

To discharge their responsibilities, the Group Scout Council may meet by video conference as well as, or instead of, face to face when agreed by the Group Chair. The Group Scout Council must not ‘meet’ using any indirect process, such as email.

At any meeting which is not fully in person, there must be an online poll or other electronic method of counting votes.

All meetings of the Group Scout Council, whether face-to-face or otherwise, must be properly recorded and minuted.

* 1. Group Trustee Board – Conduct of Meetings

Only members as defined may vote in meetings of the Group Trustee Board. The quorum for a Group Trustee Board is one third of the Trustees plus one [round down if necessary]. So, a Trustee Board with 10 members would have a quorum of four. And a Trustee Board with six members would have a quorum of three.

For any sub-teams of the Group Trustee Board, the quorum must be set by the Group Trustee Board, based on the size of the sub-team and the complexity of its task(s).

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 deemed not to have been carried.

Minutes, approved by the Chair should be circulated to all members (Group Trustee Board meetings) as soon as possible and in case of the Group Scout Council in advance of the next meeting. All minutes to be retained and safely kept.

Electronic voting (such as email) is allowed for decision making of the Group Trustee Board when deemed appropriate by the Chair. In such circumstances, a minimum of 75% of the Trustees of the Group Trustee Board must approve the decision, and the outcome of the voting must be reported at, and recorded in the minutes of, the next Group Trustee Board meeting [the ‘rounding’ guidance from 5d.1.8.1 also applies in this case].

The Group Trustee Board can meet by telephone conference, video conference as well as face to face in order to discharge their responsibilities when agreed by the appropriate Chair.