



Scouts

Dringhouses City of York

Constitution

(Bye Laws)

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Version Control

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Guiding Principles

The constitution is based on the model Constitution as outlined in The Scout Association's Policy, Organisation and Rules (POR) with changes made only to take into account matters specific to Dringhouses (Parish Church) Scout Group hereinafter referred to as Dringhouses Scouts.

Any future material changes or additions made by The Scout Association to the model constitution in POR will be reviewed and adopted unless deemed unnecessary by the Trustees and Group Scout Council.

The Group Chair, in close consultation with the Group Lead Volunteer, prior to the Annual General Meeting (AGM) each year will review the Constitution, and any proposed changes will be put before the Trustee Board for amendment, approval and then to the AGM .

The Group will be run in accordance with the Scout Association's Policy Organisation and Rules.

Updates to POR in September 2025 are included in this document.

Preamble

The Governing document of all federated Scout Groups is the Royal Charter of the Scout Association.

A federated charity may have a document which sets out the specific way the charity will operate, and these would usually be called the Bye Laws.

As we operate under POR we will continue to call this document the Constitution.

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

Charitable Objects (Purpose)

Our purpose is to actively engage and support young people in their personal development, empowering them to make a positive contribution to society.

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The Group Scout Council

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

The Group Scout Council has no Trustee responsibilities.

The members of the Group Scout Council are

1. The ex officio members of the Group Scout Council are:

- a) all adult members of the Group
- b) all Young Leaders who are members of a Section Team of one of the Group's sections
- c) all Patrol Leaders of the Troop(s) in the Group
- d) all parents and carers of Squirrels, Beavers, Cubs and Scouts in the Group
- e) all members of the Explorer Section Team as specified in the Partnership Agreement
- f) all Explorers as specified in the Partnership Agreement
- g) all parents and carers of Explorers as specified in the Partnership Agreement
- h) the Sponsoring Authority (St Edward the Confessor Church) nominee
- i) the District Lead Volunteer
- j) the District Chair

2. The Group Scout Council may appoint some members:

The appointed members of the Scout Council are other supporters of the Group. They are appointed by the Scout Council at the AGM on the recommendation of the Trustee Board for a fixed period not exceeding three years. Subsequent reappointments are permitted. The Scout Council does not need to have any appointed members and at this time does not.

3. The Group Scout Council may appoint some community members:

The community members of the Scout Council are representatives of the local community appointed because of their role rather than by their name. For example, local headteachers, or Parish Council members.

They are appointed by the Scout Council at the AGM, on the recommendation of the Trustee Board, for a period of one year. Subsequent reappointments are permitted. The Scout Council does not need to have any community members and at this time does not

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

Right of attendance

The County Lead Volunteer has the right of attendance at each Group Scout Council meeting in the County

Ending membership of a Scout Council member

An individual's membership of a Scout Council ends when any of these events occur:

- a) The Scout Council member resigns
- b) The Scout Council member no longer qualifies as a member of the relevant Scout Council
- c) The Scout Council is dissolved

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- d) Scout Council membership is terminated by UK Headquarters following a recommendation by the relevant Trustee Board.

Group Trustee Board administration (Secretary) must ensure that appointed Group Scout Council Members are recorded locally in the minutes of the Group Scout Council meeting which appoints them (normally the AGM). Group Scout Council members (whether ex officio or appointed or community) must not be recorded as such on the membership system.

The Group Trustee Board

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

Group Trustee Board Membership

Numbers of Trustees

A 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. The maximum number of Trustees must be approved by the Scout Council at its AGM.

Charity Trustees

Each ex officio, appointed and co-opted member of the Trustee Board is a charity Trustee of the Group

Ages of Trustees

It is good practice for a Trustee Board, and any sub-teams, to have at least two Trustees aged between their 18th and 25th birthdays.

Minimum ages of Trustees

A person must have reached their 18th birthday before they take on a Trustee role in Scouts. This applies whether or not the Group, District or County is a registered charity.

- a) **Ex officio Group Trustees** (ex officio by virtue of their role): The Group Lead Volunteer. There is only one Ex officio role, so if there were joint holder of the role the role holders must decide, in discussion with the Chair, which of them should be the ex officio Trustee.
- b) **Appointed Group Trustees** (including Chair and Treasurer) are persons appointed by the Group Scout Council:

These Trustees are appointed by the Scout Council at their AGM following a rigorous and transparent selection process agreed by the members of the Trustee Board. This includes the Chair and Treasurer roles.

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.

Vacancies for appointed Trustees only occur at the end of their period of appointment. For example, 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.

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- c) Co-opted Trustees are persons co-opted by the Group Trustee Board and offers the Trustee Board a way of broadening its skills mix or to introduce potential new Trustees mid- year, as well as providing a method of filling vacancies that may occur between AGMs.
- d) The Trustee Board must ensure that any co-opted appointments are made following an appropriate selection process, similar to that described for Appointed Trustees.
- e) Their term of appointment is a maximum of 12 months though they may be appointed at the following AGM.
- f) The number of co-opted members must not exceed the actual number of appointed Trustees, excluding Chair and Treasurer. If a co-option is required mid-year because of a vacancy arising, then this rule may be broken, provided that the total number of Trustees remains no greater than the total number of Trustees permitted by Group Scout Council resolution at the AGM.
- g) d) The Sponsoring Authority, or its nominee, has right of attendance at a Group Trustee Board. Currently our Sponsoring Authority nominee is also a Trustee with full voting rights.

Group Scout Council – Annual General Meeting

The Group Scout Council must hold an Annual General Meeting (AGM) within six months of the end of the Group's financial year. The Group should give a minimum of four weeks' notice of the date of the AGM.

The AGM must:

1. Undertake governance oversight by

- approving the minutes of the previous Group AGM
- amending adopting(or re-adopting) the constitution of the Group
- noting the dates of charity's financial year
- approving appointed and community members of the Group Scout Council
- agreeing the maximum total number of members of the Group Trustee Board (this is one number representing the total of ex officio, appointed and co-opted members) Currently set at 12
- agreeing the quorum for future meetings of the following:
 - Group Scout Council Currently set at 17
 - the Trustee Board, currently set at 1/3rd of the total number of current trustees plus 1
 - Sub Teams currently set at 2

2. Review the previous financial year by

- receiving from the Group Lead Volunteer an overview of the past 12 months of activity in the Group
- receiving and considering the Group Trustees' Annual Report and the annual statement of accounts which have been approved by the Group Trustee Board.
- Before the AGM, the accounts must have completed their examination by an appropriate, independent examiner. This must include the formal report prepared by the auditor, independent examiner, or scrutineer

3. Make appointments

- appoint a Chair of the Group Trustee Board, following recommendation from the selection process initiated by the Group Trustee Board.
- appoint a Treasurer of the Group Trustee Board, following recommendation from the selection process initiated by the Group Trustee Board.

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- appoint other members of the Group Trustee Board, following recommendations from the selection process initiated by the Group Trustee Board and including:
 - Secretary for a term of three years
 - Assistant Treasurer for a term of three years
 - Safety Officer for a term of three years
 - And up to 6 other trustees for a term of up to three years
- approve the appointment of any Group Presidents or Group Vice Presidents, and note current appointees
- appoint (or re-appoint) an independent examiner as required

Trustees - term of appointment

- a) Appointed Trustees (including Chair and Treasurer) are appointed by the Scout Council at their AGM for an initial period of no longer than three years. The Scout Council may agree further periods of appointment.
- b) 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.
- c) 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.
- d) Ex officio Trustees serve as a Trustee for as long as they hold the ex officio role. Their membership of the Trustee Board ceases as soon as they are no longer in a role that includes Trustee responsibility. 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, including their time as an ex officio Trustee. As example, if a Group Lead Volunteer served five years in that role and then became an appointed Trustee on the Group Trustee Board, that person could serve as an appointed Trustee for no more than four years.
- e) A volunteer who has been a Trustee on a specific Trustee Board for a total of nine years (which need not be consecutive) may be considered for re-appointment to the same Trustee Board after a gap of a minimum of three years. If so reappointed, the nine-year rule above also applies from the date of reappointment.

The nine-year Trustee maximum term rule came into effect from the charity's AGM held during 2024 – it does not include years served as a Trustee prior to the 2024 AGM.

Group Trustee Board – Purpose.

The Group Trustee Board is a team of volunteers who work together, as charity Trustees, to make sure 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 Group 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 Group Trustee Board must act collectively as charity trustees of their Group, and in the best interests of the charity's members.

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The Group 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:
 - a. well managed
 - b. carrying out its purposes for the public benefit
 - c. complying with the charity's governing document and the law
 - d. 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 POR Chapter 2a.
- c) The charity is endeavouring to ensure young people are meaningfully involved in decision making at all levels
- d) the Group has sufficient resources (funds, people, property and equipment) available to meet the planned work of the Group including delivery of the high-quality programme and resource requirements of the training programme

The Group Trustee Board members must themselves collectively:

- a) develop and maintain a risk register, including putting in place appropriate mitigations
- b) ensure that the Group's finances are properly managed, including development and maintenance of appropriate budgets to support the work of the Group
- c) ensure that where the Group is partnered with an Explorer Unit and the operational financing is undertaken by the Group, this arrangement must be documented in the Partnership Agreement, and the finance arrangements must follow this guidance.
- d) maintain and manage:
 - a reserves policy for the charity. This must address the minimum reserves that should be maintained to allow for difficult financial circumstances in the Group, and must also include a statement about how reserves outside that 'minimum' will be used for development of Scouts
 - 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 Group is properly protected and maintained
- f) ensure the appointment and management and operation of any sub-team(s), including appointing a Chair to lead the sub-team(s). This should normally be one of the Group's Trustees.
- g) ensure that effective administration is in place to support the work of the Group Trustee Board
- h) appoint any co-opted members of the Group Trustee Board
- i) ensure transparency of operation, including:
 - prepare and approve the Annual Accounts and arrange their examination by an independent examiner and as appointed by the Group Scout Council at their AGM
 - prepare and approve the Group Trustees' Annual Report (which must include the Annual Accounts and include the report from the independent examiner)
 - present the approved Group Trustees' Annual Report and Annual Accounts to the Group Scout Council for their consideration at the Group AGM
 - following the Group AGM, The Trustee Board must ensure that signed copies of the Trustees' approved annual report and accounts, are submitted within the 14 days at which they were received and considered to the District Trustee Board Administration and District Treasurer

- j) take responsibility for the Group'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 Group Trustee Board business
- l) put in place annually an open and transparent selection process to recommend to the Group Scout Council appropriate members to be appointed members of the Group 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) The group has resolved not to employ staff but were that to change the Group would:
 - act as a responsible employer in accordance with 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 Group Trustee Board may create sub-teams it deems necessary to support its governance function. The Group 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 Group Trustee Board
- c) the Group Chair has right of attendance
- d) the Group Lead Volunteer has right of attendance

Sub- team members are not Trustees unless they are already members of the appointing Group Trustee Board.

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

Group Scout Council – Conduct of Meetings

The Group Scout Council meets at their AGM

It would be unusual for there to be additional meetings of the Group Scout Council. This is because the primary task of the Group Scout Council is to appoint the Group Trustee Board. If a Chair or Treasurer resigns before the next AGM, the vacancy must be filled as soon as possible. During the vacancy, all actions must be taken via a majority vote of the Trustees. The ex officio members of the Trustee Board must be present at the meeting.

Such appointments are short-term, until the next AGM. The Trustees must do one of the following:

- a) appoint a current Trustee to the role
- b) co-opt a Trustee to take the role, in line with provisions in the charity's constitution for co-opting Trustees

A Group 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 Group Trustee Board.

Group Scout Council meetings are chaired by the Group Chair. If the Group Chair is unable to be present, the Group Chair may appoint a delegate to chair a meeting of the Group Scout Council

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

Only Group Scout Council members may vote in Group Scout Council meetings.

The quorum for a Group Scout Council meeting is agreed by the Group Scout Council at their AGM and is currently 17.

If there is no quorum present at a meeting of the Group Scout Council, the meeting must be closed and reconvened at the earliest available 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 Group Scout Council may meet by video conference as well as, or instead of, face to face when agreed by the Group Chair. The Group 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 Group Scout Council, whether face-to-face or otherwise, must be properly recorded and minuted.

Group Trustee Board - Conduct of Meetings

Meetings of the Group Trustee Board should be convened on at least two weeks' notice, though it is good practice to schedule meeting dates well in advance.

Meetings may be convened on shorter notice, using the guidance below.

Group Trustee Board meetings are chaired by the Group Chair.

If the Group Chair is unable to be present at a meeting, the Group Trustee Board may choose a member to act as Chair for the duration of the meeting of the Group 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 Group Trustee Board may vote in its meetings.

The quorum for a meeting of a Group Trustee Board is one third of the Trustees (ex officio plus appointed plus co-opted) plus one [round down if necessary]. So, a Trustee Board with 10 members would have a quorum of four. And a Trustee Board with six members would have a quorum of three. Where 12 trustees are in post this would give a quorum of 5.

For any sub-teams of the Group Trustee Board, the quorum for each sub- team must be set by the Group 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 Group Trustee Board, or a meeting of 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 meeting Chair does not have a casting vote, and the matter is taken not to have been carried.

To fulfil their responsibilities, the Group Trustee Board may meet by video conference or in person, as determined by the Group Chair. This includes 'hybrid' meetings, where some Trustees are present at an agreed location while others participate remotely via phone or video.

Whether hybrid or in person, it is important that all persons present at a meeting are able to:

- be seen
- ask questions
- join in the debate
- see, share and display documents such as resolutions

Where urgent matters arise between scheduled meetings of the Group Trustee Board and if it is not feasible to convene a meeting of the Trustee Board, electronic voting (such as email) may be used for decision making provided the Group Chair deems it appropriate.

Digital applications other than email are generally not appropriate to be used for such decision making. This includes WhatsApp, Doodle and similar tools, which should only be considered in exceptional circumstances and with the agreement of the Group Chair.

For such decisions taken between meetings, a minimum of 75% of the total number of Trustees must approve the matter. The results of the vote must be reported to, and recorded in the minutes of, the next Group Trustee Board meeting.