

SCOUTING IRELAND

PROPOSED NEW STRUCTURE

UPDATE TO MEMBERSHIP

SEPTEMBER 2018



AGENDA

- Update to Support Paper
- Scout Group Charter – incl. Youth Charter
- Oversight Group – Membership
- Transition Plan
- Motions to National Council
- Election of Directors

UPDATE TO SUPPORT PAPER

- Met with NYPC, NARC and Youth Reps
- Developed Youth Charter – work should be considered on Youth Involvement Policies; new National Youth Assembly
- Updated arrangement of Departments and roles
- Transition plan - mapping of current teams to new Departments
- For Guidance - Mapping of Constitution & Rules to new Company Constitution, Scout Group Constitution & Charter and/or Departments



SCOUT GROUP CHARTER

Changes to these documents comprise:

- Inclusion of Articles of current SI Constitution not in new company Constitution
- Inclusion of some of SI Rules not in new company Constitution
- Youth Charter
- Scout Group Constitution amendments requires regulatory approval in Northern Ireland – no problems anticipated

Some current Articles and Rules are being assigned to Departments

Some current Articles and Rules are not required



OVERSIGHT GROUP

Membership – *passed at EGM in June 2018*

The members of the group will be appointed by the Governance Review Group on behalf of National Council in the first instance and by the members of National Council (if required) thereafter. The membership of this group should comprise:

- A former National Officer of Scouting Ireland or the former associations, with significant governance experience but who is not either a current Director or Department Head within Scouting Ireland.
- Two independent persons who understand how Boards of not for profit charitable organisations/companies should work.
- Up to two other independent persons to be co-opted to the group to ensure that it collectively has the necessary skills, capabilities, and experience to undertake this role effectively.



OVERSIGHT GROUP

The Governance Review Group intends to appoint the following as the first members of this Group:

- **Jerry Kelly** – a leading Governance and business consultant who was previously chairperson of the GRG and a former member of the World Scout Committee.
- **Sean Coughlan** – a business consultant who was previously chairperson of The Wheel and is an expert in assisting the boards of not for profit charitable organisations.
- **Martin Burbridge** – former Chief Scout of Scouting Ireland. Currently chairperson of the Audit and Risk Management Committee and the Governance Review Group. A retired Fellow of the Chartered Institute of Management Accountants and Secretary to the Board of IDA Ireland.
- Other independent experts to be co-opted



TRANSITION PLAN

- Current team / committee members (excluding Department Heads) are being invited to continue in their current roles until 31st August 2019 at the latest
- Need for Transition Department and Board Sub Committee
- To do list – including: Adult Charter, Compliance for Governance Code, Review of Group Structure, National Youth Assembly process, Review of all policies (incl. Youth Involvement Policy)



MOTIONS TO NATIONAL COUNCIL

- Section 191 of the Companies Act, 2014 sets out what % is required for motions to be passed.
- An Ordinary Resolution is passed by a simple majority of the votes cast by members, i.e. 50%+1
- A Special Resolution, e.g. to amend the Company Constitution, is passed by not less than 75% of the votes cast by members of the company

MOTIONS TO NATIONAL COUNCIL

SCOUTING IRELAND SERVICES

By special resolution to adopt changes to the Company's Constitution (as set out in the document which has been given to members) together with any additional amendments as might be required to that document by the Revenue Commissioners, the Charities Regulatory Authority, the Companies Registration Office or the World Scout Committee.



MOTIONS TO NATIONAL COUNCIL

SCOUTING IRELAND SERVICES

By special resolution and subject to the approval of the Companies Registration Office, the Charities Regulatory Authority and the Revenue Commissioners to change the name of the Company to Scouting Ireland.



MOTIONS TO NATIONAL COUNCIL

SCOUTING IRELAND

- To accept the terms of the Scouting Ireland Charter (as set out in the document which has been given to members).
- Until the renewal of registration in 2019, to request Scouting Ireland Services (The Company) to hold the register of all categories of members of Scouting Ireland (The Association) on the same terms and conditions of membership now enjoyed by them through Scouting Ireland and upon acceptance of such request to direct the National Secretary to transfer all details relating to membership to Scouting Ireland Services absolutely and upon completing of such transfer to terminate all memb



MOTIONS TO NATIONAL COUNCIL

SCOUTING IRELAND

- Subject to the directions of the Charities Regulatory Authority and the Revenue Commissioners to wind up Scouting Ireland (The Association) and subject to the consent to the Charities Regulatory Authority and the Revenue Commissioners to transfer any funds remaining to Scouting Ireland Services (The Company).



ELECTION OF DIRECTORS

- 24 nominations – 1 withdrew before induction process
- 4 withdrawn after induction process
- 19 candidates remaining
- Induction process completed – available in published report
- Videos & Bio published introducing candidates

SCOUTING IRELAND

PROPOSED NEW

STRUCTURE

UPDATE TO MEMBERSHIP

SEPTEMBER 2018

