

### **Preamble**

Whereas:

- (a) Scouting exists to actively engage and support young people in their personal development, empowering them to make a positive contribution to society.
- (b) with effect from 1 April 2008 the support structure for Scouting in Scotland was changed from one based on 31 Area Scout Councils to one based on 8 Regional Scout Councils,
- (c) Greater Glasgow and Lanarkshire Area Scout Councils resolved to amalgamate, with effect from 1 April 2008, to form The Clyde Regional Scout Council,
- (d) for practical reasons it was agreed by each of these Area Scout Councils that, after changing its name and Constitution, Greater Glasgow Area Scout Council should become the Clyde Regional Scout Council, and
- (e) the Clyde Regional Scout Council is the successor to each of the Area Scout Councils referred to in (c) above.
- (f) ,The Clyde Regional Scout Council has resolved to become known as Clyde Scouts, with effect from 1 November 2016.

The members of the Clyde Regional Scout Council adopted the following Constitution at their first meeting held on 23 April 2008 and as updated on 18/11/2015 and then on 12/10/2016.

### **1. Clyde Scouts**

Clyde Scouts, as a Regional Scout Council ("RSC") recognised by Scouts Scotland, is responsible for overseeing and supporting Scouting in the local authority areas of City of Glasgow, East Dunbartonshire, East Renfrewshire, North Lanarkshire and South Lanarkshire. It has a particular responsibility for supporting District Scout Councils in the Region in regard to development, recruitment, adult training and public relations. It is an autonomous body, affiliated to the Scout Association, and its affairs are managed by the Regional Executive Committee.

### **2. President & Vice Presidents**

The RSC may appoint a President and one or more Vice Presidents from time to time and for such periods as it may decide.

### **3. Membership of the Regional Scout Council (RSC)**

Membership of the RSC shall consist of

- o the President and Vice Presidents (if any)
- o the Regional Chair, Regional Vice Chair, Regional Secretary and Regional Treasurer
- o the Regional Commissioner, Deputy Regional Commissioners, Assistant Regional Commissioners and Regional Advisers
- o all District Commissioners, District Chairmen and Group Scout Leaders in the Region, including those holding provisional appointments
- o two named representatives of each District Scout Council in the Region
- o those District Youth Representatives who are members of The Council of Scouts Scotland.

- o the Chief Commissioner of Scotland and the Chair of the Board of Trustees of Scouts Scotland, and
- o any persons elected or re-elected annually by the RSC on the recommendation of the Regional Commissioner and the Regional Executive Committee.

#### 4. Meetings of the RSC

4.1 The RSC shall hold an Annual General Meeting as soon as practicable after the end of each financial year, and in any event within eight months of the end of each financial year.

At each Annual General Meeting the business shall be:

- 4.1.1 to approve minutes of the previous Annual General Meeting and any subsequent Ordinary Meeting or Extraordinary General Meeting
- 4.1.2 to receive, to consider and, if thought fit, to adopt the Annual Report of the Regional Executive Committee, including annual accounts and associated financial statements
- 4.1.3 (if appropriate) to elect or re-elect a Regional President and/or Vice Presidents
- 4.1.4 to receive and, if thought fit, to approve the Regional Commissioner's nomination of the Regional Chair, who shall not be a Scouter holding a Regional appointment in that Region and who may serve for no more than 2 triennial periods
- 4.1.5 to elect a Regional Vice Chair, Regional Treasurer and (unless it is a remunerated post) a Regional Secretary, who may serve for no more than 2 triennial periods, none of whom shall be a Scouter holding a Regional appointment in that Region
- 4.1.6 to elect elected members of the Regional Executive Committee, as may be required in terms of its Bylaws, who may serve for no more than 2 triennial periods
- 4.1.7 to receive and, if thought fit, to approve the Regional Commissioner's nominations of nominated members of the Regional Executive Committee
- 4.1.8 to elect a nominated member and a nominated youth representative to the Council of the Scout Association
- 4.1.9 to appoint three nominated members from the Regional Scout Council (ideally the Regional President, Secretary & Treasurer) to serve as delegates on the Council of Scouts Scotland
- 4.1.10 to appoint a suitably qualified auditor or independent examiner, as appropriate
- 4.1.11 to receive a report from the Regional Commissioner and
- 4.1.12 to transact any other business which was specified in the agenda for the meeting either at the request of the Regional Executive Committee or by a requisition signed by five members of the RSC and lodged with the Regional Secretary at least four weeks prior to the meeting.
- 4.2 An Extraordinary Meeting of the RSC shall be called by the Regional Secretary within sixty days at the request of the Regional Executive Committee, or either the Regional Chair or the Regional Commissioner, or by requisition signed by twenty members of the RSC. At Extraordinary Meetings, the business shall be limited to the purpose for which the meeting was called.
- 4.3 Notice of all meetings of the RSC, including a copy of the agenda, shall be issued to members of the RSC at least two weeks prior to the date of the meeting, either in paper form or electronically. Such notice may be given by including it in a newsletter or other publication which is circulated throughout the Region.
- 4.4 The President (if one has been appointed and if he or she is present and wishes to take the chair) shall preside at meetings of the RSC. Otherwise, the Regional Chair shall preside and, in his or her absence, the meeting shall elect a chairman from the members present.

### 5. Regional Executive Committee

The Regional Executive Committee shall be responsible to the RSC for managing the affairs of Clyde Scouts, for supporting the Regional Commissioner in meeting the responsibilities of his or her appointment and for providing support for Scout Active Support Units operated at Region level and Scout Districts, Groups, Explorer Scout & Scout Network Units in the Region. It shall be specifically responsible for:

- promoting the development of Scouting in the Region and arranging for harmonious cooperation with other organisations;
- acting on matters relating to the Region's finance and property;
- appointing sub-committees and overseeing their operation;
- appointing a Regional Secretary from time to time if it is a remunerated post and for dealing with any staff matters;
- supervising the administration of Districts, particularly in relation to finance and property matters;
- attending to Regional administration, including matters relating to adult appointments, registrations and membership of The Scout Association;
- complying with legislation applicable to Scottish charities; and
- approving an Annual Report including annual accounts and associated financial statements, for submission to the Annual General Meeting of the RSC;

The Regional Executive Committee may enact and from time to time alter such Bylaws as it may consider appropriate for the regulation of its procedures and the powers and procedures of its sub-committees, provided that any changes in the Bylaws shall be reported to the next Annual General Meeting of the RSC.

The members of the Regional Executive Committee shall serve as charity trustees for the RSC and in that capacity they shall have the fullest powers to administer and manage the RSCs affairs in furtherance of its charitable purposes provided that the RSCs assets are to be applied solely for the purposes, management and administration of Scouting. In particular, but without limitation, the Regional Executive Committee shall have power, subject to appropriate disclosure in the next Annual Report,

- (i) to lend and to borrow
- (ii) to invest widely
- (iii) to raise funds by levying a subscription on members of the Association in the Region
- (iv) to award grants, including grants to one or more of their number
- (v) to engage one or more of their number or their relations, either directly or through a connected company or firm, to provide on a commercial basis services which they are suitably qualified to provide
- (vi) to grant honoraria, including honoraria to one or more of their number, and
- (vii) to reimburse one or more of their number from the RSC's funds for all or part of any expenses reasonably incurred in the course of their duties.

### 6. Membership of the Regional Executive Committee

The Regional Executive Committee shall consist of:

*Ex officio members:* the Regional Chair, Regional Vice Chair, Regional Commissioner, Regional Secretary and Regional Treasurer

*Elected members:* Six members of the RSC elected in accordance with the Bylaws of Clyde Scouts, of which not more than one elected member shall be from the same Scout District holding a Scout appointment in that District. Of the elected members of the Regional Executive Committee, one-third shall retire at the Annual General meeting in each year in accordance with the Bylaws. Retiring members may be nominated for a further consecutive triennial term. A member serving two consecutive full triennial terms shall not be eligible for re-election in the year of their retiral.

*Nominated members:* persons nominated annually by the Regional Commissioner and whose nominations are approved at the Regional Annual General Meeting; and

*Co-opted members:* not more than four persons co-opted annually by the Regional Executive Committee.

*Appointed members* The Chair of all sub-Committees which report directly to the Regional Executive Committee.

provided that (a) at the time of their nomination, the number of nominated members must not exceed the number of elected members, (b) persons ineligible to be charity trustees may not serve on the Committee, (c) nominated members and co-opted members need not already be members of the RSC and (d) when considering the appointment of co-opted members, the Committee shall use its best endeavours, if necessary, to ensure that at least two members of the Committee are aged 18 years or over, but less than 25 years.

The Regional Chair shall be the Chair of the Regional Executive Committee.

The Chief Commissioner of Scotland and the Chair of the Board of Trustees of Scouts Scotland shall have the right of attendance at meetings of the Regional Executive Committee.

The Regional Executive Committee may fill casual vacancies in their number by interim appointment until the next Annual General Meeting of the RSC.

### 7. Sub Committees

The Regional Executive Committee shall appoint an Appointments Advisory Sub-Committee and such other sub-committees as it decides. The Regional Executive Committee shall appoint the chairs, secretaries and members of all sub-committees which report directly to it, who need not be members of the RSC or of the Regional Executive Committee. The Regional Chair and Regional Commissioner shall be ex officio members of all sub-committees.

The Appointments Advisory Sub-Committee shall be responsible to the Regional Executive Committee for carrying out the process of assessing the suitability of all adult applicants for Regional appointments, including District Commissioners, Deputy District Commissioners and for associated matters, including applications for change of appointment and the periodic review of existing appointments, all in accordance with the Rules of The Scout Association as applicable in Scotland.

The Regional Executive Committee shall set within its' bylaws the terms of reference and process of appointing members of any other sub-committees.

### 8. Conduct of Meetings

At meetings of the RSC, a quorum shall consist of such number of members present in person as the RSC shall by resolution have determined. However, if a meeting of the RSC is not quorate, it shall be rearranged for a date, time and place decided by the Regional Executive Committee and the rearranged meeting shall proceed whether or not a quorum is present.

The quorum at meetings of the Regional Executive Committee and its sub-committees shall be prescribed in Bylaws.

If any member of the RSC, Regional Executive Committee or of any of its sub-committees holds a remunerated post in the Region, he or she shall not be entitled to vote at meetings.

Except in relation to proposed constitutional alterations, decisions at meetings of the RSC, the Regional Executive Committee and its sub-committees shall be determined by a simple majority of the votes cast in person by those entitled to vote. The chairman of the meeting shall not have a casting vote and in the event of an equal number of votes being cast for and against a proposal, it shall be declared that the proposal has not been carried.

### 9. Alterations to the Constitution

No alterations shall be made to this Constitution except by resolution of the RSC at a meeting of the RSC at which at least two-thirds of the votes cast in person by those entitled to vote are in favour of the change or changes. Particulars of the proposed change or changes must accompany the notice calling the meeting.