



**Scouts**

**Trustee Workshop**  
**Humberside, 24<sup>th</sup> February 2024**

# Why we're transforming our charity governance

## Introduction

As part of the work to transform the volunteer experience within Scouts there are changes to Executive Committees and how they function.

These changes are informed by:

1. The evolution of good practice guidance from charity regulators, in our case the Charity Commission
2. Our move to a teams-based approach

These cultural and procedural changes to how Executive Committees operate will support our Skills for Life strategy, our 'North Star' and the overall aims of the volunteer experience transformation.



## Setting up for success

Good governance is fundamental to a charity's success, enabling and supporting the charity to:

- Meet the charity's objectives
- Comply with the law and relevant regulations

Good practice for charities is set by the charity regulators, and there have been some significant changes over the past few years.

Note that these changes apply whether or not your charity is registered with the Charity Commission. They apply to all Groups, Districts and Counties.



# Key points to note

## Every Group / District / County is a charity

- The Scouts is a federation of charities ‘under’ our Royal Charter
- There are 91 ‘Scout’ charities in Humberside [there are 6250 in England]
- Each Group, District, County is a separate - but not an independent - charity

## In England, the charity regulator is the Charity Commission

- Most Groups, Districts, Counties are ‘excepted charities’ with no need to register with the Charity Commission

### **2. How charity law applies to excepted charities**

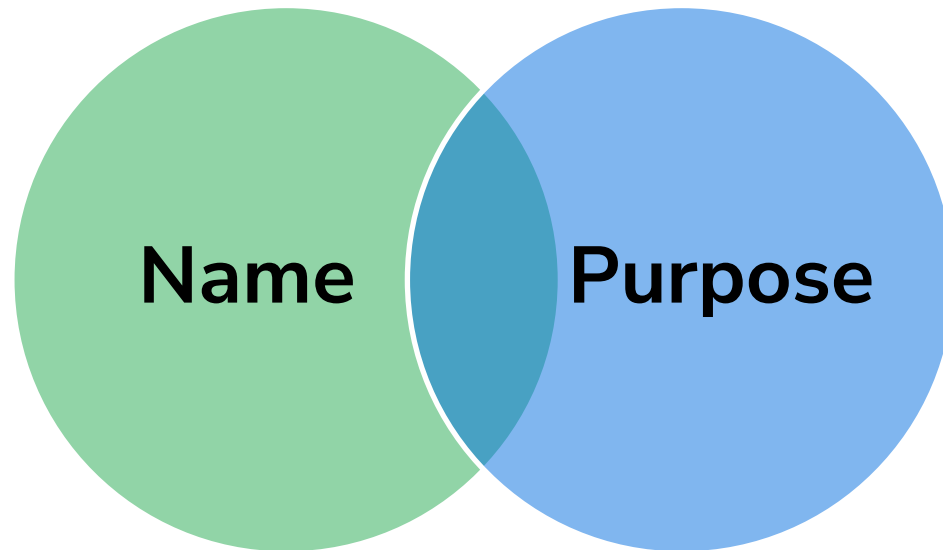
Apart from not having to register or make annual returns, excepted charities must comply with charity law. Their trustees have the same [responsibilities as trustees](#) of any other charity.

- Some Counties/Districts/Groups must register with the Charity Commission – normally if they have property or high income (but see detail in POR 13.1.2)

**For Trustee Boards, what has changed already?**

## What's changed already?

To bring us in line with the good practice guidance set out by the charity regulators two key areas have already changed, in/from April 2023.



These two changes did/do not require adoption at an AGM. They only needed to change in POR.





## Renaming as Trustee Boards

Executive Committees have been renamed as Trustee Boards, members of which are renamed as Trustees

### Why this change?

- To align with good practice guidance from the charity regulators
- To help reinforce the purpose of Trustee Boards and focus on the role and responsibilities of being a charity Trustee

## Trustee Board - Purpose

Trustee Boards need to focus on governance and now have a clearer purpose statement in POR to reflect this.

### Why this change?

- To align with good practice guidance from charity regulators, including the Charity Commission
- To focus on ensuring effective governance as the core responsibility of any charity Trustee Board and to ensure that the charity focusses on meeting its objectives





## Trustee Board - Purpose

Elements of the purpose of a Trustee Board include:

- **Being confident that:**
  - Young people are meaningfully involved in decision making at all levels
  - There are sufficient resources available to meet any planned work
  - Scouts has a positive image in their local community
- **Managing risk:**
  - Developing and maintaining a risk register, including the appropriate mitigations
- **Ensuring that:**
  - The charity's finances are properly managed and appropriately budgeted
  - Appropriate insurances are in place
  - Effective administration is in place to support the work of the Trustee Board



## What this looks like in practice

Some areas are for trustees **to be confident** that they are being done.

Some areas, the core governance tasks, are for trustees **themselves collectively** to do.

Operational tasks such as repairing the hut, cutting grass, fundraising and similar are still very important but are not Trustee responsibilities.

These will be managed through the Group Leadership Team, or the Support Team in a District or County.

These tasks can of course still be carried out by people who are Trustees. However, they will be managed under the relevant operational team rather than in their Trustee role.







## Your Constitution

All Trustee Boards must ensure they have adopted a constitution as their governing document.

This could be:

- The constitution as set out in POR
- An adapted version of the constitution as set out in POR (but note the POR statement that “Although every charity can agree its own constitution, it is very strongly encouraged that each Group, District and County adopt the constitution that is shown in POR”)

### When should this be done?

- If you haven't already adopted a constitution, this must be done formally at the next AGM
- It's good practice to re-adopt your constitution at every AGM

**From census 2024 ....**

## From Census 2024 .....

### Humberside

- 91 charities (1 County, 9 Districts, 81 Groups)  
[330 charities in England]
- 52 Chairs (57%)  
66 Treasurers (73%)  
45 Secretaries (49%)
- 18 Trustee Boards (20%) have 1 or more Trustees aged 18-25  
[1 County, 3 District, 14 Group]  
[1 County, 1 District, 1 Group have 2 or more aged 18-25]
- 32 (35%) claim gift aid [average claimed = £1098]

## In Census 2024 we asked .....

### Charity status

- Every Scout Group is a charity, whether or not registered with the Charity Commission. Is your Scout Group a registered charity with the Charity Commission (England & Wales)?

### Governance

- How many members of the Trustee Board are aged under 25?
- Please indicate how many Section Leaders (BSL, CSL, SL) from your Group have opted-in to membership of the Trustee Board.
- Please indicate how many other adults who hold a delivery role in Scouting (Assistant Leaders, Section Assistants, Commissioners, etc.) hold roles on the Trustee Board. Do not include Ex Officio members of the Trustee Board in this number.
- Has your Group/District/County formally adopted (at an AGM) a constitution for your Group?



## From Census 2024, in Humberside .....

### Governance

- How many members of the Trustee Board are aged under 25?  
.... *18 (20%) have 1 or more Trustees aged under 25*
- Indicate how many Section Leaders (BSL, CSL, SL) from your Group have opted-in to membership of the Trustee Board.  
.... *55 charities (60%) had Section Leaders who opted in as ex officio (157 leaders in total)*  
.... *36 charities (40%) did not*
- Indicate how many other adults who hold a delivery role in Scouting (Assistant Leaders, Section Assistants, Commissioners, etc.) hold roles on the Trustee Board. Do not include Ex Officio members of the Trustee Board in this number.  
.... *36 charities (40%) had 'leaders' in non-ex-officio roles (91 in total)*  
.... *55 charities (60%) did not*

## From Census 2024, in Humberside .....

### Constitution

Has your Group/District/County formally adopted (at an AGM) a constitution?

- 41 (45%) have adopted a constitution, of which ...
  - 36 adopted the POR model constitution
  - 4 adopted the POR model constitution with some amendment
  - 1 used another constitution
- 30 (33%) have not adopted a constitution
- 20 (22%) did not know

### For Census **2025** ...

We need to get to **100%** who have adopted the POR model constitution at their AGM

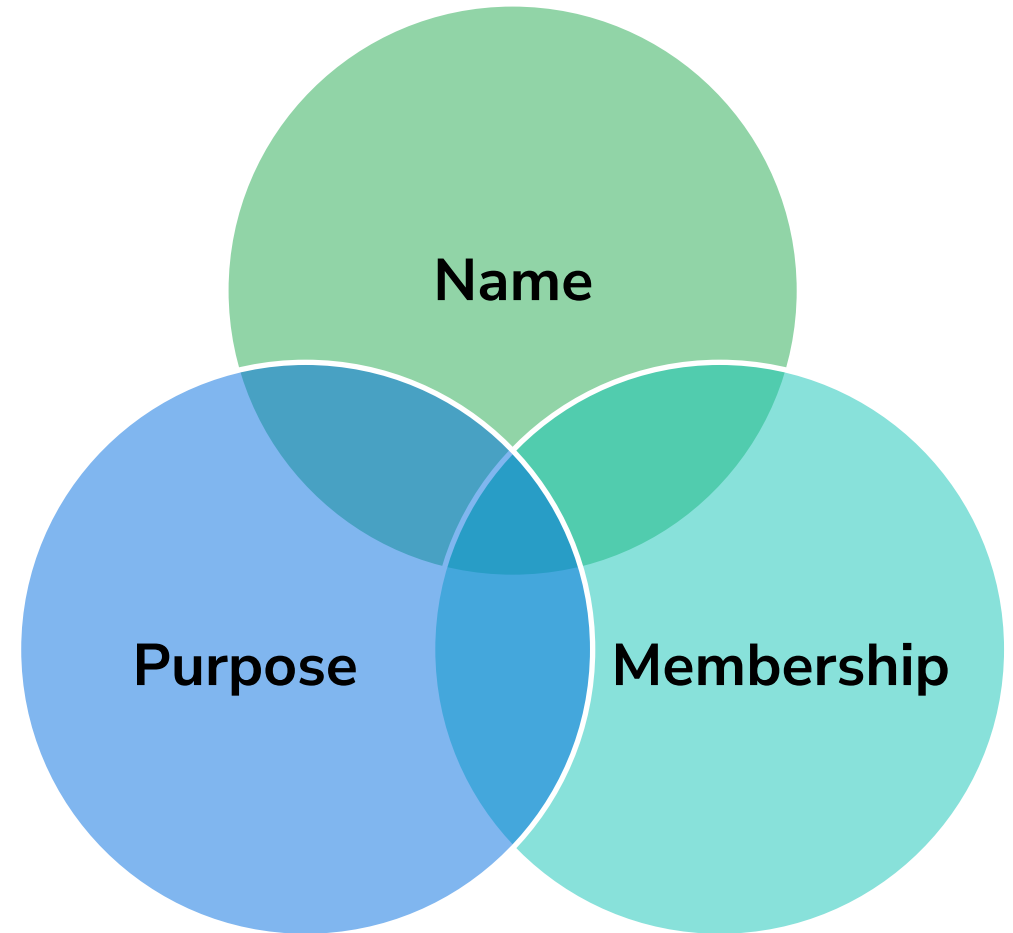
**For Trustee Boards, what else is changing?**

## Changes to Trustee Board membership

To bring our governance up-to-date with current charity sector good practice we need to ensure that Trustee Boards are the right size and have the appropriate membership to deliver their purpose.

The Trustee Board membership changes will be detailed in full in the March 2024 edition of POR which will be 'live' from 1<sup>st</sup> April 2024.

At your next AGM after 1<sup>st</sup> April 2024, your next Trustee Board must be appointed using these new rules and the updated constitution to reflect these new rules must be adopted.



## Trustee Board - Membership

### What is changing?

As a continuation of the work to align Scouts' Trustee Boards with good practice guidance from charity regulators (in all nations):

- **Trustee Board Size** - Having enough people to have a range of views, without making decisions difficult
- **Membership Periods** - Ensuring Trustee Boards are progressively refreshed and continue to have objectivity
- **Administration** - To ensure Trustees can play a full role in board discussions and decisions, but underpinned by excellent administration





# Trustee Board Size

In line with charity sector good practice, Trustee Boards, should:

- Have between 5 and 12 Trustees
- Be supported by excellent administration

and will comprise:

- Chair
- Treasurer
- Lead Volunteer - ex-officio
- Youth Lead - ex-officio  
(District and County)
- Other appointed Trustees
- Co-opted Trustees (where appropriate)







# Trustee Board membership

## Ex-officio Trustees

### Group - Group Lead Volunteer

**Removed:** Deputy Group Scout Leader, Section Leaders, Sponsoring authority, Secretary

### District - District Lead Volunteer and District Youth Lead

**Removed:** DESC, DSNC, Secretary

### County - County Lead Volunteer and County Youth Lead

**Removed:** Secretary

Shared ex-officio roles (e.g. joint District Youth Lead) must all be eligible to be Trustees and must complete Trustee learning, but only one will use the ex-officio position



# Trustee Board membership

## Appointed & Co-opted Trustees

- ‘Appointed’ Trustees replace ‘Nominated’ and ‘Elected’ Trustees. This includes Chair and Treasurer roles.
- Good practice is to have a formal, rigorous and transparent procedure to select new trustees to the Trustee Board, which includes advertising vacancies widely
- Trustee Boards will agree what the open selection process is for all appointed Trustees, who will then be appointed at the AGM based on the outcome of this selection process
- Option to co-opt some Trustees continue. These are included in the 5 -12 membership size, with the number of co-opted Trustees not exceeding the number of appointed Trustees, excluding the Chair & Treasurer







## Trustee Board membership

### Excellent administration

- Trustee Boards need good administration and are collectively responsible for ensuring that this is in place
- Good administration is very important but is not, of itself, a Trustee responsibility. It is therefore part of the responsibility of the Group Leadership or District/County Support Team
- Current Secretaries will be automatically moved into a Trustee role as part of migration to the new system and the role itself will be discontinued
- Administration can be organised to suit individual Trustee Boards. For example, the current Secretary could become a member of the Group Leadership or District/County Support Team and carry out the admin tasks

# Membership Periods

- Appointed Trustees are appointed at the AGM, initially for up to 3 years
- Co-opted Trustees are appointed by the Trustee Board, initially for a period of one year. They would normally become Appointed Trustees at the next AGM
- All Trustee appointments (including Chair and Treasurer) can be extended by the Scout Council at the AGM in steps of (up to) 3 years
- An appointed or co-opted Trustee can be a member of a Trustee Board for a maximum of 9 years, in any role
- Membership periods will start from 2024 AGMs and do not include previous service as Trustees
- Ex-officio roles are not subject to membership periods as a Trustee (though their role may have a term limit)





## Additional Changes

- The Trustee Board must confirm, through processes set out by the regulators, that all Trustees are eligible
- Trustee Boards should have (at least) two members aged 18 to 25
- Anyone invited, or with the right of attendance, may attend a Trustee Board but does not have a formal vote.

Invited can include under 18's - views of young people should always be considered

- The quorum for a Trustee Board meeting will be 'one third of members, plus one'
- Scout Councils continue to set the quorum for their meetings (Scout Councils normally just meet for their AGM)

# Examples - Governance vs. Operational

## Short exercise

Using the sheet provided, in pairs/threes ....  
[pen or pencil required]

Which of the entries are **O**perational tasks and which are **G**overnance tasks?

# Persona Examples



## Linda – 1<sup>st</sup> Anytown Scout Group

### Exec Committee Member

- Look after buildings and property
- Helps to organise and run fundraising activities
- Maintains Group equipment



## Linda – 1<sup>st</sup> Anytown Scout Group

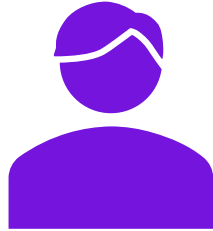
### As Group Trustee

- Takes full part in Trustee Board meetings as a Trustee, including oversight of buildings and property and budgeting

### As Member of Group Leadership Team (or in Support Sub-Team)

- Helps to manage/maintain Group property
- Helps to organise and run fundraising activities
- Helps to maintain Group equipment

# Persona Examples

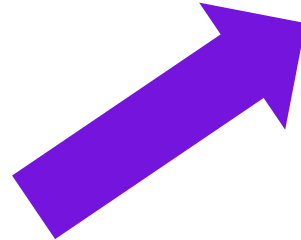


## Daniel – Anytown District

### District Exec Secretary

- Records minutes and actions of Exec Meetings
- Prepares meeting agendas
- Co-ordinates preparations for AGM

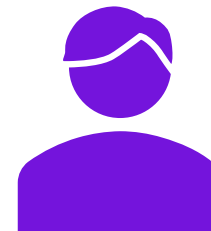
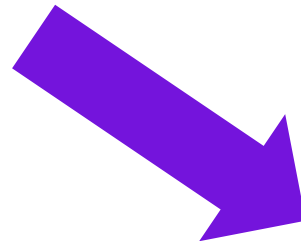
OR



## Daniel – Anytown District

### District Support Team Member

- Records minutes and actions of Exec Meetings
- Prepares meeting agendas
- Co-ordinates preparations for AGM



## Daniel – Anytown District

### As District Trustee

- Takes full part in Trustee Board meetings as a Trustee

### As District Support Team Member

- Ensures minutes and actions of Exec Meetings are recorded
- Prepares meeting agendas
- Co-ordinates preparations for AGM

# Persona Examples



## Wilma – 1<sup>st</sup> Anytown Scout Group

### Group Exec Treasurer

- Provides finance advice and reporting to Trustee Board
- With Trustee Board ensures appropriate insurances are in place
- Prepares annual accounts and ensures their timely 'audit'
- Pays invoices and expenses
- Manages banking and other financial transactions
- Keeps appropriate 'books' and copies of relevant support documentation



## Wilma – 1<sup>st</sup> Anytown Scout Group

### As Group Trustee Board Treasurer

- Provides finance advice and reporting to Trustee Board
- With Trustee Board ensures appropriate insurances are in place
- Prepares annual accounts and ensures their timely 'audit'

### As Member of Group Leadership Team (Support Sub-Team)

- Pays invoices and expenses
- Manages banking and other financial transactions
- Keeps appropriate 'books' and copies of relevant support documentation





## Next Steps



## Next Steps

- Any Humberside Groups, Districts still using the terms Executive Committees and Executive Committee Members must use the 'Trustee' terms from now. (This does not need agreement at an AGM.)
- All Trustee Boards must use the updated purpose statement in what they do and in their Trustee Board agenda planning. (This does not need agreement at an AGM.)
- All Trustee Boards must use the membership changes information to plan and begin implementing changes ready for adoption at their 2024 AGM
- Use the (2024) updated AGM template and script in your AGM planning





# Questions

**Thank you**