# East Norfolk District Scout Council

Registered Charity No: 304137

***CONSTITUTION OF EAST NORFOLK SCOUT COUNCIL (revised to POR 5.5 – April 2024) (updated September 2026)***

**5.5.1. PREAMBLE**

*This constitution describes the role, membership and operation of the District Scout Council, and the District Trustee Board.*

**5.5.2. CHARITABLE OBJECTS**

**5.5.2.1** [Rule 1.1 of The Scout Association Policy, Organisation and Rules] Our purpose is to actively engage and support young people in their personal development, empowering them to make a positive contribution to society.

**5.5.3. THE DISTRICT SCOUT COUNCIL AND THE DISTRICT TRUSTEE BOARD**

**5.5.3.1** The District Scout Council has a governance role for the District Scout charity and, in particular, makes District Trustee Board appointments other than ex officio and co-opted appointments (see Rule 5.5.4.2).

**5.5.3.2** The District Trustee Board is responsible for the governance of the charity. Although the District Trustee Board is responsible for the charity, it is accountable to the District Scout Council and the District Scout Council has no Trustee responsibilities.

**5.5.3.3** The District Scout Council has no Trustee responsibilities.

**5.5.4. THE DISTRICT SCOUT COUNCIL - MEMBERSHIP**

**5.5.4.1** Membership of the District Scout Council does not provide any membership status of the Scouts.

**5.5.4.2** District Scout Council membership

**a)** The ex officio members of the District Scout Council are members by virtue of their role in The Scouts:

**-** all adult members with a role in the District - see District roles in the Chapter 16 Roles Table of The Scout Association's Policy, Organisation and Rules

**-** all Group Lead Volunteers and Deputy Group Lead Volunteers from the District

**-** all Group Trustee Board Chairs from the District

**-** all Group Trustee Board Treasurers from the District

**-** all Section Team Leaders, Section Team Members and Section Teams from the District

**-** all Group Active Support Team Lead from the District

**-** all Explorers (including Young Leaders) in the District

**-** all members of the Scout Network in the District

**-** all parents and carers of all Explorers (including Young Leaders)

**-** a representative of the District Troop Leadership Forum, selected from amongst the membership of the Forum

**-** the County Lead Volunteer

**-** the County Chair

**b)** The appointed members of the District Scout Council are other supporters of the District appointed by the District Scout Council on the recommendation of the District Lead Volunteer and the District

Trustee Board. The number of appointed members must not exceed the actual number of ex officio members (see also (e) below). A District Scout Council does not need to have any appointed members.
**c)** The community members of the District Scout Council are representatives of the local community appointed because of their role rather than by name. For example local headteachers, or Parish Council members. They are appointed by the District Scout Council on the recommendation of the District Lead Volunteer and the District Trustee Board. The number of community members must not exceed the number of ex officio District Scout Council members (see also (e) below).
**d)** Membership of the District Scout Council ends when the:
**-** member resigns
**-** member no longer qualifies as a member of the District Scout Council
**-** District Scout Council is dissolved
**-** District Scout Council membership is terminated by UK Headquarters following a recommendation by the District Trustee Board.
**e)** The total number of appointed and community members of a District Scout Council must not exceed the number of ex officio members
**f)** Appointed members of a District Scout Council must each have a fixed period for their appointment of not more than three years. Subsequent reappointments are permitted.
**g)** Community members of a are appointed to the District Scout Council are initially appointed for a term of one year, though they may be renewed annually at the AGM.
**h)** District Trustee Board administration (see Rule 5.5.7.9) must ensure that appointed District Scout Council Members are recorded locally in the minutes of the District Scout Council meeting which appoints them (normally the AGM). District Scout Council members, whether ex officio or appointed, must not be recorded as District Scout Council Members on The Scout Association's membership system.

**5.5.5. THE DISTRICT SCOUT COUNCIL – ANNUAL GENERAL MEETING**
**5.5.5.1** Each District Scout Council must hold an Annual General Meeting (AGM) within six months of the end of the District's financial year.
Districts should give 4 weeks' notice of the date of the AGM.
**5.5.5.2** The AGM must:
**a)** Undertake governance oversight by:
- approving the minutes of the previous District AGM
- adopting (or re-adopting) the constitution of the charity. See Rule 5.3 of The Scout Association Policy, Organisation and Rules.
- noting the dates of charity's financial year
- approving appointed and community members of the District Scout Council
- agreeing the maximum total number of members of the District Trustee Board (this is one number representing the total of ex officio, appointed and co-opted members)
- agree the quorum for future meetings of the District Scout Council
**b)** Review the previous year by:
- receiving from the District Lead Volunteer an overview of the past 12 months of activity in the District
- receiving and considering the District Trustees' Annual Report and the annual statement of accounts approved by the District Trustee Board. Before the AGM, the accounts must have completed their examination by an appropriate auditor, independent examiner, or scrutineer (see 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 District Trustee Board, following recommendations from the selection process initiated by the District 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 and so does not need to be re-appointed after years 1 and 2).

- appoint a Treasurer of the District Trustee Board, following recommendations from the selection process initiated by the District 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 and so does not need to be re-appointed after years 1 and 2).
- appoint other members of the District Trustee Board, following recommendations from the selection process initiated by the District 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 and so does not need to be re-appointed after years 1 and 2).
- Appoint two representatives of the District Scout Council to represent the District Scout Council at meetings of the County Scout Council.
- approve the appointment of any District Presidents or District Vice Presidents, and note current appointees (if any).
- appoint (or re-appoint) an auditor, independent examiner or scrutineer as required
- nominate representatives of the District Scout Council to represent the District on the County Scout Council.

**5.5.5.3** Following each District AGM, the District Trustee Board administration must ensure that:
**a.** all appointed Trustees are recorded on the membership system, as required by Rules 16.1.2 and 16.2.2.4 of The Scout Association Policy, Organisation and Rules
**b.** the District Trustees' Annual Report and Accounts, including the formal report prepared by the auditor, independent examiner, or scrutineer are filed as described in Rule 5.7 of The Scout Association Policy, Organisation and Rules
It is good practice for the District Trustee Board to verify the draft Minutes of the AGM at their first meeting following the AGM, even though the minutes cannot be formally approved until the charity's next AGM.

**5.5.6. THE DISTRICT TRUSTEE BOARD – PURPOSE**
The District 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.
**5.5.6.1** Members of the District Trustee Board must act collectively as charity trustees of Scout District, and in the best interests of the charity's members.
**5.5.6.2** Governance roles must be distinct to help manage conflicts of interest. This means that the roles of District Chair and District Treasurer must be kept separate and be done by two different people.
**5.5.6.3** The District 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 and the local charity regulator, including effective management of each of the Key Policies listed in Chapter 2 of The Scout Association Policy, Organisation and Rules.
**c)** young people are meaningfully involved in decision making at all levels
**d)** the District has 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 (see Rule 4.2.2 of The Scout Association Policy, Organisation and Rules)
**5.5.6.4** The District Trustee Board members must themselves collectively:

**a)** develop and maintain a risk register, including putting in place appropriate mitigations
**b)** ensure that the District's finances are properly managed, including development and maintenance of appropriate budgets to support the work of the District
**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 District is properly protected and maintained
**e)** ensure the appointment and management and operation of any sub committees, including appointing a Chair to lead the sub committees. This should normally be one of the District's Trustees.
**f)** ensure that effective administration is in place to support the work of the District Trustee Board
**g)** appoint any co-opted members of the District Trustee Board
**h)** ensure transparency of operation, including:
- prepare and approve the Annual Accounts and arrange their examination by an auditor, independent examiner or scrutineer as appropriate and as appointed by the District Scout Council at their AGM
- prepare and approve the District Trustees' Annual Report which must include the Annual Accounts and include the report from the auditor, independent examiner or scrutineer
- present the approved Trustees' Annual Report and Annual Accounts to the District Scout Council for their consideration at the District's AGM
- following the District AGM, ensure that a copy of the District Trustees' Annual Report and Accounts is sent to the County Trustee Board administration (see Rule 5.5.7.9) and, if the District is a registered charity, is filed with the appropriate charity regulator (if the regulator's rules require it).
**i)** take responsibility for the District's 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
**j)** individually and collectively maintain confidentiality regarding appropriate District Trustee Board business
**k)** put in place annually an open and transparent selection process to recommend to the District Scout Council appropriate persons to be appointed members of the District Trustee Board, including Chair and Treasurer. 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 and so does not need to be re-appointed or re-selected after years 1 and 2).
**l)** where staff are employed:
- act as a responsible employer in accordance with the Scouts' 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
**5.5.6.5** A District Trustee Board may create sub committees it deems necessary to support its governance function. The District Trustee Board must ensure that for any sub-committee it appoints:
**a.** its purpose is governance focused and not operational
**b.** its members are agreed and approved by the District Trustee Board
**c.** the District Trustee Board Chair is an ex officio member
**d.** the District Lead Volunteer is an ex officio member
Sub-committee members are not District Trustees unless they are already members of the District Trustee Board. All sub-committee members must be recorded on the membership system.
**5.5.6.6** To support effective governance and share good practice, the District Chair and Treasurer should create a support network amongst the Group Chairs and Group Treasurers of the District.

**5.5.7. THE DISTRICT TRUSTEE BOARD – MEMBERSHIP**
**5.5.7.1** Subject to the conflict-of-interest rules (see Chapter 16 and the definition of 'conflict of interest

in the Definitions Chapter of The Scout Association Policy, Organisation and Rules), a Trustee may be a member of more than one Trustee Board.

**5.5.7.2** A District 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 five Trustees. The maximum number of Trustees should be agreed by the District Scout Council at its AGM.

**5.5.7.3** Each ex officio, appointed and co-opted member of the District Trustee Board is a charity Trustee of the District as appropriate.

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

**5.5.7.4** Certain people are disqualified from being charity trustees by virtue of the Charities Acts.

**5.5.7.5** Some Districts may also need to register as a charity (see Rule 13.1.2 of The Scout Association Policy, Organisation and Rules). SV. If registered, the District registration number must be recorded on the membership system. Districts must not use any other charity number than their own.

**5.5.7.6** All Trustees must complete learning as specified in Rule 16.2.1, 16.2.3, 16.2.4 and the Chapter 16 Roles Table of The Scout Association Policy, Organisation and Rules.

**5.5.7.7** A District Trustee Board and any sub committees should have at least two Trustees aged between their 18th and 25th birthdays.

**5.5.7.8** Each District Trustee Board requires effective administration. The administration may be provided by one or more persons as appropriate to the District.

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

**5.5.7.10** The members of the District Trustee Board are:

**a.** The District Lead Volunteer and the District Youth Lead are ex officio members of a District Trustee Board. There is only one ex officio Trustee role for a District Lead Volunteer, so where there are joint role holders for District Lead Volunteer, the role holders must decide, in discussion the District Chair, which of them will be the ex officio Trustee. However, each District 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 District Youth Lead, so where there are joint role holders for District Youth Lead, the role holders must decide, in discussion the District Lead Volunteer and the District Chair, which of them will be the ex officio Trustee. However, each District 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 District Trustee Board must initiate a selection process to propose a District Chair to the District Scout Council for appointment at their AGM. The vacancies for the role of Chair only occur at the end of their period of appointment (for example, a District Chair may have been appointed for three years and so does not need to be reappointed after years 1 and 2). The proposal from the Trustee Board Is received by the Scout Council at their AGM. The proposal from the Trustee Board does not require seconding by a member of the Scout Council. The action of the Scout Council is to approve (or not) the proposed name from the Trustee Board.

**c.** The District Trustee Board must initiate a selection process to propose a District Treasurer to the District Scout Council for appointment at their AGM. The vacancies for the role of Treasurer only occur at the end of their period of appointment (for example, a District Treasurer may have been appointed for three years and so does not need to be re-appointed after years 1 and 2). The proposal from the Trustee Board Is received by the Scout Council at their AGM. The proposal from the Trustee Board does not require seconding by a member of the Scout Council. The action of the Scout Council is to approve (or not) the proposed name from the Trustee Board.

**d.** The appointed members of a District Trustee Board are persons appointed by the District Scout Council at the District's AGM. This should follow a selection process initiated and overseen by the District Trustee Board. The vacancies for the role of Trustee only occur at the end of their period of appointment (for example, a District Trustee may have been appointed for three years and so does not

need to be re-appointed after years 1 and 2). The proposal from the Trustee Board Is received by the Scout Council at their AGM. The proposal from the Trustee Board does not require seconding by a member of the Scout Council. The action of the Scout Council is to approve (or not) the proposed name from the Trustee Board.

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

**f.** The County Chair and the County Lead Volunteer each have the right of attendance at meetings of each of the District Trustee Boards in the Districts in the County.

**5.5.7.11** Term limits for Trustees are specified in POR rule 5.3.1.6.

**5.5.7.12** If a District Trustee Board Chair or Treasurer resigns, then Rule 16.6.3 of The Scout Association Policy, Organisation and Rules must be followed.

**5.5.8. DISTRICT SCOUT COUNCIL – CONDUCT OF MEETINGS**

**5.5.8.1** The District Scout Council meets at their AGM (see 5.5.5). It would be unusual for there to be additional meetings of the District Scout Council.

**5.5.8.2** A District 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 District Trustee Board.

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

**5.5.8.4** Only District Scout Council members, as defined in Rule 5.5.4, may vote in District Scout Council meetings.

**5.5.8.5** The quorum for a District Scout Council meeting is agreed by the District Scout Council at their AGM (see 5.5.5.2). If there is no quorum present at a meeting of the District Scout Council, the meeting must be closed and reconvened at the earliest opportunity.

**5.5.8.6** 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.

**5.5.8.7** In order to discharge their responsibilities, the District Scout Council may meet by video conference as well as (or instead of) face to face when agreed by the District Chair. The District 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.

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

**5.5.9. DISTRICT TRUSTEE BOARD – CONDUCT OF MEETINGS**

**5.5.9.1** Meetings of the District Trustee Board should be convened on at least two weeks' notice. Meetings may be convened on shorter or no notice with the agreement of at least half of the members of the District Trustee Board.

**5.5.9.2** District Trustee Board meetings are chaired by the District Chair. If the District Chair is unable to be present, they may appoint a delegate to chair a meeting of the District Trustee Board subject to such appointment being approved at the start of the meeting by a majority of the members present at the meeting.

**5.5.9.3** Only members of a District Trustee Board as defined in 5.5.7 may vote in its meetings.

**5.5.9.4** The quorum for a meeting of a District 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 District Trustee

Board, the meeting must be closed and reconvened at the earliest opportunity.
**5.5.9.5 I**n the case of a sub-committee of the District Trustee Board, the quorum for each sub-committee must be set by the District Trustee Board, based on the size of the sub-committee and the complexity of its task(s).
**5.5.9.6** 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.
**5.5.9.7** In order to discharge their responsibilities, the District Trustee Board may meet by telephone or video conference as well as face to face when agreed by the District Chair. This includes 'hybrid' meetings, where some members are present at an agreed meeting place and others join by telephone or video.
**5.5.9.8** Where urgent matters arise between scheduled meetings of the District Trustee Board and if it is not practicable to convene a meeting of the District Trustee Board then an electronic voting method (such as email) is allowed for decision making of the District Trustee Board when deemed appropriate by the District Chair. In such circumstances at least 75% of the members of the District Trustee Board must approve the decision, and the outcome of the voting must be reported at, and recorded in the minutes of, the next District Trustee Board meeting.

**ALTERATIONS TO THE ASSOCIATION MODEL CONSTITUTION (POR 5.5) TO BE ADOPTED BY EAST NORFOLK SCOUTS**
*(The amendments are to be recorded annually at the Annual General Meeting in the minutes and the reasoning the amendments stated)*

**1. ROLE TITLES**
Transformation role titles have been added to the constitution document.
*(To ensure the constitution is relevant throughout the period of Transformation 2024/2025)*

**2. DISPOSAL OF PROPERTY AT CLOSURE**
In the unlikely event that East Norfolk Scouts should cease to operate, the Scout Association rules would apply. Policy, Organisation and Rules (POR) 13.3.5 of the Scout Association states:
Disposal of Property at Closure. The property of a Group, District or County which ceases to exist will automatically pass to the District Scout Council, County Scout Council or UK Headquarters.
*(On the recommendation for good governance practices by The Charity Commission UK)*

**3. ALTERATIONS TO CONSTITUTION**
No alterations can be made to the Constitution except by resolution of the District Scout Council at the Annual General Meeting, at which at least two thirds of the votes cast in person by those entitled to vote are in favour of the proposed change or changes.
Particulars of the proposed change or changes must accompany the notice calling the meeting.
*(To give clarity to the process for future alterations)*