



1st Cookham Scout Group Constitution

Key Information			
Title:		1st Cookham Scout Group Constitution	
Type:		Group Constitution	
Status:		Approved	
Author:		Nigel Hague	
Owner:		Trustee Board Chair	
Date of publication:		15 / 04 / 2024	
Date of review:		21 / 08 / 2026	
Revision History			
Version 1	Approved	Date: 15 / 04 / 2024	First Release
Version 2 D Baddeley	Approved	Date: 21 / 08 / 2026	Update to Formatting. Realign POR numbering and content to latest version. Updates from previous version highlighted in red

Introduction

This document was approved by the Trustee Board at its meeting on 29 April 2024 with a view to adoption at the following AGM. It conforms to the model recommended by the Scout Association.

In the interest of openness, especially for new members of the Group Scout Council, the Group Scout Council should re-adopt their constitution at each Annual General Meeting (AGM).

In accordance with POR 5b.3.1.5 and 5b.3.1.6, any amendments or differences to the model constitution at POR 5c.1 below must be agreed at the AGM and fully recorded in the minutes of the AGM.

~~Apart from use at the Group AGM, this constitution must always be used in the context of 5.1, 5.2, 5.3 and 5.7.~~

The Group constitution must always be used in the context of the rules in POR Chapter 5b. Chapter 5b contains rules which must not be amended.

~~5c1.1.1~~ 5.4.1 Preamble

~~5.4.4~~ This constitution describes the role, membership and operation of the Group Scout Council, and the Group Trustee Board.

~~5c1.1.2~~ 5.4.2. Charitable Objects

~~5.4.2.1~~ [Rule 1.1 of The Scout Association Policy, Organisation and Rules] Our purpose is to actively engage and support young people in their personal development, empowering them to make a positive contribution to society.

~~5c.1.2~~ 5.4.3. The Group Scout Council and the Group Trustee Board

~~5c.1.2.1~~ 5.4.3.1 The Group Scout Council has a governance role for the charity and, in particular, makes Group Trustee Board appointments other than ex officio and co-opted appointments (~~see Rule 5.4.5.2.c~~).

~~5.4.3.2 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.~~

~~5c.1.2.2 5.4.3.3 The Group Scout Council has no Trustee responsibilities.~~

~~5.4.4. The Group Scout Council — membership~~

~~5.4.4.1 Membership of the Group Scout Council does not provide any membership status of the Scouts.~~

~~5.4.4.2 Group Scout Council membership~~

~~a) The ex-officio members of the Group Scout Council are members by virtue of their role in The Scouts:~~

- ~~• all adult members of the Group — see Group roles listed in the Chapter 16 Roles Table of The Scout Association's Policy, Organisation and Rules~~
- ~~• all Patrol Leaders of the Troop(s) in the Group~~
- ~~• all parents or carers of Squirrels, Beavers, Cubs and Scouts in the Group~~
- ~~• all Explorers, if so stated in a Partnership Agreement between the Unit, the Group and the District~~
- ~~• all parents and carers of Explorers, if so stated in a Partnership Agreement between the Unit, the Group and the District~~
- ~~• the Sponsoring Authority, where there is one, or its nominee~~
- ~~• the District Commissioner~~
- ~~• the District Chair~~

~~b) The appointed members of the Group Scout Council are other supporters of the Group appointed by the Group Scout Council on the recommendation of the Group **Lead Volunteer** and the Group Trustee Board. The number of appointed members must not exceed the number of ex-officio Group Scout Council members (see also (f) below). A Group Scout Council does not need to have any appointed members.~~

~~c) The community members of the Group 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 Group Scout Council on the recommendation of the Group **Lead Volunteer** and the Group Trustee Board. The number of community members must not exceed the number of ex-officio Group Scout Council members (see also (f) below).~~

~~d) The County Commissioner has the right of attendance at each Group Scout Council meeting in the County. e) Membership of the Group Scout Council ends when the:~~

- ~~• member resigns~~
- ~~• member no longer qualifies as a member of the Group Scout Council~~
- ~~• Group Scout Council is dissolved~~
- ~~• Group Scout Council membership is terminated by UK Headquarters following a recommendation by the Group Trustee Board.~~

~~f) The total number of appointed and community members of a Group Scout Council must not exceed the number of ex-officio members.~~

~~g) Appointed members of a Group Scout Council must each have a fixed period for their appointment of not more than three years. Subsequent reappointments are permitted.~~

~~h) Community members of a Group Scout Council are initially appointed for a term of one year, though they may be renewed annually at the AGM.~~

~~i) Group Trustee Board administration (see 5.4.7.9) 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). Scout Council members (whether ex-officio or appointed or community) must not be recorded as Scout Council Members on The Scout Association's membership system.~~

5c.1.2.3

The members of the Group Scout Council are

- a. The ex officio members of the Group Scout Council are detailed in POR 5b.3.2.4.
- b. The Group Scout Council may **appoint** some members as detailed in POR 5b.3.2.8.
- c. The Group Scout Council may appoint some **community** members. See POR 5b.3.2.9.
- d. The maximum number of appointed and community members of a Group Scout Council is defined in POR 5b.3.2.10.

5c.1.2.4

Group Trustee Board administration 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.

5c.1.3 The Group Trustee Board

5c.1.3.1

The Group Trustee Board is responsible for the governance of the Group, whether or not it is a charity in law. Although the Group Trustee Board is responsible for the charity, it is accountable to the Group Scout Council.

5c.1.3.2

Group Trustee Board membership

- a. The ex officio Group Trustees, as defined in POR 5b.3.3.5(a).
- b. Appointed Group Trustees (including Chair and Treasurer) are persons appointed by the Group Scout Council as described in POR 5b.3.3.5(b).
The selection process for appointed Group Trustees must follow POR 5b.3.3.5(b) and POR 5b.3.3.6.
- c. Co-opted Trustees are persons co-opted by the Group Trustee Board as described in POR 5b.3.3.5(c). Their term of appointment is a maximum of 12 months (though re-appointment is permitted).
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.
The selection process for Co-opted Trustees must follow POR 5b.3.3.5(c) and POR 5b.3.3.6.
- d. The Sponsoring Authority, or its nominee, has right of attendance at a Group Trustee Board.

5c.1.4 5.4.5. Group Scout Council – Annual General Meeting

5c.1.4.1

To support the planning and delivery of a Group AGM there is a downloadable '[script](#)' (including agenda and script templates and a suggested planning timetable).

~~5c.1.4.2~~ ~~5.4.5.1~~ Each Group Scout Council must hold an Annual General Meeting (AGM) within six months of the end of the Group's financial year. Groups should give 4 weeks' notice of the date of the AGM

~~5c.1.4.3~~ ~~5.4.5.2~~ The AGM must:

a) Undertake governance oversight by

- a. a. approving the minutes of the previous Group AGM
- b. b. adopting (or re-adopting) the constitution of the Scout Group charity (see Rule 5c.1 5.3) of The Scout Association Policy, Organisation and Rules.
- c. noting the dates of charity's financial year

- d. approving appointed and community members of the Group Scout Council
- e. 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).
- f. agreeing the quorum for future meetings of the Group Scout Council

b) Review the previous financial year by

- a. receiving from the Group **Lead Volunteer** an overview of the past 12 months of activity in the Group
- b. receiving and considering the Group [Trustees' Annual Report](#) and the annual statement of accounts approved by the Group Trustee Board.
- c. ~~Before the AGM, the accounts must have completed their examination by an appropriate auditor, independent examiner, or scrutineer (see 5.7.3). This must include the formal report prepared by the auditor, independent examiner, or scrutineer.~~

c) Make appointments

- a. appoint a Chair of the Group Trustee Board, following recommendation from the selection process initiated by the Group Trustee Board. Vacancies for Chair only occur at the end of their period of appointment (for example, a Chair may have been appointed for three years and so does not need to be re-appointed after years 1 and 2).
- b. appoint a Treasurer of the Group Trustee Board, following recommendation from the selection process initiated by the Group Trustee Board. Vacancies for Treasurer only occur at the end of their period of appointment (for example, a Treasurer may have been appointed for three years and so does not need to be reappointed after years 1 and 2).
- c. appoint other members of the Group Trustee Board, following recommendations from the selection process initiated by the Group Trustee Board. Vacancies for appointed Trustees only occur at the end of their period of appointment (for example, each Trustee may have been appointed for three years and so does not need to be re-appointed after years 1 and 2).
- d. approve the appointment of any Group Presidents or Group Vice Presidents, and note current appointees (if any)
- e. appoint (or re-appoint) an auditor, independent examiner or scrutineer as [required](#).

~~5.4.5.3 Following each AGM, the Group Trustee Board administration must ensure that:-~~

- ~~a. All appointed Trustees are recorded on the membership system, as required by Rule 16.2.2 of The Scout Association Policy, Organisation and Rules-~~
- ~~b. the Group Trustees' Annual Report and Accounts, including the formal report prepared by the auditor, independent examiner, or scrutineer are filed as described in Rule 5.7 of The Scout Association Policy, Organisation and Rules-~~

~~It is good practice for the new Group Trustee Board to verify the draft Minutes of the AGM at their first meeting following the AGM, even though the minutes cannot be formally approved until the charity's next AGM.~~

5c.1.5 5.4.6- Group Trustee Board - purpose

5c.1.5.1 The Group Trustee Board is a team of volunteers who work together, as charity Trustees, to make sure the Scouts is run safely and legally. At the heart of their role is a focus on strategy, performance and assurance.

Effective Trustee support helps other volunteers run the Scout programme that gives young people skills for life.

5c.1.5.2 5.4.6.1 Members of the Group Trustee Board must act collectively as charity trustees of their Scout Group, and in the best interests of the charity's members.

~~5.4.6.2 Governance roles must be distinct to help manage conflicts of interest. This means that the roles of Group's Chair and Treasurer must be kept separate and be done by two different people.~~

5c.1.5.3 5.4.6.3 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 Chapter 2a of The Scout Association Policy, Organisation and Rules.
- c) 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 (Rule 4b.7 4.2.2 of The Scout Association Policy, Organisation and Rules)
- 5c.1.5.4 5.4.6.4** 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. a reserves policy for the charity ~~including a plan for use of reserves outside the 'minimum'~~ 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
 - b. an investment policy for the charity
 - c. 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 subcommittees **created in line with POR 5c.1.5.5**, including appointing a Chair to lead the sub-committee. This should normally be one of the Group's Trustees. **This sub-team Chair role title is Sub-Team Leader (see the Teams Table in POR Chapter 16).**
 - 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:
 - a. prepare and approve the Annual Accounts and arrange their examination by an auditor, independent examiner or scrutineer (as appropriate) and as appointed by the Group Scout Council at their AGM
 - b. prepare and approve the Group Trustees' Annual Report (which must include the Annual Accounts and include the report from the auditor, independent examiner or scrutineer)
 - c. present the approved Group Trustees' Annual Report and Annual Accounts to the Group Scout Council for their consideration at the Group's AGM
 - d. following the Group AGM, ~~ensure that a copy of the Group Trustees' Annual Report and Accounts is sent to the District Trustee Board administration (see 5.4.7.9) and, if the Group is a registered charity, is filed with the appropriate charity regulator (if the regulator's rules require it).~~ **ensure that the Group Trustee Board administration:**
 - **files a copy of the Group Trustees' Annual Report and Accounts as described in POR 5e.2.1.2 and POR 5e.2.1.3.**

- records all Group Trustees on the membership system, and ensures that the necessary eligibility checks are promptly concluded (should be by no later than 30 days following the AGM)
- if the Group is registered with their regulator, updates the Group's registration details to list all Group Trustees

j. take responsibility for the Group's adherence to Data Protection Legislation recognising that, dependent on circumstances, it will at different times act as a Data Controller and as a Data Processor **including the Trustee Board responsibilities listed at POR 2a.3.2.1.**

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. where staff are employed:

- a. act as a responsible employer in accordance with the Scouts' values and relevant legislation
- b. ensure that effective line management is in place for each employed staff member and that these are clearly established and communicated
- c. ensure that appropriate specific personnel insurance is in place

5c.1.5.5 5.4.6.5

- a. A Group Trustee Board may create sub-committees it deems necessary to support its governance function. The Group Trustee Board must ensure that for any sub-committee 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 Trustee Board Chair ~~is an ex-officio member~~ has right of attendance
 - d. the Group **Lead Volunteer** ~~is an ex-officio member~~ has right of attendance

~~5.4.6.6~~ b. Sub-committee members are not Trustees unless they are already members of the appointing Group Trustee Board.

~~5.4.6.7~~ c. All sub-committee members must be recorded on the membership system.

d. If a sub-team consists entirely of non-Trustee members it is good practice for at least one member of the sub-team to have completed the Being a Trustee in Scouts learning.

~~5.4.7. Group Trustee Board – membership SV~~

~~5.4.7.1 Subject to the conflict of interest rules (see Chapter 16 and the definition of 'conflict of interest' in the Definitions Chapter), a Trustee may be a member of more than one Trustee Board.~~

~~5.4.7.2 A Group 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 five Trustees. The maximum number of Trustees should be agreed by the Group Scout Council at its AGM.~~

~~5.4.7.3 Each ex-officio, appointed and co-opted member of the Group Trustee Board is a charity Trustee of the Group.~~

~~People invited to attend a meeting of the Group Trustee Board, or with right of attendance, may be present at the meeting but are not charity Trustees and have no voting rights.~~

~~5.4.7.4 Certain people are disqualified from being charity trustees by virtue of the Charities Acts.~~

~~5.4.7.5 Some Groups may also need to register as a charity (See Rule 13.1.2 of The Scout Association Policy, Organisation and Rules). SV~~

~~If registered, the Group's registration number must be recorded on the membership system.~~

~~Groups must not use any other charity number than their own.~~

~~5.4.7.6 All Trustees must complete learning as specified in Rule 16.2.1, 16.2.3, 16.2.4 of The Scout Association Policy, Organisation and Rules and the Chapter 16 Roles Table. of The Scout Association Policy, Organisation and Rules~~

~~5.4.7.7 It is good practice for a Group Trustee Board, and any sub-committees, to have at least two Trustees aged between their 18th and 25th birthdays.~~

~~5.4.7.8 Each Group Trustee Board requires effective administration.~~

~~The administration may be provided by one or more persons as appropriate to the Group.~~

~~5.4.7.9 The selection processes leading to appointment of Group Trustees must include a rigorous and transparent selection process, which includes advertising vacancies widely.~~

~~5.4.7.10 The members of the Group Trustee Board are:-~~

~~a) The Group **Lead Volunteer** is an ex officio member of the Group Trustee Board.SV~~

~~There is only one ex officio Trustee role for a Group **Lead Volunteer**, so where there are joint role holders for Group **Lead Volunteer**, the role holders must decide, in discussion the Group Chair, which of them will be the ex officio Trustee. However, each Group **Lead Volunteer** role holder must be eligible to be a Trustee (as specified in 16.1.1.5 of The Scout Association Policy, Organisation and Rules).~~

~~b) The Group Trustee Board must initiate a selection process to propose a Group Chair to the Group Scout Council for appointment at their AGM. Vacancies for the role of Group Chair only occur at the end of their period of appointment (for example, a Chair may have been appointed for three years and so does not need to be re-appointed or re-selected after years 1 and 2).~~

~~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) the proposed name from the Trustee Board.~~

~~c) The Group Trustee Board must initiate a selection process to propose a Group Treasurer to the Group Scout Council for appointment at their AGM. Vacancies for the role of Group Treasurer only occur at the end of their period of appointment (for example, a Treasurer may have been appointed for three years and so does not need to be reappointed or re-selected after years 1 and 2).~~

~~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) the proposed name from the Trustee Board.~~

~~d) The appointed members of a Group Trustee Board are persons appointed by the Group Scout Council at the Group's AGM. This should follow a selection process initiated and overseen by the Group Trustee Board. Vacancies for the role of Trustee 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).~~

~~The proposal from the Trustee Board is received by the Scout Council at their AGM. The proposed name(s) from the Trustee Board do not require seconding by a member of the Scout Council. The action of the Scout Council is to approve (or not) the proposed name(s) from the Trustee Board.~~

~~e) The co-opted members of a Group Trustee Board are persons coopted annually by the Group Trustee Board. They are not appointed by the Group Scout Council at its AGM. The number of co-opted members must not exceed the actual number of appointed Trustees (excluding Chair and Treasurer).—~~

~~f) The District Commissioner, the District Chair and the County Commissioner each have the right of attendance at meetings of each of the Group Trustee Boards in the Districts in the County.~~

~~g) The Sponsoring Authority, or its nominee, has right of attendance at a Group Trustee Board.~~

~~5.4.7.11 Term limits for Trustees are specified in POR rule 5.3.1.6.~~

~~5.4.7.12 If a Trustee Board Chair or Treasurer resigns, then Rule 16.6.3 of The Scout Association Policy, Organisation and Rules must be followed.~~

5c.1.6 5.4.8. Group Scout Council - Conduct of meetings

~~5c.1.6.1 5.4.8.1~~ The Group Scout Council meets at their AGM (see Rule ~~5c.1.4 5.4.5~~).

~~5c.1.6.2~~ 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 members resign from the Group Trustee Board, POR 16.9.2 must be followed, thus rendering an additional meeting of the Group Scout Council unnecessary.**

~~5c.1.6.3 5.4.8.2~~ A Group Scout Council meeting should normally be convened with at least four week's 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.

~~5c.1.6.4 5.4.8.3~~ 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 subject to such appointment being approved at the start of the meeting by a majority of the Group Scout Council members present.

~~5c.1.6.5 5.4.8.4~~ Only Group Scout Council members, as defined in Rule 5.4.4, may vote in Scout Council meetings.

~~5c.1.6.6 5.4.8.5~~ The quorum for a Group Scout Council meeting is agreed by the Group Scout Council at their AGM (see ~~5.4.5.2 (POR 5c.1.4.3(a))~~). 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.

~~5c.1.6.7 5.4.8.6~~ 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.

~~5c.1.6.8 5.4.8.7~~ In order 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.

~~5c.1.6.9 5.4.8.8~~ All meetings of the Group Scout Council, whether face-to-face or otherwise, must be properly recorded and minuted.

5c.1.7 5.4.9. Group Trustee Board - Conduct of meetings

~~5c.1.7.1 5.4.9.1~~ 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 ~~or no~~ notice using the guidance of ~~POR 5c.1.7.3~~ to agree the date of the additional meeting. ~~with the agreement of at least half of the members of the Group Trustee Board.~~

~~5c.1.7.2 5.4.9.2~~ Group Trustee Board meetings are chaired by the Group Chair. If the Group Chair is unable to be present, they may appoint a delegate to chair a 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.

~~5c.1.7.3 5.4.9.3~~ Only members of a Group Trustee Board as defined in Rule ~~5.4.7 5b.3.3~~ may vote in its meetings.

Trustees (including ex officio Trustees) must have a full appointment as a Trustee before they can vote at, or influence discussion at, a Trustee Board meeting. They can be invited to attend Trustee Board meetings while they have a provisional appointment but may not influence decision making or take part in any voting.

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.

5c.1.7.4 ~~5.4.9.4~~ 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.

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, the meeting must be closed and reconvened at the earliest opportunity.

~~5.4.9.5 In the case of a sub-committee of the Group Trustee Board, the quorum for each sub-committee must be set by the Group Trustee Board, based on the size of the sub-committee and the complexity of its task(s).~~

~~5.4.9.6 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 meeting Chair does not have a casting vote and the matter is taken not to have been carried.~~

~~5.4.9.7 In order to discharge their responsibilities, the Group Trustee Board may meet by telephone or video conference as well as face to face when agreed by the Group Chair. This includes 'hybrid' meetings, where some members are present at an agreed meeting place and others join by telephone or video.~~

5c.1.7.5 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:

- a. be seen
- b. ask questions
- c. join in the debate
- d. see, share and display documents such as resolutions

5c.1.7.6 ~~5.4.9.8~~ Where urgent matters arise between scheduled meetings of the Group Trustee Board and if it is not practicable to convene a meeting of the Group Trustee Board then an electronic voting method (such as email) is allowed for decision making of the Group Trustee Board when deemed appropriate by the Group Chair.

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.

In such circumstances, at least 75% [round down if necessary] of the members of the Group Trustee Board must approve the decision, and the outcome of the voting must be reported at, and recorded in the minutes of, the next Group Trustee Board meeting.