

# **BYLAWS**

**Adopted October 22, 1979  
Revised September 11, 2001**

## **ARTICLE I . NAME**

**The name of the corporation is Central Florida Council, Inc., Boy Scouts of America, sometimes referred to in these bylaws as the "corporation."**

## **ARTICLE II . PURPOSE AND RESPONSIBILITIES**

### **PURPOSE**

#### **SECTION 1.**

**The corporation shall promote, within the territory covered by the charter from time to time granted it by the Boy Scouts of America and in accordance with the Congressional Charter, Bylaws, and Rules and Regulations of the Boy Scouts of America, the Scouting program of promoting the ability of boys and young men and women to do things for themselves and others, training them in Scoutcraft, and teaching them patriotism, courage, self-reliance, and kindred virtues, using the methods which are now in common use by the Boy Scouts of America. In achieving this purpose, emphasis shall be placed upon the educational program of the Boy Scouts of America and the oaths, promises, and codes of the Scouting program for character development, citizenship training, and mental and physical fitness.**

**The corporation shall fulfill the basic purpose of the Scouting movement within its territory, making Scouting training available to all boys and young men and women and serving organizations and community groups using the Scouting program while maintaining standards and policies, protecting official badges and insignia, and providing adequate leadership and finances.**

### **RESPONSIBILITIES**

**SECTION 2.**

**The responsibilities of the corporation shall be controlled and directed by the Boy Scouts of America through its Bylaws and Rules and Regulations.**

***Clause 1.* It shall be the duty of the corporation to promote the program of Scouting through the organization and registration annually of units and their personnel; also to approve and provide leadership and supervision of all program activities, within the territory covered by its charter, in such a manner as to ensure compliance with the provisions of the Bylaws of the Boy Scouts of America and the Rules and Regulations thereof.**

***Clause 2.* The corporation shall guard against the use of the official uniform and insignia by persons not officially registered with the Boy Scouts of America and shall bring to the attention of the Boy Scouts of America any violation of regulations not within its power to prevent or any attempt to commercialize the Scouting movement.**

***Clause 3.* The corporation shall, through its Scout executive (president/CEO) and other representatives, make the benefits of the Scouting program known to all organizations or community groups having contact with youth life and cooperate in the organization of units so that boys and young men and women may have the benefit of the Scouting program.**

**The corporation shall provide means for assisting chartered organizations in securing and training qualified persons to serve as unit leaders and assistants. The corporation shall provide facilities and leadership in order that Scouts under its jurisdiction may have the opportunity to have a year-round outdoor program totaling at least 10 days and nights of hike, overnight camp, camporee, and summer camp experiences, with adequate facilities and supervision.**

***Clause 4.* The corporation shall endeavor to provide facilities and leadership in order that Venturers under its jurisdiction may have the opportunity to participate in at least 5 days and 5 nights of trips and Venturing activities away from home each year.**

***Clause 5.* The corporation shall provide procedures for advancement in order that youth members may meet the various requirements of rank as authorized by the Boy Scouts of America, under such conditions as will reduce to a minimum the necessity of traveling a great distance from home or of interfering with schoolwork or home duties.**

***Clause 6.* The corporation shall cooperate with the Boy Scouts of America in the selection of stores, located within the local council's territory, for appointment as authorized and licensed distributors of official uniforms, literature, and equipment. A sufficient number of stores shall be authorized by the Boy Scouts of America to provide adequate service to the youth and adult members in the territory served by the local council.**

**ARTICLE III . MEMBERS OF THE LOCAL COUNCIL  
NUMBER, CLASSES, AND QUALIFICATIONS**

**SECTION 1.**

The corporate membership of the corporation shall be composed of active members and may also include associate members and honorary members; the corporate membership shall be known and designated collectively as the Central Florida Council of the Boy Scouts of America. All active, associate, and honorary members must meet the membership qualifications established by article VI of the corporation's articles of incorporation. The corporation also may enroll Friends of Scouting pursuant to clause 3 of this section. Friends of Scouting shall not be part of the corporate membership of the corporation unless elected as associate members pursuant to clause 2.

**Active Members**

*Clause 1.* The active membership of the local council shall consist of chartered organization representatives and members at large. Chartered organization representatives shall represent organizations or community groups operating units. Each organization or community group to which a charter is granted by the Boy Scouts of America to operate one or more recognized Scouting units shall elect or appoint a chartered organization representative, who shall be other than the unit leader or assistant unit leader, as a member of the local council.

Members at large of the local council shall include persons chosen from the various business, civic, educational, labor, professional, social, and religious interests of the communities in the corporation's territory.

The local council shall have not fewer than 100 active members. At all times chartered organization representatives shall constitute a majority of the active membership of the local council.

**Associate Members**

*Clause 2.* The active members of the local council may elect as associate members of the local council persons desiring to maintain an active Scouter membership without assignment to active service. Associate members shall have no vote but may wear the uniform and insignia of lay members without office.

**Friends of Scouting**

**Clause 3.** The local council may enroll as Friends of Scouting persons desiring to be identified through their financial support and influence in expansion of the corporation's program. Friends of Scouting who satisfy the eligibility requirements may be elected as associate members pursuant to clause 2 of this section. Friends of Scouting shall have no vote.

#### **Honorary Members**

**Clause 4.** The active members of the local council may elect as honorary members of the local council persons whose election may further the Scouting program. Honorary members shall have no vote.

### **ELECTION AND TERM; VACANCIES**

#### **SECTION 2.**

#### **Active Members**

**Clause 1.** Chartered organization representatives shall become active members of the local council upon their election or appointment by the chartered organization or community group and upon their being registered by the Boy Scouts of America as chartered organization representatives; they shall continue to be active members for such period as such organization or community group shall desire but in any event only during such time as such organization or community group shall continue to hold a charter from the Boy Scouts of America to operate a unit.

Each member at large shall be elected at the annual meeting of the local council by the active members then in office, shall take office immediately following such meeting, and shall hold office until the conclusion of the next succeeding annual meeting of the local council.

#### **Associate and Honorary Members**

**Clause 2.** Associate members and honorary members of the local council shall be elected at the annual meeting of the local council by the active members then in office, shall take office immediately following such meeting, and shall hold office until the conclusion of the next succeeding annual meeting of the local council.

#### **Vacancies in Active Membership**

**Clause 3.** A vacancy in the active membership of the local council caused by the death,

resignation, removal, or failure to qualify of a chartered organization representative shall be filled by the chartered organization or community group which initially elected or appointed the chartered organization representative. A vacancy in the active membership of the local council caused by the death, resignation, removal, or failure to qualify of a member at large may be filled by the executive board of the corporation and the member at large so elected shall hold office until the conclusion of the next succeeding annual meeting of the local council. Nominations to fill vacancies shall be made by the nominating committee.

## MEETINGS; QUORUM; VOTING

### SECTION 3.

#### Annual Meeting

*Clause 1.* The annual meeting of the local council shall be held at such place within the corporation's territory, or on property that is owned or leased by the corporation that is not located within the corporation's territory, and at such time as the executive board of the corporation may determine. The annual meeting of the local council shall be for the purpose of (a) receiving, annual reports of the executive board, officers, and various committees, (b) electing members at large, associate and honorary members of the local council, National Council members, regular members of the executive board, and officers of the corporation other than the Scout executive (president/CEO), (c) receiving and approving financial statements showing the financial position of the corporation as of the close of its most recent complete fiscal year and the results of operations during such year, and (d) transacting such other business as may come before the meeting.

#### Other Regular Meetings

*Clause 2.* In addition to the annual meeting, the local council may have such other regular meetings as may be established by resolution of the executive board of the corporation. Each regular meeting shall be held at such place within the corporation's territory, or on property that is owned or leased by the corporation that is not located within the corporation's territory, as the president (chairman of the board) or the executive board may specify.

#### Special Meetings

*Clause 3.* Special meetings of the local council may be called by the president (chairman of the board) or the executive board at any time and shall be called within 60 days upon the request in writing of at least one-fifth of the active members of the local council (such

request specifying the object of the special meeting). Special meetings shall be held at such place within the corporation's territory, or on property that is owned or leased by the corporation that is not located within the corporation's territory, as the president (chairman of the board) or executive board may specify except that a special meeting called to consider a proposal to merge or consolidate with one or more corporations which are chartered local councils of the Boy Scouts of America may, to the extent permitted by law, be held in the territory of one of such other corporations if the president (chairman of the board) or the executive board shall so specify.

#### Notice

*Clause 4.* A written notice of any meeting of the local council, regular or special, shall be mailed to each member of the local council who is entitled to attend the meeting at least 20 days or earlier in the case of the annual meeting (see section 4) in advance thereof and shall indicate the time and place of and the business to be transacted at the meeting.

#### Quorum

*Clause 5.* A quorum for the local council shall consist of 5 percent of the active members of the council.

#### Attendance at Meetings; Voting

*Clause 6.* All active, honorary, and associate members of the local council shall be entitled to attend any meeting of the local council. The local council may invite other persons to attend local council meetings but such persons shall have no vote. Each active member of the local council present at a local council meeting shall be entitled to one vote and voting by proxy shall not be permitted. Nominations for elective offices shall only be made by the nominating committee, and nominations from the floor shall not be permitted. Except in the case of elections where voting shall be by ballot, voting at a meeting of the local council may be by ballot, voice, or show of hands as the chairman of the meeting may rule unless otherwise determined by the members entitled to vote. Unless otherwise required by law, the articles of incorporation or these bylaws, any question presented to a meeting of the local council at which a quorum is present shall be determined by a majority of those actually voting.

### NOMINATING COMMITTEE OF THE LOCAL COUNCIL

#### SECTION 4.

At least 90 days prior to the annual meeting of the local council, the president (chairman of the board) shall appoint, with the approval of the executive board, not fewer than three active members of the local council to serve as a nominating committee. Nominations for all council elective offices shall be made by the nominating committee. At the annual meeting of the local council the nominating committee shall nominate persons to be elected as members at large of the local council, associate and honorary members of the local council, regular members of the executive board, National Council members, and officers of the corporation other than the Scout executive (president/CEO). The notice of the annual meeting should be mailed between 45 and 60 days prior to the meeting, announcing the membership of the nominating committee so that active members of the local council may make recommendations of possible nominees to the committee for its consideration. Recommendations to the committee shall be made in writing at least 30 days prior to the meeting.

#### **SECTION 5.**

A suggested council election procedure appears in the appendix. (These may be adopted for use by executive board resolution.)

### **COMMITTEE ON PROGRAM AND RESOLUTIONS**

#### **SECTION 6.**

At least 60 days prior to each regular meeting of the local council including the annual meeting, the president (chairman of the board) may appoint, with the approval of the executive board, not fewer than three nor more than five active members of the local council to serve as a committee on program and resolutions for the next regular local council meeting. The notice of such meeting mailed to members of the local council shall announce the membership of this committee and shall invite suggestions from each active member of the local council for the arrangement of the program and resolutions to be considered at the meeting. All suggestions to the committee shall be in writing. The committee shall consider and present to the meeting of the local council or to the appropriate committee of the executive board with recommendations, all suggestions made to it at least 5 days prior to the meeting or which it itself proposes for consideration and action. If a committee on program and resolutions is appointed, no resolution shall be considered at any regular meeting of the local council unless it has first been presented to or proposed by the committee in accordance with this section.

## **ARTICLE IV. THE EXECUTIVE BOARD**

### **POWERS AND FUNCTIONS**

#### **SECTION 1.**

**The executive board shall be the governing body of the corporation and shall manage its affairs. The executive board shall be the local reviewing authority with respect to matters within the Scouting movement which arise in the territory of the corporation.**

### **MEMBERSHIP**

#### **SECTION 2.**

**The executive board of the corporation shall consist of (a) not fewer than 25 nor more than 50 regular members elected by the local council from among its active members plus, (b) the officers of the corporation including the Scout executive (president/CEO), who shall have no vote, (c) the chairmen of the committees of the executive board, (d) the chairmen of the several district committees, upon their being approved by the executive board, and (e) not more than two youth members, who shall be registered Boy Scouts or Venturers appointed by the council president (chairman of the board) with the approval of the executive board to serve for a term of 1 year.**

### **ELECTION AND TERM; VACANCIES**

#### **SECTION 3.**

**Regular members of the executive board shall be elected at the annual meeting of the local council, shall take office immediately following such meeting, and shall continue in office until the conclusion of the next succeeding annual meeting of the local council and until their respective successors are elected and qualify.**

**Chairmen of the committees of the executive board take office as members of the executive board upon their being appointed by the president (chairman of the board) and approved by the executive board. District chairmen take office as members of the executive board upon their being approved by the executive board.**



Upon the death, resignation, removal, or failure to qualify as a member of the executive board of any regular member or officer, the executive board may elect an eligible person to fill the vacancy so created for the unexpired period of the term of office.

## MEETINGS; QUORUM; VOTING

### SECTION 4.

The executive board shall meet at such time and place as the executive board may direct and in any event at least four times annually including an organizational meeting as soon as practicable following the annual meeting of the local council. It shall be the general practice of the executive board to meet quarterly. Special meetings of the executive board may be called by the executive committee of the executive board or by the president (chairman of the board) and shall be called within 30 days upon the written request of at least one-fifth of the members of the executive board (which request shall specify the purpose of such special meeting). A notice of each meeting of the executive board shall be mailed to each member at least 5 days in advance of the meeting.

One-third of the members of the executive board shall constitute a quorum for all purposes.

Unless otherwise required by law, the articles of incorporation or these bylaws, all questions presented to a meeting of the executive board at which a quorum is present shall be decided by a majority of those actually voting.

Any regular member of the executive board who fails to attend a minimum of two meetings of the executive board in any one year shall not be eligible for reelection as a regular member of the executive board for the ensuing term, provided, however, that the executive board may excuse absences and any absences so excused shall be counted as a meeting attended.

## ADVISORY COUNCIL

### SECTION 5.

There shall be an advisory council to the executive board composed of (a) members of the executive board who have served on the executive board not less than 5 years and who can no longer attend regular meetings of the board but wish to continue their relationship with the corporation in an advisory or consulting capacity; (b) such other persons who, being unable to

devote time to Scouting on a regular basis, wish to serve Scouting upon special assignment.

Both (a) and (b) membership on the advisory council requires a two-thirds vote of the members of the executive board present at any meeting.

Members of the advisory council shall be entitled to receive notice of and to attend all meetings of the executive board, but shall have no vote.

## **ARTICLE V. COMMITTEES OF THE EXECUTIVE BOARD**

### **COMMITTEES; APPOINTMENT**

#### **SECTION 1.**

There shall be an executive committee consisting of the persons and having the powers specified in section 2 of this article.

In addition, subject to the provisions of section 3 of this article, the executive board shall have committees, each of which shall have such powers and responsibilities as may be fixed by resolution of the executive board in accordance with guidelines and procedures from time to time recommended by the Boy Scouts of America. The committees of the executive board shall be appointed from members of the local council or from persons satisfying the qualifications set forth in article III, sections 1 and 2, annually by the president (chairman of the board) with the advice and approval of the executive board, at the regular meeting of the executive board next following the annual meeting of the local council. In the event a person, other than the chairman of a committee in the district, who is not a member of the local council is appointed to such a committee, that person may be elected as a member at large of the local council. As provided in section 2 of article IV of these bylaws, the chairmen of the committees shall, by reason of their positions as such, be members of the executive board.

All actions of the committees shall be subject to the approval of the executive board.

### **EXECUTIVE COMMITTEE**

#### **SECTION 2.**

The executive committee shall be composed of those persons who are the officers of the corporation, including the Scout executive (president/CEO) (who shall have no vote), and may include others appointed by the president (chairman of the board).

The executive committee of the executive board shall have and may exercise all the necessary powers of the executive board in the management of the corporation during the intervals between the meetings of the executive board, but in no event shall the executive committee act contrary to action theretofore taken by the executive board. Minutes shall be kept of all executive committee action and reported to the ensuing meeting of the executive board for its approval.

Meetings of the executive committee may be called at any time by the president (chairman of the board) and shall be called by the president (chairman of the board) within 30 days upon the request of three or more members of the executive committee. It shall be the general practice of the executive committee to meet in those months in which the executive board does not meet. All meetings of the executive committee shall be held on at least 3 days' written notice or one day's notice by telegram, cable, fax, or electronic mail. A majority of the voting members of the executive committee shall constitute a quorum.

## COMMITTEES

### SECTION 3.

The committees of the executive board shall be responsible for the development and effectiveness of programs and policies of the corporation in accordance with standards and requirements as established by the Boy Scouts of America. The corporation shall have committees (or specialists under one plan of council and district organization) of the executive board as may be authorized by the Boy Scouts of America operations manual published for the council's adopted plan of council and district organization.

The committees of the executive board shall be so organized as to provide for the coordination of their work throughout the entire territory of the corporation. The executive board's committees shall be concerned with the development of policy, program, and procedures as approved by the executive board in the interest of the uniform development and extension of Scouting throughout the territory of the corporation.

The committees shall function throughout the year, meeting as often as may be necessary in the judgment of the committee chairman, president (chairman of the board), or Scout executive (president/CEO).

Committees shall be guided by the program material and manuals made available by the national office of the Boy Scouts of America and shall make recommendations in light of their experience and knowledge of local conditions.

The committees shall perform the tasks organized under the four functions: membership/relationships, finance, program, and unit service. Other committees may be formed to handle special functions.

**ARTICLE VI: OFFICERS AND  
NATIONAL COUNCIL MEMBERS**

**OFFICERS; ELECTIONS AND APPOINTMENT**

**SECTION 1.**

The officers of the corporation shall be a president (chairman of the board), a maximum of 15 vice-presidents (vice chairmen of the board), a treasurer, a council commissioner, and a Scout executive (president/CEO) who shall also fill the office of secretary. The officers, with the exception of the Scout executive (president/CEO), shall be elected from the active membership of the local council at the annual meeting of the local council, shall take office immediately following such meeting, and shall hold office until the conclusion of the next succeeding annual meeting of the local council and until their successors are elected and qualify.

Vacancies in these offices occurring between annual meetings of the local council may be filled by the executive board. The Scout executive (president/CEO) shall be appointed by and shall serve at the pleasure of the executive board.

The local council may, upon the nomination of the executive board, create honorary offices and elect persons to fill the offices so created. Honorary officers shall have no duties or vote.

**PRESIDENT (CHAIRMAN OF THE BOARD)**

**SECTION 2.**

The president (chairman of the board) shall serve as chairman of meetings of the local council, the executive board, and the executive committee and shall be a member ex officio of all committees of the executive board and shall perform such other functions as herein provided or as are assigned by the executive board. The president (chairman of the board) is automatically elected by the National Council to serve as a local council representative during the term of office.

**VICE-PRESIDENTS (VICE-CHAIRMEN OF THE BOARD)**

**SECTION 3.**

The vice-presidents (vice-chairmen of the board) shall perform such functions as may be assigned to them by the president (chairman of the board). In case of the president's (chairman of the board) and president-elect's (chairman-elect of the board) inability or failure to make such designation, the executive board or executive committee may designate one of the vice-presidents (vice-chairmen of the board) to serve during the president's (chairman of the board) or president-elect's (chairman-elect's of the board) absence or inability to serve.

## **TREASURER**

### **SECTION 4.**

The treasurer shall be responsible, through methods of internal control, for the recording and deposit of all receipts of the corporation, for the proper disbursement of its cash, and accounting for all property of the corporation, whether real or personal, tangible or intangible, however acquired. The treasurer shall present annually to the executive board a statement of all income and expenses during the prior year, together with a statement of all assets, liabilities, and fund balances of the corporation as at the end of that year, these statements first having been duly audited and certified in accordance with generally accepted auditing standards by certified public accountants or other recognized independent public accountants approved by the executive board or executive committee. A copy of such audited annual statements shall be kept available at the office of the corporation for inspection by members of the corporation, and a copy shall be filed with the national office of the Boy Scouts of America. The treasurer shall also present interim period reports as required by the executive board.

No more than two assistant treasurers may be appointed by and shall act during the pleasure of the executive board or executive committee.

The treasurer and assistant treasurers shall be bonded.

## **COUNCIL COMMISSIONER**

### **SECTION 5.**

The council commissioner is responsible for seeing that the unit-service function is performed.

The council commissioner shall:

(a) Supervise the activities of the commissioner staff and preside at regular meetings of district commissioners.

(b) Lead efforts to recruit an adequate commissioner staff to provide continuing and effective commissioner service for each unit (a ratio of one commissioner for every three units).

(c) Provide a year-round training program for commissioners in all districts. Conduct an annual commissioner conference.

(d) Assist district nominating committees in selecting district commissioners as needed.

(e) Maintain the standards of the Boy Scouts of America, uphold national policies, promote good uniforming, and lead efforts to hold regular roundtable programs in the district.

(f) Be concerned with proper recognition of unit leaders. Maintain their morale, periodically reporting unit conditions to the executive board.

(g) Help the district commissioners maintain a good working relationship with related district executives.

(h) Maintain procedures to assure maximum on-time unit charter renewal by district commissioner staffs.

(i) Work with the council president (chairman of the board) to secure the help of committees in meeting unit needs.

The council commissioner must be at least 21 years of age and election is subject to approval and issuance of a commission as council commissioner by the Boy Scouts of America.

The council commissioner is automatically elected by the National Council to serve as a local council representative during the term of office.

### **SCOUT EXECUTIVE (PRESIDENT/CEO)**

#### **SECTION 6.**

(a) The Scout executive (president/CEO) shall be the chief executive officer of the corporation and shall have general direction over the administrative work of the corporation, subject to the authority and direction of the executive board. The Scout executive (president/CEO) shall serve as the secretary of the local council, the executive board, its executive committee, all other committees of the executive board, and district committees and shall be a member ex officio of all committees of the executive board but without vote.

The Scout executive (president/CEO) may designate one or more representatives to serve as secretaries of district committees and, when necessary, committees of the executive

board.

(b) The Scout executive (president/CEO) shall be responsible for the administration of the Scouting program within the territory of the corporation and for making effective within such territory the policies and programs of the corporation in accordance with the policies of the Boy Scouts of America as from time to time announced by it.

(c) The Scout executive (president/CEO) may execute, on behalf of the corporation, all documents, deeds, or notes duly authorized to be executed and shall be the custodian of the seal of the corporation and may affix the same duly attested to such documents, deeds, or notes as may require it. As to notes and deeds, such countersignatures shall be required as the executive board may direct.\*

(d) The Scout executive (president/CEO) shall assist the treasurer in maintaining the accounting records and the budget system, and shall be responsible for preparing monthly detailed statements of all financial operations including the budget report for the information of the treasurer and the finance committee.

(e) The Scout executive (president/CEO) may, with the prior approval of the Executive Board, delegate to any staff officer or employee authority in writing to execute such leases, contracts, and other instruments as may be deemed desirable. Subject to the provisions of these bylaws and the direction of the executive board, the Scout executive (president/CEO) shall have the power to appoint and remove all employees of the corporation and to direct their work.\*

(f) The Scout executive (president/CEO) shall see that notices are sent to those elected as members of the local council and the Executive Board and as officers of the corporation and to those appointed as members of committees; and shall cause notices to be sent out of all meetings for which provision is made hereunder and be responsible for the minutes of all meetings of the local council, executive board, and committees of which the Scout executive (president/CEO) is secretary.

(g) The Scout executive (president/CEO) shall be responsible for the preparation and keeping of such records as will make possible the corporation's application for renewal of its charter. The Scout executive (president/CEO) shall submit a report at each meeting of the executive board relative to the work of the corporation and to the status of the Scouting movement throughout the territory of the corporation, inviting attention to matters of particular interest and informing the executive board concerning any problems of which the executive board should be advised, together with recommendations and suggestions for the good of the movement requiring action by the executive board.

(h) The Scout executive (president/CEO) shall prepare an annual report covering the activities and achievements of the corporation which, with the approval of, the executive board, shall be presented to the annual meeting of the local council, transmitted to the national office of the Boy Scouts of America, and made public to the communities within the territory of the corporation.

(i) The Scout executive (president/CEO) appointed by the executive board must be one recommended by the Boy Scouts of America and have been commissioned as Scout executive (president/CEO) by the Boy Scouts of America.

## NATIONAL COUNCIL MEMBERS

### SECTION 7.

At its annual meeting, the local council shall elect from its active membership such number of National Council members as the corporation is entitled to under the Bylaws of the Boy Scouts of America to hold office until the conclusion of the next annual meeting of the local council and until their successors are elected and qualify. National Council members shall attend the annual meeting, and any special meetings, of the National Council of the Boy Scouts of America and shall participate in its proceedings and perform such other duties as may be assigned to them by the Executive Board or the National Council of the Boy Scouts of America. As liaison officers between this corporation and the National Council they shall:

(a) Present the point of view of the corporation to the National Council in respect to matters of national policy and procedure, and

(b) Interpret to the corporation decisions and policies of the National Council and assist the corporation in its responsibility to make effective and bring about an understanding among local Scouters of such decisions and policies of the National Council.

National Council members shall serve as members of the regional committee and shall attend all regional committee meetings and participate in the proceedings thereof. The duly elected council president (chairman of the board) and council commissioner are automatically elected by the National Council to serve as local council representatives during their terms of office

(NOTE: In addition to the council president (chairman of the board) and council commissioner each local council may elect one of its members as a member of the National Council for every 5,000 youth members, or major portion thereof enrolled as of December 31 of the preceding year.)

## ARTICLE VII. COMMISSIONER STAFF AND PROFESSIONAL STAFF