

CHESHIRE COUNTY SCOUT COUNCIL CONSTITUTION

1. Introduction

This Constitution was approved by Cheshire County Scout Council at its Annual General Meeting held on Tuesday 13 June 2023.

Cheshire County Scout Council accepts the Constitution as set out in 5.4 of Policy Organisation & Rules (POR).

To meet the requirements of 5.4, to specify membership where options are given therein and to record clauses governing local procedures and conduct of meetings the following additions are made to that constitution.

2. Annual General Meeting

- a. An Annual General Meeting will be held to which all adult members and associate members (see County roles in POR Chapter 16 Roles) shall be invited.
- b. Only those who qualify for membership under Rule 5.4.2 will be eligible to vote. "Invited members" will not vote.
- c. Under normal circumstances the Annual General Meeting will be called to take place during June (within six months of the end of our financial year 31 December).
- d. A minimum of twenty-one days' notice of the meeting will be given to each member by the County Secretary.
- e. The business of the Annual General Meeting of Cheshire County Scout Council will be to: -
 - i. Meet the clauses laid down in Rule 5.4.3
 - Receive and consider the Trustee's Annual Report, including the annual statement of accounts prepared by the Trustee Board;
 - Approve the County Commissioner's nomination of the Chair of the Trustee Board and nominated members of the Trustee Board;
 - Elect a Secretary to the Trustee Board (non-Trustee);
 - 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
 - Elect TWO representatives of the County Scout Council to serve as Nominated Members of the Council of The Scout Association;
 - Elect TWO representatives of the County Scout Council to serve as Nominated members (18-24) on the Council of The Scout Association;
 - Appoint (or re-appoint) an independent examiner.
 - ii. Receive Nominated members

- g. In the event of a casual vacancy occurring in its membership during the year the Trustee Board is empowered to fill that vacancy from amongst the membership of Cheshire County Scout Council for the term the original member expected to serve.

5. Trustee Board Meetings

- a. The Trustee Board will normally meet six times a year to fulfil its responsibilities of promoting the development of Scouting in the County and all the organisational, financial, administrative and other responsibilities entailed (see Rule 5.16): -
 - Give support to the County Commissioner in meeting the responsibilities of the appointment and to provide support for Scout Districts;
 - Receive reports from Officers and sub-committees and resolve matters of outstanding business arising there from.
- b. The Trustee Board will annually review and agree the terms of reference for the sub-committees it deems necessary to appoint to secure its effective working.
- c. Sub-committee meetings shall be arranged as far as practicable so that notes of the most recent meetings are available for distribution with the Calling Notice for the ensuing Trustee Board meeting.
- d. A minimum fourteen days' notice of any calendared meeting of the Trustee Board and its sub-committees shall be given to members by the respective secretary or convener.
- e. The County Chair shall decide if an extra-ordinary meeting of the Trustee Board is required.
- f. Members of Cheshire County Scout Council, who are not members of the Trustee Board may attend meetings of the Trustee Board, but will not be eligible to vote nor to speak unless invited to do so by the Chair. Members should notify the County Secretary in advance of their intention to attend a Trustee Board meeting.
- g. 'Invited members' of the Trustee Board will not vote.

6. General Conduct of Meetings

- a. 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 chair does not have a casting vote and the matter is taken not to have been carried.
- b. Thirty-five members of the Council present shall be quorum. The quorum for the Trustee Board and for any sub-committees of the Trustee Board is one third of membership, plus one.
- c. Electronic voting (such as email) is allowed for decision making of Cheshire County Scout Council, Trustee Board and its sub-Committees when deemed appropriate by the Chair. In such instances at least 75% of committee members must approve the decision.
- d. Cheshire County Scout Council, Trustee Board and its sub-Committees can meet by telephone and/or video conference as well as face to face in order to discharge their

responsibilities when agreed by the appropriate Chair. This includes 'hybrid' meetings, where some members join by telephone or video.

7. Vice Presidents

Vice Presidents will be nominated by the County President after consultation with the County Commissioner and the County Chair. Nominations will be put before the Annual General Meeting of Cheshire County Scout Council for approval.

8. Constitution Review

This Constitution will be reviewed annually by the Trustee Board and re-adopted by the County Scout Council at each AGM.