

# Spen Valley District Scout Council Constitution

## Spen Valley District Scouts

Registered Charity Number: 524812

Registered with the Scout Association since 1<sup>st</sup> May 1914, Registration Number: 16621.

## District Scout Council

i. The District Scout Council is the electoral body, which supports Scouting in the District. It is the body to which the District Trustee Board is accountable.

ii. Membership of the District Scout Council is open to:

### Ex officio Members

- Commissioners
- County Commissioner
- County Chair
- District and Group Active Support Managers
- Scouters
- Administrators
- Section Assistants
- Skills Instructors
- Advisors
- All Explorer Scouts
- All members of the District Scout Network
- A representative of the Troop Leadership Forum, selected from amongst the membership of the Forum
- Representatives of each District Explorer Scout Unit, selected from amongst the membership of each Explorer Scout Unit
- A representative of the District Scout Network, selected from amongst the membership of District Scout Network
- Members and Associate Members of the Movement registered in the Scout District and including Members of the District Scout Active Support Units
- All parents of Explorer Scouts
- Persons elected or reelected annually by the District Scout Council on the recommendation of the District Commissioner and the District Trustee Board.

iii. Membership of the District Scout Council ceases upon:

- the resignation of the member
- the dissolution of the Council
- the termination of membership by Headquarters following a recommendation by the County Trustee Board

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

The Annual General Meeting must:

a) Undertake governance oversight by:

- adopting (or re-adopting) the constitution of the Scout Council (see POR rule 5.3) **Annex 1.**
- confirming (or re-confirming) the dates of charity's financial year
- agreeing the number of members that may be elected to the Trustee Board
- agreeing the quorum for each of:
  - o meetings of the Scout Council
  - o meetings of the Trustee Board
  - o meetings of any sub-Committees

(see POR rules 5.5.2.7, 5.5.2.8, 5.5.2.9) **Annex 2.**

b) Review the previous year

- receive and consider the Trustees' Annual Report and the annual statement of accounts prepared by the Trustee Board.
- The accounts must have completed their examination by an appropriate auditor, independent examiner, or scrutineer.
- 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

- approve the District Commissioner's nomination of the Chair of the Trustee Board
- approve the District Commissioner's nomination of members of the Trustee Board
- elect a Secretary to the Trustee Board or agree the Trustee Board's nomination of a Trustee Board Administrator.
- elect a Treasurer to the Trustee Board
- elect Trustees to the Trustee Board
- approve the appointment (or re-appointment) of any Presidents or Vice Presidents
- appoint (or re-appoint) an auditor, independent examiner or scrutineer as required

The Annual General Meeting of a District Scout Council must also:

- nominate representatives of the District Scout Council to represent the District on the County Scout Council.

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## The District Trustee Board

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:
  - 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
- 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 District including delivery of the high quality programme and resource requirements of the training programme (POR Rule 4.10.1) **Annex 3**
- 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
- 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:
  - 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 Scout Council at their Annual General Meeting
  - prepare and approve the Trustees' Annual Report (which must include the Annual Accounts)
  - present the approved Trustees' Annual Report and Annual Accounts to the Scout Council at the Annual General Meeting (AGM)
  - following the AGM, ensure that a copy of the Trustee Annual Report and Accounts is sent to County 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

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k) individually and collectively maintain confidentiality regarding appropriate Trustee Board business

l) where staff are employed:

- act as a responsible employer in accordance with Scouting's values and relevant legislation
- ensure that effective line management is in place for each employed staff member and that these are clearly established and communicated
- ensure that appropriate specific personnel insurance is in place

iii. The District Trustee Board consists of:

#### Ex officio members

- District Chairman;
- District Commissioner;
- District Youth Commissioner;
- District Secretary;
- District Treasurer;
- District Explorer Scout Commissioner
- District Scout Network Commissioner

#### Elected members

- Persons elected at the District Annual General Meeting
- The District will look to have between 4 and 6 Elected members on the District Trustee Board.
- The actual number must be the subject of the resolution by the District Scout Council

#### Nominated members

- persons nominated by the District Commissioner
- the nominations must be approved at the District Annual General Meeting,
- persons nominated need not be members of the District Scout Council and their number must not exceed that of the elected members.

#### Co-opted members

- persons co-opted annually by the District Trustee Board,
- the number of co-opted members must not exceed the number of members who may be elected.

#### Right of Attendance

- the County Commissioner and the County Chair have the right of attendance at meetings of the District Trustee Board.

iv. Additional Requirements for sub-Committees (**Annex 5**):

- sub-Committees consist of members nominated by the Committee.
- The District Commissioner and the District Chair will be ex-officio members of any sub-Committee of the District Trustee Board.

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- Any fundraising committee must include at least two members of the District Trustee Board, No Section leader or Assistant Leader should search on such a fundraising sub-Committee.

v. Additional Requirements for Charity Trustees:

- All members of the District Trustee Board are Charity Trustees of the Scout District
- Only persons aged 18 and over may be full voting members of the District Trustee Board because of their status as Charity Trustees (however the views of young people in the District must be taken into consideration)
- Certain people are disqualified from being Charity Trustees by virtue of the Charities Acts (See POR rule 13.1) **Annex 4**.
- Charity Trustees are responsible for ensuring compliance with the relevant legislation including the Data Protection Act.

### Conduct of Meetings in the Scout District

i. In meetings of the District Scout Council only the members specified may vote.

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

iii. The District Scout Council must make a resolution defining a quorum for meetings of the Council and the District Trustee Board and its sub-Committees. The District Trustee Board will hold a Quorum of 50% of the Trustees including the District Treasurer.

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## Annex 1

### POR Rule 5.3

#### Rule 5.3 Constitution – requirement

This Rule applies to each Group, District and County, whether or not it is registered with a charity regulator.

##### 5.3.1.1 [This replaces previous 5.3.1.1]

Every charity must have an agreed constitution. Although every charity can agree its own constitution, it is very strongly encouraged that each Group, District and County adopt the constitution that is shown in 5.4 in this Chapter.

The model constitution in 5.4 describes the role, membership and operation of the Scout Council, and the Trustee Board.

##### 5.3.1.2 [This is new.]

In the interest of openness, especially for new members of the Scout Council, the Scout Council should re-adopt their charity's constitution at each Annual General Meeting. This must be recorded in the minutes of the Annual General Meeting.

A Group, District, or County which adopts unchanged the model constitution in 5.4 should record in their Annual General Meeting minutes that POR 5.4 is fully adopted as its constitution.

A Group, District, or County which adopts the model constitution in 5.4 but makes a local amendment to the model constitution must record in the minutes of their Annual General Meeting:

- the adoption of the model constitution in POR 5.4 as the basis of their constitution
- the specifics of the local amendment(s) that it has adopted.
- clear reasoning for the local amendment.

##### 5.3.1.3 [This is an updated 5.5.2.2 from the January 2023 POR]

As stated in Rule 16.1.1, a person must have reached their 18th birthday before they take on a charity Trustee role in the Scouts.

##### 5.3.1.4 There are four classifications of Trustee:

###### a. Ex officio

These people are Trustees by virtue of their role in the Scouts. They are a vital part

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of the Trustee Board, providing a clear link with the leadership and operation of Scouting by the charity.

- b. Elected  
These Trustees are appointed by the Scout Council at their Annual General Meeting following an election process administered by the Secretary.
- c. Nominated  
These Trustees are appointed by the Scout Council at their Annual General Meeting on the recommendation of the Group Scout Leader, District Commissioner or County Commissioner, following consultation with the Trustee Board Chair.
- d. Co-opted  
These Trustees are appointed by the Trustee Board, normally at their first meeting following an Annual General Meeting. They provide a useful method of broadening the skills mix of the Trustee Board or to introduce potential new Trustees mid-year.

5.3.1.5 [This is an updated 5.5.2.3 from the January 2023 POR]

Certain people are disqualified from being charity trustees by virtue of the Charities Acts. (See rule 16.1.1.5). This must be determined during the appointment process through the Trustee's declaration and by Trustee eligibility checks.

5.3.1.6 [This is 5.5.2.6 from the January 2023 POR]

All Trustees must complete training as specified in Rule 16.2.1 and the Chapter 16 Roles Table.

5.3.1.7 In addition to the Rules in 5.3, key parts of the model constitution in 5.4 are Rules that must be followed. This particularly applies to 5.4.3 and 5.4.4. However, to ensure good and transparent governance, reasons for any variation from 5.4 must be clearly documented in the minutes of the Annual General Meeting.

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**Annex 2**

**POR Rules 5.5.2.7, 5.5.2.8, 5.5.2.9.** [5.5.2.8 & 5.5.2.9 do not appear in the POR document]

**5.5.2 Statement of accounts**

5.5.2.7 The annual statement of accounts must be in the format of one of four model annual statements available for download from Accounting and Reporting. These models are suitable for:

- a. receipts and payments accounts for a single fund unit, such as when there are no special funds whose use is restricted
- b. receipts and payments accounts for a multi fund unit, such as when where there are special funds in addition to a general fund
- c. accruals (SOFA) accounts for a single fund unit. Guidance and templates available from [charitysrp.org](http://charitysrp.org)
- d. accruals (SOFA) accounts for a multi fund unit. Guidance and templates available from [charitysrp.org](http://charitysrp.org)

The appropriate model will depend upon the gross annual income in the financial year and whether the Group, District or County has any special funds whose use is restricted to particular purposes rather than the general purposes of the Group, District or County.

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### Annex 3

#### POR Rule 4.10.1

##### 4.10.1 Leadership of the District

4.10.1.1 A Scout District is led by a District Commissioner and managed by a District Trustee Board. They are accountable to the District Scout Council for the satisfactory running of the District.

The District Commissioner is assisted and supported by:

- a. the District Team, comprising:
  - o District Youth Commissioner
  - o Deputy District Youth Commissioners
  - o Deputy District Commissioners
  - o District Explorer Scout Commissioner
  - o District Scout Network Commissioner
  - o Assistant District Commissioners
  - o District Leaders
- b. Group Scout Leaders from the District
- c. Administrators
- d. Advisers
- e. the District Scout Council
- f. the District Trustee Board
- g. the District Scout Active Support Unit.

4.10.1.2 The District Team meets as frequently as necessary. Membership comprises:

- a. District Commissioner, as chair
- b. District Youth Commissioner
- c. Deputy District Youth Commissioners
- d. Deputy District Commissioners
- e. Group Scout Leaders
- f. District Explorer Scout Commissioner
- g. District Scout Network Commissioner
- h. Assistant District Commissioners
- i. District Leaders
- j. District Scout Active Support Managers.

4.10.1.3 The role of the District Team Meeting is to:

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- a. review the progress, standards and effectiveness of programmes of Groups, Explorer Scout Units and District Scout Network in the District
- b. plan a programme of visits to Scout Groups, Explorer Scout Units and Scout Network
- c. give support and encouragement to Leaders
- d. plan the support of adults undertaking Adult Training
- e. plan any programme of District events deemed to be necessary to supplement Scouting in the Groups, Explorer Scout Units and Scout Network
- f. secure the support of District Scout Active Support Units in the work of the District
- g. keep the District Trustee Board advised of the financial requirements of the training programme in the District, including Explorer Scout Units and Scout Network.

## **Annex 4**

### **POR Rule 13.1**

#### **13.1 Charity requirements.**

##### 13.1.1 Persons not allowed to act as Trustees

13.1.1.1 Members of the Group, District and County Trustee Boards are the 'charity trustees' of the Group, District or County.

13.1.1.2 No person who is disqualified from being a charity trustee by virtue of the Charities Act may be a member of a Group, District or County Trustee Board.

13.1.1.3 The appointment of any such person, whether as ex officio, by nomination, by election or by co-option shall be void.

13.1.1.4 It is the responsibility of each person to ensure that they are not disqualified before accepting an appointment as a Trustee.

13.1.1.5 The Charities Acts apply to England and Wales only. Similar legislation applies to Scotland. SV

13.1.1.6 Some people are disqualified by law from acting as charity trustees. Subject to regulatory waiver provisions, this includes anyone for whom at least one of these conditions is true: SV

- 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

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- 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.

### 13.1.2 The Charities Acts

13.1.2.1 This Rule applies in England and Wales only.

13.1.2.2 All Scout Units are separate charities. Scout Units are not required to register with the Charity Commission as they have been 'excepted' by a ruling of the Charity Commission. They only have to register if any of the following is true:

- a. their income is more than £100,000
- b. they have permanent endowment (a rare interest in land or building or other assets which cannot be spent as 'income') and their income is £5,000 or over; or
- c. they own land or buildings and their income is £5,000 or over.

It is important to note that excepted and unregistered charities still remain subject to general charity law and the rules of the Charity Commission which may investigate matters where there is proper cause for concern.

13.1.2.3 The Group, District or County Secretary must ensure that all statutory duties and obligations imposed by the Charities Acts are fulfilled.

### 13.1.3 Safe Custody of Documents SV

13.1.3.1 The Group, District or County Secretary must ensure that documents relating to the ownership of property and equipment and all other legal and official documents, together with any documents of historical importance or interest are kept in a safe place.

13.1.3.2 Specific documents that must be safeguarded are:

- a. declarations of trust
- b. title deeds to land or buildings
- c. stock and share certificates
- d. registration documents issued by The Scout Association
- e. documents relating to motor vehicles, vessels and aircraft
- f. insurance policies.

13.1.3.3 The first three types of documents listed may be safeguarded by using the UK Headquarters Deeds Custody Service.

13.1.3.4 The Group, District or County Secretary must keep a register of such documents with details of their location.

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## Annex 5

### Sub Committees

#### **The following are Sub Committees of the Spen Valley District Trustees Board.**

- Fan Wood Activity Centre Management Committee (FWAC)
  - Managed under the FWAC Terms of Reference document
- Spen Valley District Welcome Committee
- Spen Valley District Scout Active Support (SAS)

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