Constitution of Chelmsford District Scout Council

(compliant with POR rule 5.5)

Preamble

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

Charitable objects

[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.

The District Scout Council and the District Trustee Board

The District Scout Council has a governance role for the charity and makes District Trustee Board appointments other than ex officio and co-opted appointments

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.

The District Scout Council has no Trustee responsibilities.

District Scout Council membership

a) The ex officio members of the District Scout Council are members by virtue of their role in the Scouts as detailed in 5.3.3.2 of The Scout Association Policy, Organisation and Rules

b) The District Scout Council may appoint some members on the recommendation of the District Lead Volunteer and the District Trustee Board. See 5.3.3.4 of The Scout Association Policy, Organisation and Rules.

   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.

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

c) The District Scout Council may appoint some community members, on the recommendation of the District Lead Volunteer and the District Trustee Board. See 5.3.3.5 of The Scout Association Policy, Organisation and Rules

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

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

d) The total number of appointed and community members of a District Scout Council must not exceed the number of ex officio members.

e) District Trustee Board administration 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 or community) must not be recorded as Scout Council Members on The Scout Association's membership system.

District Trustee Board membership
The members of the District Trustee Board are:

a) Ex officio These roles are defined in Rule 5.3.4.5(a). *[District Lead Volunteer & District Youth Lead]*

b) Appointed Trustees (including Chair and Treasurer) The selection process for Trustees must follow Rule 5.3.4.6 of The Scout Association Policy, Organisation and Rules.

   Vacancies for appointed Trustees 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 re-appointed or re-selected after years one and two.

   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 approve the proposed name(s) from the Trustee Board.

c) Co-opted members 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.

District Scout Council – Annual General Meeting
To support the planning and delivery of a District AGM there is a downloadable 'script' (including agenda and script templates and a suggested planning timetable).

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 four weeks' notice of the date of the AGM.

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.
   - 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 financial 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 which have been approved by the District Trustee Board.

c) Make appointments
   - appoint a Chair of the District Trustee Board, following recommendations from the selection process initiated by the District Trustee Board.
   - appoint a Treasurer of the District Trustee Board, following recommendations from the selection process initiated by the District Trustee Board.
   - appoint other members of the District Trustee Board, following recommendations from the selection process initiated by the District Trustee Board.
   - 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.

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, working to ensure that the District is meeting The Scout Association's overall aims and strategic goals.

Effective Trustee support helps other volunteers run the Scout programme that gives young people skills for life.

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

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 POR

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 4.3.7 of The Scout Association Policy, Organisation and Rules)

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) ensure that where one of the District's Explorer Units is partnered with a Group and the operational financing is undertaken by the Group, this arrangement is documented in the Partnership Agreement, and the finance arrangements must follow this guidance.

d) 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

e) 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

f) ensure the appointment and management and operation of any sub-teams, including appointing a Chair to lead the sub-teams. This should normally be one of the District's Trustees.

g) ensure that effective administration is in place to support the work of the District Trustee Board

h) appoint any co-opted members of the District Trustee Board

i) 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 filed as described in 5.7.2.2 and 5.7.2.3 of The Scout Association Policy, Organisation and Rules.

j) take responsibility for the District's adherence to Data Protection Legislation recognising that, dependent on circumstances, it may at different times act as a Data Controller and as a Data Processor

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

l) 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).

m) 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

A District Trustee Board may create sub-teams it deems necessary to support its governance function. The District Trustee Board must ensure that for any sub-team 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-team members are not District Trustees unless they are already members of the District Trustee Board.

All sub-team members must be recorded on the membership system.

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.

District Scout Council - Conduct of meetings
The District Scout Council meets at their AGM (see Rule 5.5.4).

It would be unusual for there to be additional meetings of the District Scout Council. This is because the primary task of the District Scout Council is to appoint the District Trustee Board. If members resign from the District Trustee Board, Rule 16.9.2 of The Scout Association Policy, Organisation and Rules describes the process to adopt until the next District AGM, thus rendering an additional meeting unnecessary.

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.

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.

Only District Scout Council members, as defined in Rule 5.5.3.4, may vote in District Scout Council meetings.

The quorum for a District Scout Council meeting is agreed by the District Scout Council at their AGM (see 5.5.4.3).

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.

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

To discharge their responsibilities, the 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.

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

District Trustee Board - Conduct of meetings
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.

District Trustee Board meetings are chaired by the District Chair. If the District Chair is unable to be present at a meeting, the District Trustee Board may choose a member to act as chair for the duration of the 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.

Only members of a District Trustee Board as defined in 5.5.3.5 may vote in its meetings.

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.

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

If there is no quorum present at a meeting of the District Trustee Board, or a sub-team, the meeting must be closed and reconvened at the earliest opportunity.

Decisions are made by a majority of votes cast by the Trustees present at the meeting. In the event of an equal number of votes being cast on either side, the Chair does not have a casting vote and the matter is taken not to have been carried.

To discharge their responsibilities, the 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 Trustees are present at an agreed meeting place and others join by telephone or video.

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 Trustees 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.

Disposal of Assets

Net assets of the District automatically pass to the County Scout Council, which may use or dispose of these at its absolute discretion solely for the purposes of Scouting. The property of a District which ceases to exist will automatically pass to the County Scout Council as appropriate unless there is some pre-existing arrangement by which the property passes to another beneficiary. Such property must be treated in the same way as other assets.

This constitution was agreed at a meeting of the Trustee Board Meeting of the Chelmsford Scout District on 13th January 2026

District/Trust Board Chair – *Malcolm Taylor*