

# Policy, Organisation and Rules

## 5. b. Local governance of Groups, Districts and Counties

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### 5b.1. Scope

#### 5b.1.1.1 Federation of charities

This chapter applies only to Groups, Districts and Counties within the Scouts' federation of charities operating under The Scout Association's Royal Charter.

Matters concerning UK Headquarters and Country Headquarters are detailed in POR Chapter 6.

#### 5b.1.1.2 Status of each charity

- a. In countries other than Scotland, each Group, District and County is a separate, unincorporated educational charity within the Federation, operating under the Royal Charter. They must operate as such, regardless of whether they are:
  - a. registered with a charity regulator (see POR 5a.1.1.2)
  - b. in England and Wales, an excepted charity (see POR 5a.1.2.2)
  - c. not a charity in law.

These local charities must not be incorporated.

- b. In Scotland, a Group, District or Region may choose to register as an Unincorporated Scottish Charity but is not required to do so. They must not register as a Scottish Charitable Incorporated Organisation (SCIO) as they must remain part of the Federation and operate under its Royal Charter.

Scottish Scout units not registered with OSCR may not claim gift aid (see POR 5e.8.1.4)

#### 5b.1.1.3 Trustees of the charity

Whether registered or not, members of the relevant Trustee Board must act collectively as the Trustees of their Scout unit, and in the best interests of the Scout Unit's members.

#### 5b.1.1.4 Members of the charity

The members of the Scout unit eligible to vote at their AGM are the members of the relevant Scout Council as detailed in POR 5b.3.2.

#### 5b.1.1.5 Execution of contracts and other legal documents

As unincorporated charities, Groups, Districts and Counties do not have their own corporate status. This means they must not enter into contracts in the name of the Group, District or County. Instead, contracts and other legal documents must be executed by the trustees on behalf of the organisation. These documents may refer to the trustees collectively as 'the Trustees of ...' or name them individually 'as trustees of ...'. These documents must be signed by trustees authorised by the Trustee Board.

#### 5b.1.1.6 Constitution and organisation

Within Scouts, charities must be constituted and operate within the framework of:

- a. the Royal Charter
- b. the Byelaws
- c. Policy, Organisation and Rules

to benefit from formal membership of The Scout Association.

This also includes:

- a. Use of branding (POR Chapter 2e)
- b. Membership (POR Chapter 3)
- c. Insurance (POR Chapter 5g)

d. Wearing of uniform (POR Chapter 10)

#### **5b.1.1.7 Governance arrangements**

The governance arrangements for Groups, Districts and Counties are governed by this POR Chapter 5b.

Note that the financial arrangements for Groups, Districts and Counties are included in POR Chapter 5e.

Fundraising guidance for Groups, Districts and Counties is included in POR Chapter 5f.

#### **5b.1.1.8 Registered charities**

POR Chapter 5a applies if the charity is registered with their charity regulator (or, in England and Wales, if it is an excepted charity), including if it has ownership of land or property.

#### **5b.1.1.9 Counties with no Districts**

For Counties that have no Districts, or have a directly administered District or Group, the County Trustee Board must also assume the District-related or Group-related responsibilities of this chapter.

#### **5b.1.1.10 Directly administered Groups**

For Districts that have a directly administered Group, the District Trustee Board must also assume the Group-related responsibilities of this chapter.

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## **5b.2. Constitution – governance context**

### **5b.2.1.1 Good governance**

Good governance focusses on oversight and strategy and maintains focus on supporting and assuring the organisation's strategic goals. Every member of the Federation must adopt a governing document. In the Scouts' Federation of charities, and in this Chapter, the governing document is referred to as a constitution.

### **5b.2.1.2 Governing document**

- a. A governing document explains what the member of the Federation is set up to do, and how it operates, it sets out the rules to be followed in the governance of the member of the Federation. In Scouts the governing document of each member of the Federation is called their constitution. All Trustees must understand their constitution, and make sure it is kept up to date.
- b. The principal governing document of The Scout Association is the Royal Charter.
- c. In countries other than Scotland, POR Chapter 5c includes the model constitution which should be adopted by each Group, District and County as their governing document.  
In Scotland, POR Chapter 5d includes the model constitution which should be adopted by each Group, District and County as their governing document.
- d. Every Trustee Board must ensure that their charity's aims are aligned with The Scout Association's overall aims and strategic goals and are being delivered effectively and sustainably.

### **5b.2.1.3 Charitable purpose**

Charities exist to fulfil their charitable purposes. Trustees must understand the environment in which the charity is operating and lead the charity in fulfilling its purposes as effectively as possible with the resources available. To do otherwise would be failing beneficiaries, funders and supporters.

### **5b.2.1.4 Collective responsibility of Trustees**

The Trustees must collectively:

- a. ensure that the charity is carrying out its purposes for the public benefit
- b. comply with the charity's governing document and the law
- c. act in the charity's best interests
- d. manage the charity's resources responsibly
- e. act with reasonable care and skill
- f. ensure the Scout unit is operating in compliance with POR and the local charity regulator, including effective management of each of the Key Policies listed in POR Chapter 2a. This includes ensuring that their Scout unit meets its responsibilities in respect of each the Key Policies, including:
  - a. meeting the responsibilities and obligations of the Safeguarding Policy (POR 2a.7)
  - b. meeting the responsibilities and obligations of the Safety Policy (POR 2a.8)
  - c. complying with data protection law, recognising that, dependent on circumstances, it may at different times act as a Data Controller and as a Data Processor. This includes ensuring all data is processed in line with POR 2a.3.2.1
  - d. ensuring that the Leadership Team has provisions in place to respond to [data breaches](#), data protection complaints and [subject rights requests](#)

#### 5b.2.1.5 Trustee Board team description

There is a [team description for a Trustee Board](#).

#### 5b.2.1.6 Charity registration

Some Groups, Districts or Counties may also need to register as a charity. It is also important that each Trustee Board is aware of the charity regulator that governs them. (See POR Chapter 5a for details).

#### 5b.2.1.7 Trustee support networks

- a. To support effective governance and share good practice across the Groups of the District, the District Chair and District Treasurer should create support network(s) amongst the Group Chairs and Group Treasurers of the District.
- b. To support effective governance and share good practice across the Districts of the County, the County Chair and Treasurer should create a support network amongst the District Chairs and Treasurers of the County.

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### 5b.3. Constitution - requirement

#### 5b.3.1.1 Scope

The rules in POR 5b.3 applies to each Group, District and County, whether or not it is registered with a charity regulator.

#### 5b.3.1.2 Model constitution

Every charity within the Scouts' federation of charities must have an agreed constitution. Although a charity may agree its own constitution, it is very strongly encouraged that each Group, District and County adopts the relevant model constitutions from those provided in POR Chapters 5c and 5d.

#### 5b.3.1.3 Varying the model constitution

Any variations to the model constitution must be consistent with the rest of POR, and must not cause the Group, District or County to operate in a manner that breaches POR.

#### 5b.3.1.4 Adopting the model constitution unchanged

A Group, District, or County which adopts unchanged the relevant model constitution from POR Chapter 5c or 5d must record in their AGM minutes that the POR Chapter 5c or 5d model constitution is fully adopted as its constitution. In this case, a copy of the constitution does not need to be attached to the AGM minutes – it is sufficient for the adoption of the relevant constitution from POR Chapter 5c or 5d to be stated in the AGM minutes, though the minute recording the adoption should include the phrase “as may be amended in POR from time to time”.

#### 5b.3.1.5 Adopting the model constitution with local amendments

A Group, District, or County which adopts the model constitution in POR Chapter 5c or Chapter 5d as appropriate but makes a local amendment to the model constitution, must describe the amendment at their AGM, gain the Scout Council's approval for the local amendments, and record in the minutes of their AGM:

- a. the adoption of the model constitution from POR Chapter 5c or Chapter 5d as the basis of their constitution, though the minute recording the adoption should include the phrase “as may be amended in POR from time to time”
- b. the specifics of the local amendment(s) that it has adopted.
- c. clear reasoning for each local amendment.

#### 5b.3.1.6 Adopting a different constitution

A Group, District, or County which adopts its own constitution, must describe at the AGM, gain the Scout Council's agreement to the differences and record in the minutes of their AGM:

- a. the differences between their constitution and the relevant model constitution from POR Chapter 5c or Chapter 5d – the minute should make it clear that it is the most recent edition of POR (as at the AGM) is being used for the comparison
- b. clear reasoning for each of the differences
- c. confirmation that their Scout Council AGM recognises that it has approved a constitution that is not based around the model constitution from POR, and that the Scout Council has fully endorsed the differences between their constitution and the model constitution

### 5b.3.2 Scout Council – Annual General Meeting

#### 5b.3.2.1 Timing

Each Scout Council must hold an Annual General Meeting (AGM) within six months of the end of the Group's, District's or County's financial year. Trustee Boards should give all members of their Scout Council at least four weeks' notice of the date of the AGM.

#### 5b.3.2.2 Trustee Annual Report and Accounts

Before the AGM, the Trustee Board must prepare and approve the Trustees' Annual Report and the annual statement of accounts. The accounts must have completed their examination by an appropriate auditor or independent examiner (see POR 5e.3). This must include the formal approved report from the auditor or independent examiner.