

BYE-LAW 1

THE GENERAL ASSEMBLY

Version 3.1

Approved by National Scout Council on 5 August 2020

Section 1

Notice of meeting of a General Assembly:

The notice of an annual meeting of the General Assembly shall be communicated by the Honorary Secretary to all members at least eight weeks in advance of the time of the meeting. The notice shall include the date, time and place of the meeting (physical or virtual location) and shall invite members of the Assembly to suggest or propose subjects for inclusion in the agenda.

The notice of an extraordinary meeting of the General Assembly shall be communicated by the Honorary Secretary to all members at least three weeks in advance of the time of the meeting.

Section 2

Agenda of annual meeting of the General Assembly:

The Agenda of an Annual General Assembly shall include at least the following items:

- Approval of the Agenda
- Report of the Minutes and Approval
- Chief Commissioner's Annual Report and Approval
- Annual Audited Financial Accounts and Approval
- Budget Proposal and Approval
- Election of Auditor
- Discussion and voting on Motions
- Presentations by candidates, if any.

The Scout Council must present the following documents to the AGA:

- The financial accounts;

- The Chief Commissioner's report (including, inter alia, list of members of the Council and of the Executive, and reports by all Departments within IHQ)

Any subject proposed by five or more members of the Assembly at least 6 weeks prior to the meeting date should also be included in the agenda in the form proposed.

The Agenda should be distributed 4 weeks in advance of the meeting.

Communications, counter motions and/or submissions at all General Assembly meetings have to keep to the 3 week notice period and any late submissions will not be entertained unless of an urgent matter and will be at the discretion of the Chief Scout as Chairman of the Assembly.

Submissions, motions and counter motions and documentation will be available to all members 2 weeks prior to the Assembly. Copies of these papers will be made available for inspection on the day of the AGA.

Section 3

Agenda of extraordinary meeting of the General Assembly

The Agenda of an extraordinary meeting called on the decision of the Scout Council shall be as decided by the Council.

The Agenda of an extraordinary meeting called at the request of not less than one third of its members shall discuss the motion as presented by the members who called the meeting.

Section 4

Secretary of the General Assembly:

The Honorary Secretary shall serve as Secretary of the General Assembly, in the absence of whom, the Assembly will appoint an ad-hoc secretary for the meeting.

The duties of the Secretary are as follows:

- Minute the meeting
- Verify quorum, before commencement of meeting and before every vote on a motion

- Publish the draft minutes of the general assembly within 15 days of the Assembly. A copy of the minutes will be made available online for all members.

Section 5

Chair of the General Assembly

If the Chief Scout is not present, or not willing to act as Chairperson of the General Assembly, the Deputy Chief Scout will act as Chairperson of the Assembly and if he is not willing to act as Chairperson of the Assembly in his stead the members present must elect a Chairperson of the Assembly from among themselves.

The powers of the Chair are to:

- Declare the commencement and closing of the meeting;
- Ensure observances of the regulations and procedures;
- Give the right to speak;
- Direct the discussion;
- Keep the discussion restricted to the subject;
- Refuse to open a discussion or stop a discussion on an issue, which goes beyond the agenda;
- Put forward proposal for motions to vote;
- Announce decision;
- Keep order;
- Adjourn meeting following extreme disorder or general consensus

During the AGA, the Chairman may, and must if so directed by the Assembly, adjourn the Assembly time and place. The only business that can be discussed at any adjourned Assembly is the unfinished business from the Assembly at which the adjournment took place.

Section 6

Participation at a General Assembly

In the case of an annual meeting of the General Assembly, the Honorary Secretary should also invite the participation, as observers:

- Any candidate for an elected post;
- Members of the board of TSAM Ltd;
- The Auditor, or his/her representative;
- The Chairman of the Audit Committee;

- Members of the Leap Foundation;
- Members of the board of the Fellowship;
- Association representatives on Government Boards or Committees;
- The Chief Commissioner and President of the Malta Girl Guides Association; and
- Any other stakeholder as invited by the Council.

In the case of an extraordinary meeting of the General Assembly, the Honorary Secretary may also invite the participation, as observer, any stakeholder as invited by the Council.

The members of the assembly who are eligible to attend a General Assembly are those members on the date of the issue of the notice of the Assembly, provided that they are still eligible members on the date of the Assembly as provided by the Constitution. Virtual attendance at the General Assembly will have the same equivalence as physical attendance and vice versa. No member will have their rights of participation reduced due to their physical or virtual presence.

When any members use their right to request an extraordinary meeting of the General Assembly, the administrators or the association may not dismiss, retire or otherwise limit or reduce the rights of those members until after the holding of the requested meeting, unless otherwise decided by the Courts of Malta.

Section 7

Order of motions and right to speak

The Scout Council, before the approval of the agenda, shall decide the order of the motions to be discussed. Countermotions or amendment to the principal motion always take precedence over other motions.

The motions shall be subject to a time-limited discussion from the assembly. The proposer has the right to speak in favour of the motion which he/she has proposed and has the right to replicate before the vote is taken.

The Chair may read a list of speakers and, with the consent of the members present, declare the list of speakers to be closed and final,

always if the proposer of the motion is given the right to speak before the vote is taken.

No one may speak longer than six minutes on motion, countermotion or discussion.

The right to speak is given according to the following priorities:

- Point of order;
- Point of information;
- Others.

Section 8

Conduct of a General Assembly

Decisions at a General Assembly will, as far as possible, be arrived at by consensus. Where the Chairman deems that there is no consensus the matter will be decided by a majority of votes by a show of hands. A quorum is required for each vote. Where the votes are equal, then the proposed resolution is lost. Candidates and observers do not have voting rights. A secret ballot will be taken if at least 5 members call for such a vote. When the General Assembly is set to take place at a virtual location (online), Bye-Law 11 - Ballots is applicable for voting, whether by show of hands or otherwise.

The working language of the Assembly of the SAM shall be English and/or Maltese.

Any matter not covered by these rules may be determined by a vote of the members.

Section 9

Proxy Voting

A Member who is unable to be present at a meeting of the General Assembly may vote by proxy given to another Member, but no Member may hold more than one proxy.