

Part 1: Context

This constitution describes what our charity is set up to do, and how it should operate. It sets out the rules to be followed in the governance of the charity.

It also describes the role, membership and operation of the County Scout Council, and the County Trustee Board. In the interest of openness, especially for new members of the County Scout Council, the County Scout Council should re-adopt their constitution at each Annual General Meeting (AGM). This must be recorded in the minutes of the Annual General Meeting.

This can be recorded as:

- the Scout Council adopted the constitution this being the model constitution as set out in the current edition of Policy, Organisation, & Rules with local additions to add context, the governance processes and rules laid out in POR and the model constitution have not been changed.

1.1 The Purpose of Scouting (charitable objects)

Scouting in the UK is organised through The Scout Association. The Scout Association has a clear purpose: 'Scouting exists to actively engage and support young people in their personal development, empowering them to make a positive contribution to society.'

The Scout Association's method of meeting the purpose of Scouting is through the balanced programme.

1.2 The Scout Method

Scouting takes place when young people, in partnership with adults, work together based on the values of scouting and:

- enjoy what they are doing and have fun
- take part in activities indoors and outdoors
- learn by doing
- share in spiritual reflection
- take responsibility and make choices
- undertake new and challenging activities
- make and live by their Promise.

1.3 Our Values

As Scouts we are guided by these values:

- **Integrity** - We act with integrity; we are honest, trustworthy and loyal.
- **Respect** - We have self-respect and respect for others.
- **Care** - We support others and take care of the world in which we live.
- **Belief** - We explore our faiths, beliefs and attitudes.
- **Co-operation** - We make a positive difference; we co-operate with others and make friends

1.4 The Balanced Programme

The programme is everything we do as Scouts – it includes the activity badges, challenge badges and awards. This programme is planned by the section leadership teams in partnership with young people and provides a framework for the progression of informal learning, events and activities that covers everything that young people take part in from the ages of 4 to 25. The programme is flexible and has room to adapt and accommodate the needs of the individuals in the section.

The balanced programme for all sections is based around three main themes: outdoor and adventure, world and skills. In each section a range of badges and awards support all aspects of Scouting, including the main themes: leadership, teamwork and personal development and through six tailored programme zones: community, global, beliefs and attitudes, outdoor and adventure, creative expression and fit for life. The programme is delivered in a balanced way that incorporates elements from each theme, to offer young people the most interesting and diverse experience.

1.5 Key Policies

We follow and adhere to The Scout Association's key policies relating to:

- Equal Opportunities
- Privacy and Data Protection
- Religious
- Safeguarding
- Safety
- Vetting
- Youth Member Anti-Bullying

No order of importance or priority is implied - they are all equal. These can be found in the current edition of the Policy, Organisation & Rules of The Scout Association and www.scouts.org.uk/about-us/policy

1.6 Structure of the Scout Association

Across the UK we're proud to be a single family of Scouts. But to make sure everyone gets the support they need; we are arranged in different groups and units across our regions and nations. Each is looked after by a volunteer manager (Lead Volunteer), who supports other volunteers to help young people gain skills for life.

The basic unit of organisation is the Scout Group. This is based in a local community and usually consists of a combination of one or more Squirrel Scouts, Beaver Scouts, Cub Scouts and Scouts sections. All sections in a Scout Group provide co-educational Scouting. Additionally, an Explorer Scout Unit may also be attached to a Scout Group.

A collection of Scout Groups form a Scout District. Within a Scout District there is also a number of Explorer Scout Units and Scout Network.

The District is led by the District Lead Volunteer who is supported by a District Team which supports volunteers and provides guidance and support to Scout Groups and their sections.

A number of Scout Districts are grouped together to form a Scout County. The County is led by the County Lead Volunteer who is supported by a County Team which supports volunteers and provides guidance and support to District Teams Explorer Scout Units, Scout Groups and their sections.

1.7 Registration of Scout Groups, Scout Districts and the Scout County

A Scout Group, Scout District or Scout County cannot exist unless it has a current registration with the Scout Association. Registration is renewed annually by completing and submitting an annual registration and census return as directed by UK Headquarters. Registration renewal also requires the payment of the headquarters membership subscription and any District, and County membership subscriptions payable.

The registration, suspension, alteration or cancellation of registration of Scout Groups are matters for the District's Lead Volunteer and District Trustee Board. The registration, suspension, alteration or cancellation of registration of Scout Districts are matters for the County's Lead Volunteer and County Trustee Board. The registration, suspension, alteration or cancellation of registration of Scout Counties are matters for the Region Lead and UK Commissioner for England and the National Trustee Board.

Charity Law does not permit any Scout unit to transfer from the Scout Association to any other body whether calling itself a Scout organisation or by any other name.

1.8 Our Aim (Public Benefit Statement)

We are part of The Scout Association, the UK's biggest coeducational youth organisation. We help children and young adults reach their full potential and gain skills for life.

We actively engage and support our members in their physical, intellectual, social and spiritual development and to achieve their full potential as individuals, as responsible citizens, and as members of their local, national and international communities.

We operate within a framework of safety to enable young people to take part in adventurous activities safely. Our charitable objectives help young people learn by doing, share in spiritual reflection and take responsibility. Working together, they make choices, take part in new, challenging, and unique experiences, help others and live their Scout Promise.

In partnership with adults, young people take part in fun indoor and outdoor activities. Activities as diverse as kayaking, abseiling, expeditions overseas, photography, climbing and zorbing. We help young people to get jobs, save lives and even change the world by contributing to social change and making a positive contribution to society.

There's something for every young person. It's a great way to have fun, make friends, get outdoors, express creativity, and experience the wider world.

We believe that we've met the Charity Commission for England and Wales's public benefit criteria for both the advancement of education, and the advancement of citizenship and community development and being as diverse as the communities we serve.

Part 2: Management of South & South East London Scouts

South & South East London Scouts is an administrative division within The Scout Association of the United Kingdom and part of the Greater London Scout Region. It is an autonomous organisation responsible for providing programmes and support for their member Scout Districts in the London Boroughs of Wandsworth, Lambeth, Bromley, Southwark, Bexley, Lewisham and the Royal Borough of Greenwich. Subject to the policy and rules of The Scout Association.

South & South East London Scouts is a not-for-profit organisation and is a Registered Educational Charity. 303883. The County is led by the County Lead Volunteer and is managed by the County Lead Volunteer, County Senior Leadership Team, County Leadership Team, and County Trustee Board. They are accountable to the County Scout Council for the satisfactory running of the County.

The County Lead Volunteer is assisted and supported by the County Senior Leadership Team, County Leadership Team, and County Trustee Board in supporting teams at all levels to deliver balanced programmes for the young people within the County.

Part 3: The County Scout Council

The County Scout Council has charity governance responsibility for Scouting in South & South East London Scout County and, in particular, makes County Trustee Board appointments.

The County Trustee Board is responsible for the governance of the charity. Although the County Trustee Board is responsible for the charity, it is accountable to the County Scout Council.

The County Scout Council has no Trustee responsibilities.

3.1 County Scout Council membership

There are three categories of membership of the County Scout Council:

I. Ex Officio members:

These are people who are members by virtue of their role in The Scouts

The ex officio members of the County Scout Council are:

- all adult members with a role on one of the County team
- all District Lead Volunteers in the County
- all District Youth Leads in the County
- all District Trustee Board Chairs in the County
- all District Trustee Board Treasurer in the County
- all District Programme Team Leaders in the County
- all District Volunteer Development Team Leaders in the County
- all District Support Team Leaders in the County
- one or two representatives from each District Scout Council, selected by the District Scout Council at their AGM
- a representative of the County Troop Leadership Forum, selected from amongst the membership of the Forum
- a representative of the County Explorer Forum, selected from amongst the membership of the Forum
- a representative of the Scout Network, selected from amongst the membership of the Scout Networks in the County
- the Regional Lead Volunteer

II. Appointed members:

The appointed members of the County Scout Council are other supporters of the County appointed by the County Scout Council on the recommendation of the County Lead Volunteer and the County Trustee Board. The number of appointed members must not exceed the actual number of ex officio members.

The appointed members may include representatives of organisations with whom it is desired to maintain co-operation. For example, Girlguiding, religious bodies, schools or Education Authorities, Parish or Local Authorities, and other youth organisations. They are not required to be members of the Scouts.

Appointed members of a County Scout Council must each have a fixed period for their appointment of not more than three years. Subsequent reappointments are permitted.

III. Community members:

Community members may be appointed to the County Scout Council because of their role in the local community, for example local headteachers or local councillors.

Community members of a County Scout Council are initially appointed for a term of one year, though they may be renewed annually at the Annual General Meeting. They are not required to be members of the Scouts.

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

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

The total number of appointed and community members of The County Scout Council must not exceed the number of ex officio members.

Membership of the County Scout Council ends upon:

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

Membership of the County Scout Council does not provide any membership status of the Scouts.

County Scout Council - Conduct of meetings

The County Scout Council meets at their Annual General Meeting. It would be unusual for there to be additional meetings of the County Scout Council.

A County Scout Council meeting should normally be convened with at least twenty eight calendar days' notice. A meeting may be convened on shorter or no notice with the agreement of at least three quarters of the members of the County Trustee Board.

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

Only County Scout Council members, as defined in this constitution may vote in County Scout Council meetings.

The quorum for a County Scout Council meeting is agreed by the County Scout Council at their Annual General Meeting.

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

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 meeting Chair does not have a casting vote and the matter is taken not to have been carried.

In order to discharge their responsibilities, the County Scout Council may meet by telephone and/or video conference as well as (or instead of) face to face when agreed by the County Chair. The County Scout Council must not 'meet' using any indirect process, such as email.

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

All meetings of the County Scout Council (whether face-to-face or otherwise) must be properly recorded and minuted.

3.2 Annual General Meeting

The County Scout Council must hold an Annual General Meeting within six months of the financial year end to:

- a) Undertake governance oversight by
 - approving the minutes of the previous County AGM
 - adopting (or re-adopting) the constitution of the charity
 - noting the dates of charity's financial year
 - approving appointed and community members of the County Scout Council
 - agreeing the maximum total number of members of the County Trustee Board (this is one number representing the total of ex officio, appointed and co-opted members)
 - agreeing the quorum for future meetings of the County Scout Council

- b) Review the previous year by
- receiving from the County Lead Volunteer's overview of the past 12 months of activity in the County
 - receiving and considering the County Trustees' Annual Report and the annual statement of accounts approved by the County Trustee Board.

Before the AGM, the accounts must have completed their examination by an appropriate auditor, independent examiner, or Prior to the AGM, the accounts must have completed their examination by an appropriate auditor, independent examiner, or scrutineer (see POR 5.7.3). This must include the formal report prepared by the auditor, independent examiner, or scrutineer.

- c) Make appointments
- appoint a Chair of the County Trustee Board, following recommendations from the selection process initiated by the County Trustee Board. Vacancies for Chair only occur at the end of their period of appointment (for example, a Chair may have been appointed for three years so does not need to be re-appointed at the end of years 1 and 2).
 - appoint a Treasurer of the County Trustee Board, following recommendations from the selection process initiated by the County Trustee Board. Vacancies for Treasurer only occur at the end of their period of appointment (for example, a Treasurer may have been appointed for three years so does not need to be reappointed at the end of years 1 and 2).
 - appoint other members of the County Trustee Board, following recommendations from the selection process initiated by the County Trustee Board. Vacancies for appointed Trustees only occur at the end of their period of appointment (for example, a Trustee may have been appointed for three years so does not need to be re-appointed at the end of years 1 and 2).
 - approve the appointment of any County Presidents or County Vice Presidents, and note current appointees (if any)
 - appoint (or re-appoint) an auditor, independent examiner or scrutineer as required
 - elect representatives of the County Scout Council, following POR Rule 6.5, to be nominated members of the Council of The Scout Association
 - elect representatives of the County Scout Council, following POR Rule 6.5 to be nominated youth members (18-24) on the Council of The Scout Association

Following each Annual General Meeting, the County Trustee Board administration must ensure that:

- I. all appointed Trustees are recorded on the membership system, as required in the Policy, Organisation and Rules of The Scout Association
- II. the County Trustees' Annual Report and Accounts, including the formal report prepared by the auditor, independent examiner, or scrutineer are filed as described in the Policy, Organisation and Rules of The Scout Association

It is good practice for the County Trustee Board to verify the draft minutes of the Annual General Meeting at their first meeting following the Annual General Meeting, even though the minutes cannot be formally approved until the charity's next Annual General Meeting.

3.3 The quorum for meetings of the County Scout Council

The quorum for meetings of the County Scout Council is 15, which must include the County Lead Volunteer or County Chair plus 2 other members of the current serving County Board of Trustees.

3.4 Appointments and elections

Trustees are appointed by the Scout Council at their Annual General Meeting following a rigorous and transparent open selection process agreed by the members of the Trustee Board.

this includes the appointment of the County Chair and County Treasurer roles, (see the county's trustee elections guidelines for more details of this process).

Following each Annual General Meeting, the County Board of Trustees must ensure that:

- 1) all appointed trustees are recorded on the national membership system, as required by POR
- 2) a PDF copy of the annual report and accounts must be sent to the UK Headquarters within the 14 days following the County's annual general meeting at which the annual report and accounts were received and considered. When sending to UK Headquarters, email the copy of the annual report and accounts to finance@scouts.org.uk. The Trustee annual report and accounts are filed as described in POR

Governance roles must be distinct to help manage conflicts of interest. This means that the roles of County Chair and County Treasurer must be kept separate and be done by two different people. No individual can hold more than one position on the County Board of Trustees.

Appointments on the County Board may be terminated by:

- The resignation of the holder
- The unanimous resolution of all other members of the County Board of Trustees
- The expiry of the period of the appointment
- Confirmation by UK Headquarters of the termination of the appointment in the event of the cancellation of the registration of the County

All persons becoming members of the County Board of Trustees must complete the Scout Association's adult appointments process which includes a Disclosure and Barring Service Check, Personnel Enquiry, and trustee eligibility checks.

Part 4: The County Trustee Board

4.1 Trustee Board – purpose

The County Trustee Board is a team of volunteers who work together, as charity Trustees, to make sure the 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.

All members of the County Trustee Board are charity trustees. Members of the County Trustee Board must act collectively as charity trustees of their charity, and in the best interests of the County's members.

4.2 The Responsibilities of the County Trustee Board

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

The Scout County is:

- well managed
- carrying out its purposes for the public benefit
- complying with the charity's governing document and the law
- managing the charity's resources responsibly

And that the Scout County:

1. is operating compliant with Policy, Organisation & Rules (POR), including effective management of the key policies listed in chapter 2 - equal opportunities privacy and data protection, religious, safeguarding, safety, vetting, youth member anti-bullying policies.
2. ensures that young people are meaningfully involved in decision making at all levels

3. plan so that there are sufficient resources (funds, people, property and equipment) available to meet the planned work of each team in the County to enable the delivery of high quality programme and the youth training programme
4. has a positive image in the local community

The Trustee Board members must themselves collectively:

1. develop and maintain a risk register, including putting in place appropriate mitigations
2. ensure that the County's finances are properly managed, including development and maintenance of appropriate budgets to support the work of the County
3. maintain and manage:
 - o a reserves policy (including a plan for use of reserves outside the 'minimum')
 - o an investment policy
 - o a public benefit statement for the County
4. ensure that people, property and equipment are appropriately insured, and that any property and equipment owned or used by the County is properly protected and maintained
5. ensure the appointment and management and operation of any subteams, including appointing a Chair to lead the sub-team. This should normally be one of the County's Trustees
6. ensure that effective administration is in place to support the work of the County Trustee Board
7. appoint any co-opted members of the County Trustee Board
8. promote and support the development of scouting in the local area
9. appoint any administrators, advisers and co-opted members of the Trustee Board
10. ensure transparency of operation, including:
 - o prepare and approve the annual accounts and arrange their sign-off of by an auditor, independent examiner or scrutineer as appropriate and as appointed by the County Scout Council at their Annual General Meeting (AGM)
 - o prepare and approve the trustees' annual report (which must include the annual accounts)
 - o present the approved trustees' annual report and annual accounts to the County Scout Council at the AGM
 - o 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)
 - o take responsibility for adherence to data protection legislation (GDPR), recognising that, dependent on circumstances, it will at different times act as a data controller and as a data processor
 - o individually and collectively maintain confidentiality regarding appropriate trustee board business
 - o put in place annually a selection process to recommend to the County Scout Council appropriate persons to be appointed as members of the County Trustee Board
11. where staff are employed:
 - o act as a responsible employer in accordance with scouting's values and relevant legislation
 - o ensure that effective line management is in place for each employed staff member and that these are clearly established and communicated
 - o ensure that appropriate specific personnel insurance is in place
12. provide any necessary support to the County Lead Volunteer, when required, to assist with the opening, change, merging or closing of Districts, and teams in the County

13. 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. ensure the appointment and management and operation of any sub-committees, including appointing a chair to lead the sub-committee
 - c. each sub-committee of the trustee board consists of members approved by the trustee board
 - d. the chair of the trustee board is an ex officio member of each sub-committee
 - e. the County Lead Volunteer is an ex officio member of each sub-committee

N.B: Sub-committee members are not Trustees of the County unless they are already members of the appointing Trustee Board.

- a) In support of effective governance:
 - a. the County Chair and Treasurer should create a support network amongst the District Chairs and Treasurers of the County

Each County Trustee Board requires effective administration. This administration is part of the responsibility of the County Support Team. The administration can be provided by one or more persons as appropriate to the County.

4.3 Trustee Board Membership

The County Trustee Board should comprise a maximum of 12 Trustees (the total of all Trustee categories), with a minimum of 5 Trustees. The maximum number of Trustees should be agreed by the County Scout Council at its AGM.

The selection processes leading to appointment of County Trustees must include a rigorous and transparent selection process, which includes advertising vacancies widely.

There are three classifications of Trustee:

Ex officio

- a) The County Lead Volunteer and the County Youth Lead are ex officio members of the County Trustee Board

There is only one ex officio Trustee role for a County Lead, so where there are joint role holders for County Lead, the role holders must decide, in discussion with the County Chair, which of them will be the ex officio Trustee. However, each County Lead Volunteer role holder must be eligible to be a Trustee (as specified in Chapter 16 of The Scout Association Policy, Organisation and Rules).

There is only one ex officio Trustee role for a County Youth Commissioner, so where there are joint role holders for County Youth Lead, the role holders must decide, in discussion with the County Lead Volunteer(s) and the County Chair, which of them will be the ex officio Trustee. However, each County Youth Lead role holder must be eligible to be a Trustee (as specified in Chapter 16 of The Scout Association Policy, Organisation and Rules).

- b) The County Trustee Board must initiate a selection process to propose a County Chair to the County Scout Council for appointment at their AGM. Vacancies for the role of Chair only occur at the end of their period of appointment (for example, a Chair may have been appointed for three years and so does not need to be re-appointed at the end of years 1 and 2).
- c) The County Trustee Board must initiate a selection process to propose a County Treasurer to the County Scout Council for appointment at their AGM. Vacancies for the role of Treasurer only occur at the end of their period of appointment (for example, a Treasurer may have been appointed for three years and so does not need to be re-appointed at the end of years 1 and 2).

Appointed

- d) The appointed members of a County Trustee Board are persons appointed by the County Scout Council at the County's AGM. This should follow a selection process initiated and overseen by the County Trustee Board. Vacancies for the role of Trustee only occur at the end of their period of appointment (for example, a Trustee may have been appointed for three years and so does not need to be re-appointed at the end of years 1 and 2).

Co-opted

- e) The co-opted members of a County Trustee Board are persons coopted annually by the County Trustee Board. They are not appointed by the County Scout Council at its AGM. The number of co-opted members must not exceed the actual number of appointed Trustees (excluding Chair and Treasurer).

Co-opted members should be co-opted annually at the first board meeting following the AGM.

The board administrator must ensure that co-opted Board Members are recorded in the Board meeting minutes.

- f) These members have the right to attend meetings of the County Trustee Board:
 - i. the Regional Commissioner for the Greater London Scout Region
- g) These members must be invited to attend meetings of the County Trustee Board:
 - the County's Nominated Member(s) on the Council of The Scout Association
 - the County's Nominated Youth Representative on the Council of The Scout Association

Term limits for Trustees are defined in POR rule 5.3.1.6. If a County Trustee Board Chair or Treasurer resigns, then Rule 16.6.3 of The Scout Association Policy, Organisation and Rules must be followed.

A County Trustee Board and its sub-committees should have at least two Trustees aged between their 18th and 25th birthdays.

Subject to the conflict of interest rules (as detailed in this document and Chapter 16 and the definition of 'conflict of interest in the Definitions Chapter in POR), a Trustee may be a member of more than one Trustee Board.

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 Acts. This must be determined during the appointment process through the Trustee's declaration and by Trustee eligibility checks as detailed in Rule 16.1.3.1(d) and (e) in the current edition of the Policy, Organisation and Rules of The Scout Association.

- a) has an unspent conviction for an offence involving dishonesty or deception
- b) has unspent convictions for the offences of misconduct in a public office
- c) has unspent convictions for bribery, or money laundering, or perjury or perverting the course of justice or terrorism
- d) has been found guilty of attempting, aiding or abetting the above offences
- e) has been found in contempt of court
- f) is designated under terrorist asset-freezing legislation
- g) is on the sex offenders' register

- h) is currently declared bankrupt (or is subject to bankruptcy restrictions or an interim order or sequestration in Scotland) or has an individual voluntary arrangement (IVA) with creditors
- i) is disqualified from being a company director
- j) has previously been removed as a trustee from any charity by any charity regulator in the UK (or a court) due to misconduct or mismanagement
- k) is disqualified from being a trustee by an order of the Charity Commission for England and Wales, the Office of the Scottish Charity Regulator or the Charity Commission for Northern Ireland.

No person who is disqualified from being a charity trustee by virtue of the Charities Act maybe a member of the County Trustee Board. The appointment of any such person, whether as ex officio, appointment or by co-option shall be void.

It is the responsibility of each person to ensure that they are not disqualified before accepting an appointment as a trustee. However, the Scouts will conduct Trustee eligibility checks as a part of the joining journey or role change process as described in Chapter 16.

Right to attend meetings

The Lead Volunteer for the Greater London Scout Region has the right to attend meetings of the County Trustee Board

Invited to attend meetings

The County's nominated member on the Council of The Scout Association and the County's nominated Youth Representative on the Council of The Scout Association attendance at Trustee Meetings is by invitation only (if and when necessary).

Vacancies

The Chair, and Treasurer roles should always be filled. If the Trustee Board Chair, or Treasurer resigns before the next annual general meeting, filling the vacancy as soon as possible should be prioritised by the Trustees.

All actions must be taken via a majority vote of the Trustees, with vacancies of the role of Chair also requiring agreement by the County Lead Volunteer. These appointments are short-term, until the next annual general meeting.

The Trustees must either:

- a. appoint a current trustee to the role, or
- b. co-opt a trustee to take the role, subject to provisions in this constitution for co-opting Trustees

There is no role of acting Chair, or acting Treasurer

In extreme circumstances the County Lead Volunteer may act as Chair for a short period.

Term of appointment

- a) Appointed Trustees are appointed by the Scout Council for an initial period of no longer than three years
- b) Further periods of appointment may be agreed by the Scout Council
- c) Co-opted Trustees are appointed by the Trustee Board for an initial period of one year
- d) Further periods of appointment may be agreed by the Trustee Board, though co-opted Trustees are encouraged to move to being appointed trustees at the next AGM
- e) Appointed and co-opted Trustees must serve no more than nine years in a Trustee role on the specific Trustee Board (this includes Chair and Treasurer). As example, if a Trustee served three years and then became Treasurer, that person could be Treasurer for no more than six years.

- f) A volunteer who has been a Trustee can be appointed again to the same Trustee Board, after a gap of three years.
- g) Ex officio Trustees hold their trustee responsibilities for as long as they hold their role that includes trustee responsibility. Their Trustee membership of the Trustee Board ceases as soon as they are no longer in role.
- h) All Trustees must complete learning as specified in Rule 16.1.3.1(g) in the current edition of the Policy, Organisation and Rules of The Scout Association

4.4 Conflict of interest

A conflict of interest is when someone's judgement or actions are, or could be, affected by personal involvement or other interest relating to the matter at hand. This includes any circumstances that affect, or could be seen to affect, someone's independence or impartiality.

All trustees have a legal duty to act only in the best interests of their charity. If there is a decision to be made where a trustee has a personal or other interest, this is a conflict of interest.

Conflict of interest can lead to decisions that are not in the best interests of the charity and which are invalid or open to challenge. Conflicts of interest can also damage a charity's reputation or public trust and confidence in charities generally. These harmful effects can be prevented where individual trustees can identify conflicts of interest, and the trustee body can act to prevent them from affecting their decision making.

Subject to this definition of conflict of interest (quoted from POR), a trustee may be a member of more than one Trustee Board.

Governance roles must be distinct to help manage conflicts of interest. This means that the roles of County Chair and County Treasurer must be kept separate and be done by two different people.

4.5 The quorum for meetings

The quorum for meetings of the County Trustee Board

The quorum for a meeting of a County Trustee Board is one third of the Trustees (ex officio plus appointed plus co-opted) plus one.

If there is no quorum present at a meeting of the County Trustee Board, the meeting must be closed and reconvened at the earliest available appropriate date.

The quorum for meetings of the sub-teams of the County Trustee Board

In the case of sub-teams of the County Trustee Board, the quorum for each sub-team must be set by the County Trustee Board, based on the size of the sub-team and the complexity of its task(s).

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

4.6 Conduct of County Trustee Board meetings

Meetings of the County Trustee Board should be convened on at least fourteen calendar days' notice. Meetings may be convened on shorter or no notice with the agreement of at least half of the members of the County Trustee Board.

The County Trustee Board should formally meet at least six times during each calendar year (not including the AGM of the County Scout Council).

County Trustee Board meetings are chaired by the County Chair. If the County Chair is unable to be present, they may appoint a delegate to chair a meeting of the County Trustee Board

subject to such appointment being approved at the start of the meeting by a majority of the members present at the meeting.

Only ExOfficio, appointed, and co-opted members of a County Trustee Board may vote in meetings of the County Trustee Board. 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.

All questions that arise at any meeting will be discussed openly and the meeting will seek to find general agreement that everyone present can agree to.

If a consensus cannot be reached a vote will be taken and a decision will be made by a simple majority of members present. 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.

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 meeting's Chair does not have a casting vote and the matter is taken not to have been carried.

In order to discharge their responsibilities, the County Trustee Board may meet by video conference as well as face to face when agreed by the County Chair. This includes 'hybrid' meetings, where some members are present at an agreed meeting place and others join by telephone or video.

Where urgent matters arise between scheduled meetings of the County Trustee Board and if it is not practicable to convene a meeting of the County Trustee Board then an electronic voting method (such as email) is allowed for decision making of the County Trustee Board when deemed appropriate by the County Chair. In such circumstances at least 75% of the members of the County Trustee Board must approve the decision, and the outcome of the voting must be reported at, and recorded in the minutes of, the next County Trustee Board meeting.

4.8 Sub-Committees

The County Trustee Board may establish any sub-committees that 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

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

The County Lead Volunteer and the County Chair are ex-officio members of any sub-Committee of the County Trustee Board.

Part 5: Finance

5.1 Budgeting and Expenditure

The County Trustee Board must ensure that proper financial planning and budgetary control is operated within the County.

The County Leadership Team Meeting must be consulted on the financial planning of the County's activities.

Membership fees paid by members of the county or fees paid for other activity within the County or on their behalf must be handed to the respective Treasurer or their nominee as soon as possible after receipt. Changes to membership fees charged by the County require the approval of the County Trustee Board.

The receiving Treasurer should make the necessary records and pay the money into the County bank account(s) as soon as practicable.

All expenditure not specifically planned within the County Trustee Board's budget must be approved by the County Trustee Board to ensure that any financial liability incurred can be met.

When entering into any financial or contractual obligation or commitment with another party, the persons concerned should make it clear to the other party that they are acting on behalf of the charity and not in a personal capacity.

5.2 Bank Accounts

All monies received by or on behalf of the County whether directly or from supporters, must be paid into a bank account, National Savings account or building society account held in the name of the County.

The County bank account(s) will be operated by the County Treasurer and other persons authorised by the County Trustee Board.

The bank(s) at which the County account(s) are held must be instructed to certify the balance(s) at the end of the financial period direct to the scrutineer, independent examiner or auditor as appropriate.

All County account(s) will be operated by the County Treasurer and other members authorised by the County Trustee Board. A minimum of two unrelated persons authorised by the County Trustee Board must approve all withdrawals and payments.

Under no circumstances must any monies received by a County Team or supporter on behalf of the County be paid into a private bank account.

Cash received at a specific activity may only be used to defray expenses of that same specific activity if the County Trustee Board or County Finance Sub-committee has so authorised beforehand and if a proper account of the receipts and payments is kept.

Funds not immediately required must be transferred into a suitable investment account held in the name of the County.

County funds must be invested as specified by the Trustee Act 2000.

5.4 Statement of accounts

As a separate educational charity, the Trustee Board of the Greater London South County Scout Council is under a statutory obligation to keep proper books of account.

A statement of accounts, detailing all monies received or paid on behalf of the County, include all sections, committees, must be prepared annually and be scrutinised, independently examined or audited as appropriate in accordance with the rules of the Scout Association. This statement must account for all monies received or paid on behalf of the County, including all Teams and Committees.

A copy of the annual report and accounts must also be sent to the Charity Commission for England and Wales within ten months of the financial year end

5.5 Preservation of books of account

The County Trustee Board is responsible for preserving the statements of account and all accounting records of the County.

Statements of account and all existing accounting records must be preserved for at least 6 years from the end of the financial year in which they are made, or for such longer period as may be required by HMRC or other relevant body.

5.6 Payment of the membership subscription

In order to meet the costs of UK Headquarters services to the movement and the costs of organising and administering The Scout Association, and to meet The Scout Association's obligations to World Scouting, the Board of Trustees of The Scout Association requires a UK Headquarters Membership subscription to be paid for each member aged under 18.

The amount of the membership subscription is decided annually by the UK Headquarters Board of Trustees.

In addition, to meet local costs, the County charges an annual membership subscription.

The County is responsible for the collection and payment of the UK Headquarters membership subscriptions and County membership subscriptions in accordance with the numbers returned on the annual census of membership return which is submitted in the first quarter of year.

Payment of annual membership subscriptions should be remitted to the County Treasurer not later than the date annually notified by the County.

National and County membership subscriptions are collected from Districts by a method decided by the County Finance Sub-committee and Trustee Board.

5.7 Fundraising

- a. In order to maintain its work and to generate all finances that is needed to implement its programme, all levels of the Scout movement has to support itself financially
- b. The County is expected to generate sufficient funds to carry out its purpose, programme of activities, the County Development and Volunteer Support Services
- c. Fundraising carried out on behalf of Scouting must be conducted in accordance with the principles embodied in the Scout Promise and Law
- d. Within the provisions of this policy the methods of fundraising may be chosen so long as they are consistent with the Movement's reputation and good standing.
- e. Fundraising conducted on behalf of Scouting may be by any means not forbidden by law, and which is acceptable to the local community, provided that:
 - i. the proceeds of the activity go wholly to the work of the County or, in the case of joint activities with other levels of Scouting or organisations, that part of the proceeds allotted to the County is wholly applied to the work of the County
 - ii. it does not encourage the habit of gambling.
- f. Public collections of money are allowed provided that the legislation regarding age, action and location of collectors is complied with.
- g. Collections may take place even though there is no visible reciprocal effort for the donation. Stickers and flags are appropriate. It is considered that value for the donation has already been given to society by the work of the Scout Movement in and for the community.
- h. Where the reason for the fundraising is stated, the proceeds must only be used for that purpose.
- i. Joint fundraising projects with other charitable organisations are permitted provided that the part of the proceeds allotted to the other organisation is used wholly for purposes other than those of private gain.
- j. Country Headquarters should be consulted if there is the slightest doubt as to the bona fides of the other organisation in respect of the purposes of the fundraising activity.
- k. When participating in a joint project, terms should be agreed and recorded in a Memorandum of Understanding or non-legal agreement.
- l. All fundraising undertaken on behalf of the Movement must be carried out as prescribed by the law. This will include those regulations governing house to house collections, street collections, lotteries, gaming, children and young persons. Details can be obtained from the Fundraising Support section of the Scouts website.

- m. If the County considers raising funds by means governed by any legislation as detailed in this constitution, the proposed activity must have the recorded approval of the County Trustee Board.
- n. Regard must be paid to the views of members and to local public opinion. Activities affected by this legislation include raffles, whist drives and similar methods of fundraising involving participation on payment of stakes.
- o. The promoter of any fundraising activity governed by legislation should be a member of the County Trustee Board.
- p. Counties in the areas adjacent should be informed of the proposed activity. Care must be taken to contain the activity within as close an area to that in which the County operates as practical.
- q. Any advertising material used must conform with the requirements of the legislation and must not contain any matter which is not in strict conformity with the standards of the Movement.
- r. The fact that the County is a registered charity must be stated in any advertising or fundraising promotional material.
- s. The County may not issue general appeals for funds. In exceptional circumstances the County must seek approval from UK Headquarters. Any permitted appeal must not exceed the boundaries of the County.
- t. The County may appoint a professional fundraiser. All legislation associated with fundraising must be fully complied with.

5.8 Grant Aid and Loans

Provided that the County raises a proportion of its own funds, it may accept financial support in the form of grant aid or loans.

- a. County applications for grants or loans from Local Authorities must be approved by the County Chair and the County Lead Volunteer before submission.
- b. County applications for grants or loans from UK Headquarters must have the approval of the County Chair and the County Lead Volunteer.
- c. County applications for grants or loans from sources other than those referred to above must have the approval of the County Chair and of the County Lead Volunteer if the latter so directs.
- d. If changes are being planned about how grants may be spent which differ from what was originally proposed, the funder's approval must first be obtained in writing if that is a requirement of the grant awarded.

Disposal of assets

Disposal of County assets at amalgamation

- a) If two or more Counties amalgamate, the retiring Treasurers must prepare a statement of account at the date of the amalgamation
- b) The statement, together with all County assets, supported by all books of account and vouchers, must be handed to the Treasurer of the County formed by the amalgamation
- c) If the receiving Treasurer considers it necessary, after consultation with the County Trustee Board, they may ask the County Trustee Board to appoint an appropriate person to examine the accounts.

Assets or liabilities remaining after closure

- a) Any assets or liabilities remaining after the closure of the County will automatically pass to the relevant Scout Council which may use or dispose of these assets at its absolute discretion.

Part 6: This Constitution

All changes to this constitution must be approved by a meeting of the Greater London South County Scout Council.

Minor changes can be provisionally approved by the County Trustee Board, and brought into effect pending full approval the County Scout Council.

In the event of a significant change being needed before the next Annual General Meeting of the County Scout Council, then an extraordinary meeting of the County Scout Council should be sought.

This document is based on the Scout Association's "Modal constitution as detailed in Policy, Organisation and Rules" (POR). Where the two differ, this constitution has jurisdiction over the modal constitution.

When POR is updated, the relevant changes will be reviewed by the County Volunteer Services and past to the County Trustee Board, and the appropriate changes proposed to Greater London South County Scout Council's constitution if necessary.

For any matter not covered in this constitution, reference should be made to the current edition of the Policy, Organisation & Rules of the Scout Association (POR). The rules or recommendation made therein will then apply to Greater London South County Scout Council until consideration by the County Trustee Board and/or the constitution is amended.

Signed by:

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| Signature | | | |
| Name | | | |
| Position | | | |
| Date | | | |

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Revision History

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| Version 2 | | | |
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