



# **Dunning Constitution 2024**

## **Draft D**

**Robert Carr**

23 September 2024

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26th Perthshire (Dunning) Scout Group  
c/o Westwood  
Dunning



## Dunning Constitution 2024 Draft D

- The 26th Perthshire (Dunning) Group Scout Council
  - Group Scout Council Membership
- Annual General Meeting
- The Group Trustee Board
- Membership of the Group Trustee Board
  - Trustees - term of appointment
- Conduct of Group Trustee Board Meetings
- Changes to Constitution
- Document History



## Dunning Constitution 2024 Draft D

All Scout Groups must adhere to the current version of Policy Organisation and Rules of The Scout Association and the Scottish variations from POR published by Scouts Scotland.

The undernoted constitution is a supplement to the adopting of those documents and replicates provisions from the POR and Scottish variations from POR for the purpose of clarity.

## The 26th Perthshire (Dunning) Group Scout Council

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The Group Scout Council is the body which has charity governance responsibility for Scouting in the Scout Group. The Trustee Board is accountable to the Group Scout Council.

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

### Group Scout Council Membership

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

- All adult members of the Scout Group
- All Patrol Leaders of the Troop(s) in the Group
- All parents or carers of Squirrels, Beavers, Cubs and Scouts
- All Explorer Scout Leader(s)
- Explorers \*
- All parents or carers of Explorers \*
- The District Commissioner
- The District Trustee Board Chair

\* if so stated in a Partnership Agreement between the Unit, the Group and the District.

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 Lead Volunteer and the Group Trustee Board. The number of nominated members must not exceed the number of ex officio members.

Nominated members of the Group Scout Council must be appointed for a fixed period not

exceeding 3 years. Subsequent reappointments are permitted.

The District Commissioner has a right of attendance at all Group Scout Council meetings in the District.

Membership of the Group Scout Council ceases upon:

- The resignation of the Scout Council member
- The member no longer qualifying as a member of the Scout Council
- The dissolution of the Scout Council
- The termination of membership by Headquarters following a recommendation by the Group Trustee Board

## Annual General Meeting

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

The Annual General Meeting must:

### **Undertake governance oversight:**

- Adopt (or re-adopt) the constitution of the Scout Group
- Note the dates of the Scout Group's financial year
- Agree the number of members that may be elected to the Group Trustee Board
- Agree the quorum for meetings of the Group Scout Council

### **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, 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.

**Make appointments:** The appointed members of a Group Trustee Board are persons

appointed by the Group Scout Council at the Group's AGM. 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 or re-selected after years 1 and 2).

- Approve the Trustee Board's nomination of Chair of the Group Trustee Board (if due for re-selection or re-election).
- Elect a Group Secretary and Group Treasurer (if due for re-selection or re-election).
- Approve the Trustee Boards's nomination of members of the Group Trustee Board (if due for re-selection or re-election).
- Approve the appointment (or re-appointment) of any Group Presidents or Group Vice Presidents.
- Appoint (or re-appoint) an auditor, independent examiner or scrutineer 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.

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 Scout 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 14 days in advance to all those eligible to attend. This notice may be sent by written or electronic means.

## The Group Trustee Board

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The Group Trustee Board is a team of volunteers who work together, as 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.

Members of the Group Trustee Board must act collectively as Charity Trustees and in the best interest of the charity and its members to:

- Ensure the charity is well managed, carrying out its purposes for the public benefit, complying with the charity's governing document and the law and managing the charity's resources responsibly.
- Comply with Policy Organisation and Rules of the Scout Association and Scottish variations from 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 and Youth Member Anti-Bullying Policy.
- Ensure that young people are meaningfully involved in decision-making at all levels within the Group.
- Endeavour to provide sufficient resources (funds, people, property and equipment) to meet the planned work of the Group including delivery of the high-quality programme.
- Ensure that a positive image of Scouting exists in the local community.
- Develop and maintain a risk register, including putting in place appropriate mitigations.
- Ensure that the charity's finances are properly managed, including development and maintenance of appropriate budgets to support the work of the charity.
- Maintain and manage a reserves policy for the charity (including a plan for use of reserves outside of the minimum) and a public benefit statement for the charity.
- 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.
- Promote and support the development of Scouting in the local area.
- 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 Scouting.
- Appoint and manage the operation of any sub committees, including appointing a Chair to lead the sub-committees.
- Ensure that effective administration is in place to support the work of the Trustee Board.
- Appoint any Co-opted members of the Trustee Board.
- Prepare and approve the Trustees' Annual Report and Annual Accounts after their examination by an appropriate auditor, independent examiner or scrutineer and as

appointed by the Scout Council at their Annual General Meeting.

- 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; to the appropriate charity regulator (currently OSCR).
- 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.
- Maintain confidentiality with regard to appropriate Trustee Board business.
- Apply a transparent selection process to recommend to the Group Scout Council appropriate members of the Group Trustee Board
- Where staff are employed, act as a responsible employer in accordance with Scouting's 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.
- Provide support to the GSL (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-committees to manage the work it deems necessary ensuring that the purpose of each sub-committee is clear 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 are ex-officio members of each sub-committee.

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

The Group Trustee Board meetings should be held at least 4 times per year and at least once in each of the 4 [school] terms.

## Membership of the Group Trustee Board

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

A Group Trustee Board should comprise a maximum of 12 Trustees (the total of all ex officio, appointed and co-opted Trustee Categories), with a minimum of 5 Trustees.

Ex officio, nominated, elected and co-opted members of the Group Trustee Board are charity Trustees. 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:

- The Group Chair
- The Group Secretary (if appointed as a Trustee)
- The Group Treasurer
- The Group Lead Volunteer (Group Scout Leader) is an ex officio member of the Group Trustee Board. *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 Scout Leader (Group Lead Volunteers) and the Group Chair.*
- A maximum of 9 further appointed Trustees. The Group Trustee Board should consist between 5-12 Trustees.

Elected Members of the Group Trustee Board are persons elected at the Group Annual General Meeting. The actual number of persons elected is the subject of a resolution by the Group Scout Council at their AGM.

Nominated Members of the Group Trustee Board are persons nominated by the Group Lead Volunteer, in consultation with the Group Chair. These nominations must be approved at the Group Annual General Meeting. The number of nominated members must not exceed the number of elected members.

Co-opted Members of the Group Trustee Board are persons co-opted annually by the Group Trustee Board. The number of co-opted members must not exceed the number of elected members.

The District Commissioner, the District Chair and the Regional Commissioner each have the right of attendance at meetings of the Group Trustee Board.

If a Group Trustee Board Chair, Secretary (if appointed as a Trustee) 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 also requiring agreement by 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, acting Secretary or acting Treasurer.

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

## **Trustees - term of appointment**

- Appointed Trustees are appointed by the Scout Council for an initial period of no longer than three years.
- Further periods of appointment may be agreed by the Scout Council.
- Co-opted Trustees are appointed by the Trustee Board for an initial period of one year.
- Further periods of appointment may be agreed by the Trustee Board, however co-opted Trustees are encouraged to move to being appointed trustees at the next AGM.
- Appointed and co-opted Trustees must serve no more than nine years in any Trustee role on the specific Trustee Board (this includes Chair and Treasurer). As example, if a Trustee served three years and then became Treasurer on the same Trustee Board, that person could serve as Treasurer for no more than six years.
- Ex officio Trustees serve as a Trustee for as long as they hold the ex officio role. If their ex officio role is held for less than nine years, then they may hold an appointed or co-opted Trustee role to a maximum of nine years as a Trustee on the specific Trustee Board.
- A volunteer who has been a Trustee may be considered for re-appointment to the same Trustee Board after a gap of three years.
- 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.
- The nine year Trustee maximum term rule referred to in 5.3.1.6 comes into effect from the charity's AGM held during 2024.

## Conduct of Group Trustee Board Meetings

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Only members as defined may vote in meetings of Group Scout Council and Group Trustee Board. At its Annual General Meeting, the Group Scout Council must make a resolution defining a quorum for meetings of the Group Scout Council and the Group 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 deemed not to have been carried.

All meetings should have minutes taken by the Secretary, approved by the Chair and 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 by the Group Secretary.

All meetings should have an agenda issued at least 5 days prior to the meeting.

Calling notices for the meetings of the Group Scout Council should be at least 14 days in advance and can be made in writing or by electronic methods.

Electronic voting (such as email) is allowed for decision making of the Group Trustee Board when deemed appropriate by the Chair. 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.

The quorum for meetings is as follows:

- Group Scout Council – 10, one of whom must be the Group Lead Volunteer, Chair or Trustee.
- Group Trustee Board – 4, 2 of whom must be the Group Lead Volunteer, Chair, Secretary or Treasurer.
- Sub-Committees – either 3, or a third of the total membership of the sub-committee, whichever is greater.

## Changes to Constitution

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All changes to this constitution must be approved by a meeting of the Group Scout Council; minor changes can be provisionally approved by the Group Trustee Board and brought into



Dunning Constitution 2024 Draft D

effect pending full approval of the Group Scout Council at the earliest opportunity.

Signed on behalf of Dunning Scout Group:

master copy signed

*Group Lead Volunteer:*  
Nathan Critchlow-Watton

master copy signed

*Group Chair:*  
Robert Carr

**Date:** 23 September 2024

**Version:** Draft D (Once at formal release will supersede Issue 2 September 2023)

## Document History

Issue	Date	Comment
1	June 2019	Original constitution
A	14 Sep 23	Draft for internal review by Trustees
B	19 Sep 23	Draft approved by Trustees, for review by Group Scout Council
2	25 Sep 23	Formal release approved by Group Scout Council
C	13 May 23	Draft for internal review and approval
D	23 Sep 24	Draft approved by Trustees, for review by Group Scout Council