

THE GUIDE ASSOCIATION
CONSTITUTION OF GIRLGUIDING EAST LoTHIAN

Registered Charity Number

1. The County

Girlguiding East Lothian is the local authority area of Scotland known as East Lothian designated by The Guide Association, Scotland for Girlguiding purposes under the supervision of the County Commissioner of Girlguiding East Lothian.

2. Aim

The Aim of Girlguiding East Lothian is to help girls and women develop emotionally, mentally, physically and spiritually, so that they can make a positive contribution to their community and the wider world, according to the principles of the Association and to facilitate Girlguiding for girls and young women in East Lothian.

3. Membership

Membership is voluntary and open to application from girls between the ages of five and seventeen years inclusive, and women and men aged eighteen years and over, regardless of faith, race, culture, nationality or any other circumstance provided she is able to understand and willing to make the Promise appropriate to the section to which she belongs.

All members must give consent for basic accurate information to be held on GO! (Guiding Organiser). For girls under 18 years of age their parents, or those with parental responsibility, must give that consent.

4. The County Executive Committee

- **Remit**

The County Executive Committee shall be responsible for the governance and overall good management of Girlguiding East Lothian.

- **Membership**

The County Executive Committee shall be composed of not less than 15 individuals comprising:

- The County President.
- The County Commissioner.
- The Assistant County Commissioner (if appointed).
- The County Treasurer.
- The County Secretary.
- Division Commissioners (currently 3).
- District Commissioners (currently 11).
- The Chair of Guiding Development.
- The County Marketing and Communications Adviser.
- The Membership Support Co-ordinator.
- The County Trefoil Guild Chair.
- Advisers on specialist aspects of the programme referred to in the Guiding Manual and handbooks as may be appointed from time to time.

- **Meetings**
 - The County Executive Committee shall convene as often as required, but not less than four times each calendar year.
 - The County Commissioner shall preside, but may appoint a substitute to act in her absence.
 - Eight members of the County Executive Committee shall constitute a quorum. If less than eight members attend, any decisions taken shall not be binding until ratified at a following meeting, duly convened and constituted. In addition to members, the County Commissioner may invite others to be present, but such invitees shall not have a vote.
 - Each member shall have one vote save that the chair of the meeting shall have a casting as well as a deliberative vote.

5. Office Bearers

- **County President**
The County Executive Committee shall appoint a President of Girlguiding East Lothian to serve for a term of 5 years with a possible extension of a further maximum of 5 years. Vice- Presidents may also be appointed for a term to be mutually agreed and if required mutually extended subject to termination by either party at any time.
- **County Commissioner**
The County Commissioner is appointed by the Scottish Chief Commissioner, in consultation with the members of the County Executive Committee in accordance with the requirements of the Guiding Manual.
- **County Treasurer**
The County Treasurer may be re-appointed by each incoming County Commissioner otherwise the County Commissioner shall appoint a County Treasurer to serve for a term not exceeding her own retirement date. The Treasurer shall administer the financial business of the County and keep the accounts under the direction and supervision of the County Executive Committee. She or he shall also be responsible for the preparation and presentation to them (having been previously approved by an independent person, chosen by them) of a Statement of Annual Accounts drawn up as required by law for Charities in Scotland.
- **County Secretary**
The County Secretary may be re-appointed by each incoming County Commissioner otherwise the County Commissioner shall appoint a County Secretary to serve for a term not exceeding her own retirement date. If a secretary is in place she shall be responsible for calling and recording the meetings of the County Executive Committee and any other duties as agreed with the County Commissioner, otherwise the County Commissioner shall be responsible for calling meetings and having them recorded.
- **Assistant County Commissioner**
The Assistant County Commissioner is appointed for a term that does not exceed the retirement of her County Commissioner. The Assistant County Commissioner will undertake tasks delegated or assigned by the County Commissioner.
- **Division / District Commissioners**
Division / District Commissioners are appointed for an initial period of three years with an extension of two years (and in exceptional circumstances a further extension of one year).
- **Advisers / Section Advisers**
Advisers are appointed for three years with an extension of two years if mutually agreed.

6. Powers

Girlguiding East Lothian Executive Committee shall have the following powers in addition to any powers conferred by the UK Guide Association as specified in the Manual and Handbook and all other statutory and legal provisions.

- (a) To provide opportunities for Girlguiding for girls and women in the County.
- (b) To facilitate and /or implement any activities which furthers the Aim.
- (c) To open bank accounts with any recognised Bank and to authorise such office-bearers or others to operate such accounts from time to time all as the County Executive Committee shall decide, but with at least two signatories being required for transactions withdrawing monies.
- (d) To take such steps as may be deemed appropriate for the purpose of raising funds for the County's activities.
- (e) To apply for and accept grants from any awarding body and to accept donations and legacies including any which may have conditions imposed upon them.
- (f) To invest funds which are not immediately required for the County's activities in such investments as may be considered appropriate and to dispose of, and vary, such investments.
- (g) To borrow money, and to give security in support of any such borrowings by the County.
- (h) To purchase, take on lease, hire, or otherwise acquire and hold, any property or rights which are suitable for the County's activities.
- (i) To improve, manage, develop, or otherwise deal with, all or any part of the property and rights of the County.
- (j) To sell, or otherwise dispose of, all or any part of the property and rights of the County.
- (k) To employ and remunerate such staff as are considered appropriate for the proper conduct of the County's activities.
- (l) To engage, when required, professional consultants and advisors and to remunerate them.
- (m) To effect insurance of all kinds,
- (n) To liaise with other voluntary sector bodies, local authorities, UK or Scottish Government departments and agencies, and any other bodies, public or private, to further the Aim.
- (o) To establish and support any other charitable body, and to make donations for any charitable purposes.
- (p) To do anything which may be incidental to, or may be required to, further the Aim.

7. Divisions, Districts and Units

Divisions / Districts and Units within the County are formed and dissolved in terms of the UK Guide Association's Guiding Handbook (the Handbook) and Guiding Manual (the Manual). Any assets on the dissolution of any of the County's Divisions / Districts or Units shall become the property of the County.

8. Annual Report and Accounts

At least once each year, within nine months of the close of the period for annual accounting as decided by the County Executive Committee, currently 31st December, an Annual Report of the County shall be published, showing the activities of the County and Units within the County for the period, and a full Statement of the Financial Affairs of the County as required by law.

Provided that such Annual Report and Accounts are timeously produced and distributed, it shall not be necessary to convene an Annual General Meeting of the members, but the County Executive Committee may decide in any year to hold an Event convened by the County President or any substitute approved by her for all members when such Annual Report and Accounts may be distributed.

9. Heritable and Moveable Property

All heritable and moveable property which may be acquired by any means by the County, any Divisions, Districts, Friends of Guiding Group, Unit or other body deemed by the County Executive Committee to form part of the County shall be held on behalf of the County by the County Commissioner, the Assistant County Commissioner (if appointed), the County Treasurer and the County Secretary from time to time and their successors in office as nominees under direction of the County Committee.

10. Alterations to this Constitution

Amendments to this Constitution shall only be made by a two-thirds majority of those members of the County Executive Committee present and voting at a meeting convened for the purpose of voting on the amendments.

At least twenty eight days notice must be given to all the County Executive Committee members specifying the time and place of the meeting and the proposed amendments. Amendments will come into effect when approved in writing by the Guide Association, Scotland and subject to such regulatory measures (including consents and notifications) as apply to charities under the law of Scotland from time to time.

11. Dissolution

In the event of the County being dissolved or wound up, all free assets shall be paid over or transferred to the Guide Association, Scotland. No Member shall receive any pecuniary gain as a result of such winding up, or receive any property or assets of the County except by purchase for full consideration.

All the above shall be subject to such regulatory measures and approvals as fall on charities under the law of Scotland from time to time.

Certified as a true copy of the constitution of the East Lothian Guides Association known as Girlguiding East Lothian adopted at a meeting of the County Executive Committee of the same held at _____ on the _____.

County Commissioner

_____ Signature ____Christine Law____Printed name

Address _____ Date

County Secretary

_____ Signature ____Lesley Allison_ Printed name

Address _____ Date

And by the Executive Committee of the Guide Association of Scotland

On 29/11/11