



**AMENDED AND RESTATED CONSTITUTION
OF**

The Duke of Edinburgh's International Award Barbados

Barbados Registered Charity No. 3

Adopted 15 August 2025

Changes from 2015 to 2025 version

1. Additional Abbreviations
2. Creation of preamble
3. Replacement of “International Secretariat” with “International Award Foundation”
4. Chapter 1- Addition of other terms used to refer to the Award and its executive board.
5. Chapter 2 - Establishment of the jurisdiction of the Award
6. Chapter 3 – Combined Chapter 3 with Chapter 4 Article 1
7. Chapter 4 – Establishment of Award History in Barbados
8. Chapter 5- Expands original chapter 4 to Establish international agreements, including license, to be in line with the IAA Memorandum of Understanding 2018
9. Chapter 6 – Replaces original Chapter 5 interpretation with definitions in line with IAA MOU, including reference to IAA glossary of terms.
10. Chapter 7 - Replaces original chapter 6 to reflect new name of the Trustees.
11. Chapter 8 – Revision of the requirements regarding the Patron of the Award, including roles. Replaces original Chapter 7 Article 3
12. Chapter 9 – Replaces original Chapter 7. Establishes membership of the NAO with the IAA and CASC, and incorporates requirement to align strategy with IAA Global Strategic plan per the terms of the license.
13. Chapter 10 – Replaces original Chapter 8. Membership extended to include Award Alumni.
14. Chapter 11 – Replaces original Chapter 9 and 14. Additional details of membership, roles and responsibilities, terms of membership, powers and limitations and grounds for termination.
15. Chapter 12 - Replaces Original chapter 10. Facilitates appointment of Chairperson by the Trustees
16. Chapter 13 – Replaces original Chapter 11
17. Chapter 14 – Replaces Chapter 13 and 16
18. Chapter 15 – Replaces Chapter 12
19. Chapter 16 – Replaces Chapter 15
20. Chapter 17 – Replaces Chapter 17
21. Chapter 18 – No Change
22. Chapter 19 – No Change
23. Chapter 20 – Council’s responsibilities to develop policy and by-laws
24. Chapter 21 – Commencement of this Constitution

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List of Abbreviations

AGM- Annual General Meeting

AJ – Adventurous Journey

GAHA – Gold Award Holders and Alumni Association

CASC- Caribbean Award Sub-Regional Council

DEIA Barbados- The Duke of Edinburgh's International Award Barbados.

IAA – The International Award Association

IAF – The International Award Foundation

NAO-National Award Operator

ORB- Online Record Book

INTRODUCTION

This Constitution sets out the understanding of all parties concerned relating to the formation and purpose of “The Duke of Edinburgh’s International Award Barbados” (the “National Award Operator” – “NAO”). It outlines the relationships, practices, and procedures through which all constituent parts of the NAO should operate, to facilitate effective delivery of The Duke of Edinburgh’s International Award in Barbados.

1. NAME

- 1.1. The name of this organization shall be “The Duke of Edinburgh’s International Award Barbados”, hereafter referred to as “the NAO”.
- 1.2. The organization may use the name or the associated terms (“The Award” or “DEIA Barbados”) in all publicity materials and correspondence.
- 1.3. The officers of the NAO shall make up the Executive Board of the NAO, hereafter referred to as the National Award Council (“the Council”).

2. STATUS AND JURISDICTION

- 2.1. The NAO is Registered Charity No. 3 under the provisions of the Charities Act of Barbados Cap. 243.
- 2.2. The jurisdiction of the NAO and the Council shall be over the island of Barbados.

3. PURPOSE

The purpose of the organization is to conduct and promote in Barbados an Award Programme in accordance with the International Award Constitution adopted by the International Award Forum (“The Forum”) on May 1, 1988, as set out in Chapter Four of this Constitution as may be amended from time to time by the Forum. These include presenting to young people a balanced, non-competitive programme of voluntary activities that encourage personal discovery and growth, self-reliance, perseverance, responsibility to themselves and services to their community.

4. HISTORY

- 4.1. The Duke of Edinburgh's Award Scheme was established in Barbados in March 1963 by Kenneth Pile, Geoffrey Guy and Mrs. Guy, Peter Robinson, Deighton Maynard and Mike Owen at the Combermere School, Waterford, St. Michael.
- 4.2. In 1981, the Award was registered as Charity Number 3.
- 4.3. In 1992, the Trust component was introduced as Charity Number 214
- 4.4. In 2015, the charity was renamed to The Duke of Edinburgh's International Award Barbados.

5. INTERNATIONAL AGREEMENTS

- 5.1. The concept of The Award, as in the intellectual property and brand, is owned by The Duke of Edinburgh's International Award Foundation ("Foundation" or "IAF") and used under license by the NAO.
- 5.2. The Award Declaration

The Award concept is one of individual challenge. It presents to young people a balanced, non-competitive programme of voluntary activities which encourage personal discovery and growth, self-reliance, perseverance, responsibility to themselves and service to their community.
- 5.3. The Fundamental Principles
 - i. The criterion for gaining an Award is individual improvement through persistence and achievement, taking into account the participant's initial capabilities, and without any element of competition between participants.
 - ii. Participation is voluntary and the individual participant has a completely free choice in the selection of the locally available options within the four Sections as specified in the Operational Principles.
 - iii. Subject to age, parameters, the Award is open to all. There is no discrimination against participation on grounds of sex, gender, race, ability, religion, or political affiliation.
- 5.4. The Guiding Principles
 - i. The Award's guiding principles are as follows:
 - 5.4.i.1. Individual - Individuals design their own programme, which can be tailored to suit their personal circumstances, choices, and local provisions. They start at whichever level suits them best and they can take as long as they wish (within the age limit) to achieve their Award.
 - 5.4.i.2. Non-competitive - Doing their Award is a personal challenge and not a competition against others. Every participant's programme is tailor-made to reflect their individual starting point, abilities, and interests.

- 5.4.i.3. Achievable - An Award is achievable by any individual who chooses to take up the challenge, regardless of ability, gender, background, or location, with the right guidance and inspiration.
 - 5.4.i.4. Voluntary - Whilst the Award may be offered within school, college, work time, custody or extra-curricular activity, individuals choose to do a programme and must commit some of their free time to undertake their activities.
 - 5.4.i.5. Development - Participating in their Award programme fosters personal and social development. Individuals gain valuable experiences and life skills, grow in confidence, and become more aware of their environment and community transforming them into responsible young adults.
 - 5.4.i.6. Balanced - The Award provides a balanced framework to develop the individual's mind, body, and community spirit by engaging them in a range of activities in up to five different challenges.
 - 5.4.i.7. Progressive - At each level of engagement, the Award demands progressively more time, commitment, and responsibility from the participant.
 - 5.4.i.8. Inspiration - The Award inspires individuals to exceed their expectations. They are encouraged to set their own challenges and goals before starting an activity, aim for these goals and by showing improvement, they will achieve an Award.
 - 5.4.i.9. Persistence - The Award requires persistence and cannot be completed with a short burst of enthusiasm. Participants are encouraged to continue with activities and to maintain their interest beyond their programme requirements.
 - 5.4.i.10. Enjoyable - Participants and Leaders should find the Award enjoyable, fulfilling and rewarding.
- 5.5. The Operational Principles
- i. Participants need to be between their 14th and 25th birthdays to be involved with the Award. Participants aged 13 years and over may start the Award if their peer group is aged 14 years and over.
 - ii. The basic structure of the Award Programme consists of the four mandatory Sections: Voluntary Service, Adventurous Journey, Skills and Physical Recreation.
 - iii. The three Award levels are Bronze (for those over the age of 14), Silver (for those over the age of 15) and Gold (for those over the age of 16)
 - iv. The minimum period of participation for direct entrants to qualify for an Award is 6 months for a Bronze, 12 months for a Silver and 18 months for a Gold
 - v. At Gold level participants undertake a Gold Residential Project away from home to broaden experience through living and working with others in a residential setting.
 - vi. The minimum ages for qualification for each Award are:
Bronze - All entrants: 14 years and 6 months.

Silver - Bronze level Award holders: 15 years and 6 months. Direct entrants: 16 years.

Gold - Silver level Award holders: 17 years. Direct entrants: 17 years and 6 months.

5.6. Code of Practice

- i. To maintain comparable standards of operating practice as advised by The Duke of Edinburgh's International Award Foundation.
- ii. To manage the Award Programme fairly and impartially in all respects.
- iii. To ensure that the Award is open to all subject to age parameters.
- iv. To allow participants from any other Award Operator to continue their Award
- v. To recognise the validity of achievements entered in Record Books issued by other Award Operators or to accept the electronic transfer of a participant's records through the Online Record Book (ORB) system or equivalent, in so far as it is possible under national law.
- vi. To manage the Award under the Operational Guidelines approved in 2003 and revised in 2018. These guidelines are available on the International Award website at www.intaward.org

5.7. Funding

- i. The NAO and its Trustees are responsible for raising the funds required to manage the Award in Barbados.

6. DEFINITIONS

In this Constitution, except where a different intention appears, definitions are as follows:

'Activity Coach' or 'Instructor'	An adult who conducts specific training for participants in any section of the Award. The role of an Activity Coach can be carried out by an Assessor or Award Leader.
'Active member'-	An adult who has assisted in the development of the Award during the immediate past 12 months prior to the AGM.
'Adventurous Journey' (AJ)	One of the four sections of the Award. The aim being to encourage a spirit of adventure and discovery whilst undertaking a journey in a group.
'AJ Assessor'	A suitably qualified and experienced adult volunteer who assesses the group during their Qualifying Journey to ensure they have met the

	standard of the AJ as established by the Barbados Expedition and Assessment Panel.
'AJ Supervisor'	A suitably qualified and experienced adult volunteer who is responsible for a group's safety throughout their practice or qualifying Adventurous Journey. They need to be familiar with the Award and must be satisfied that all group members are properly trained and equipped to undertake any journey. The role of the AJ Supervisor can be carried out by an AJ Assessor or Award Leader.
Americas Region	One of four geographic regions in which the International Award is grouped and the region in which Barbados is situated. Each region has a regional manager through which the International Award Foundation manages its relationship with the Award Operators.
'Award Assessor' or 'Assessor'	An adult who conducts specific training for participants in any section of the Award and signs off completion. An Award Assessor can also undertake the role of Activity Coach.
'Award Council' or 'Council'	The National Award Council of The Duke of Edinburgh's International Award Barbados.
'Award Group' or 'Award Unit'	A group of Participants undertaking the Award programme, led by an Award Coordinator and/or Leader. An Award Unit has an exclusive access policy while an Open Award Unit has an open access policy.
'Award Coordinator'	An adult volunteer or staff member who is the key contact in a sublicensed organization. The coordinator is responsible for setting up and running the Award within the organization, supporting Award Leaders, overseeing Award Units and processing the authorization of Awards. The Coordinator is often also an Award Leader or may take on the role of another Award Adult volunteer.
'Award Leader'	An adult appointed by an Award Unit who is the contact and mentor for an Award Unit/Group. The Award Leader is responsible for engaging young people in their Award programme, inspiring, guiding and assisting them from start through to completion. The Award Leader can also be responsible for engaging and managing other

	volunteers. An Award Leader can undertake the roles of Activity coach or Adventurous Journey Supervisor, provided they possess the requisite training.
'Award Participant' or 'Participant'	An individual between the ages of 14 and 25 pursuing the Award.
'Award Programme'	The Programme conducted in Barbados in accordance with the International Memorandum of Understanding and this Constitution.
'Award Volunteer'	<p>An unpaid adult over 18 years of age sanctioned by the NAO to undertake roles for the Award.</p> <p>Teachers and youth workers are viewed as volunteers, even if an element of their contract with a school or organisation is to run the Award. Staff members from the NAO, if undertaking additional duties to support the Award, are viewed as volunteers in that latter role. Award Leaders, Members of Council, Members of the Expedition Panel, and alumni working with the Award are all viewed as Award Volunteers</p> <p>This is distinct from participants volunteering as part of their Award.</p>
'Caribbean Award Sub-Regional Council' (CASC)	<p>CASC is one of the sub-regions of the Americas Region. It shall co-ordinate and shall provide support to the functions and activities of its member constituents and, more specifically, shall adjudicate the Silver and Gold qualifying joint Adventurous Journey exercises held annually at approved locations and the associated leadership training.</p> <p>CASC, formerly known as the Caribbean Award Scheme Council, was formed in St. Lucia in 1975.</p>
'Chairperson'	This means the Chairperson of the National Award Council of The Duke of Edinburgh's International Award Barbados.
'Expedition Panel' or 'Panel'	The Barbados Expedition Assessment Panel is one of three sub-organizations under the NAO. It is responsible for ensuring adequate training, supervision, and assessment of all Adventurous Journeys (AJs)
'Foundation' or 'Trust' or 'Trustees'	The Duke of Edinburgh's International Award Barbados Charity, Barbados Registered Charity No. 214, established April 8 1992

'GAHA' or 'BGAA'	The Barbados Gold Award Holders Association and Alumni Association is the association for current and former Award Participants over the age of 18 who continue to support the aims of the Award in Barbados.
'International Award Association', IAA	The IAA is the collective name for all the constituents of The Award and is established by the mutual consent of all the parties concerned in order to encourage mutual cooperation, share responsibility for development and foster collective ownership in the brand. It includes the Founder, the Foundation, Financial Supporters, Award Operators, Participants, Award Holders and Volunteers.
'International Award Foundation', IAF	The International Award Foundation, established by Deed of Trust dated November 19, 1986. The IAF owns the concept of the Award, as in its intellectual property and brand, and is responsible for the issue of licenses to deliver the Award globally.
'International Council', IC	The International Council of the International Award Association. It consists of the IAF Trustees and Secretary-General, 12 representatives who are elected at the International Forum, and 8 International Youth Representatives who are elected at, or leading up to, the International Gold Event
'International Forum' or 'Forum'	The International Award Forum being the assembly of National Award Operators in membership of the International Award Association.
'International Gold Event', or 'IGE'	A global leadership programme for the future generation of decision makers and influencers who will help shape and deliver the Award worldwide. It provides participants with the opportunity for personal development and to facilitate their contribution to the development of the Award both nationally and internationally.
'International Memorandum of Understanding', MOU	The Memorandum of Understanding of the International Award Association, which was established November 2018. It replaces the International Constitution of the IAA, originally adopted May 1, 1988.
'International Trustees'	The Trustees of the International Award Foundation

'International Youth Representatives'	A group of eight Award Alumni from around the world. They represent the youth voice at the International Council and play a significant role at governance level. There are two International Youth Representatives per region and their term of appointment is three years.
'National Award Operator' (NAO) or 'Award Operator'	An organisation licensed by the International Award Foundation to promote, manage and deliver the Award throughout a specific country or territory. An NAO has the power to sub-license and approve Awards. It is run by a chair, board of trustees or council and director (or chief executive officer) and may become an Associate Member of the International Award Association. For the purposes of this document, the NAO is The Duke of Edinburgh's International Award Barbados
Non-voting member	An Award participant under the age of 18 years.
'Sublicensed Organization'	An organization sublicensed by the NAO to deliver the Award to its membership. May also be referred to as an 'Award Centre'. Each Sublicensed organization is run by an Award Coordinator and may have multiple Award Units.
Voting member	An Award Volunteer in good financial standing

Additional definitions related to the Award are available in the International Award Glossary of terms, found at the Award website at www.intaward.org

7. THE TRUSTEES

7.1. Name

- i. The Trust of the Award in Barbados is The Duke of Edinburgh's International Award Barbados Charity, hereafter referred to as "the Trustees".
- ii. This organization, formerly known as the Duke of Edinburgh's Award of Barbados Foundation (Trust), is registered as Charity No. 214. under the provisions of the Charities Act of Barbados Cap. 243.

7.2. Trust Deed

- i. The duties and responsibilities of the Trustees are specified in the Trust Deed.

7.3. Objects of the Trustees

- i. The object of the Trustees is to promote, support and develop the objects of the NAO in Barbados in accordance with the Declaration and Principles set out in the International Award MOU, consulting with and taking into account the wishes of the International Award Association. This includes, but is not limited to, maintenance of the license issued by the International Award Foundation.

7.4. Financial Responsibility

- i. The Trustees will take into account the budget of the Award Council through making an annual grant available to the Council prior to the start of each financial year. The grant will assist the Council in its discharge of responsibilities, administration, and delivery of the Award in Barbados.

8. THE PATRON

8.1. The Head of State of Barbados, or his/her nominee, shall be invited to be the Patron of The Duke of Edinburgh's International Award Barbados.

8.2. The functions of the Patron shall be:

- i. To foster and encourage the Award programme in Barbados, and
- ii. To facilitate the presentation of Gold Awards.

9. THE NATIONAL AWARD OPERATOR (NAO)

9.1. International Membership

The NAO shall be a member of The Duke of Edinburgh's International Association and a member of the Caribbean Award Sub-Regional Council (CASC) and shall fulfil all the necessary membership criteria of the organizations.

9.2. Composition

The NAO shall comprise a National Award Council with an Executive Committee, the Trustees and any subsidiary working groups as the need arises.

9.3. Responsibility

- i. The NAO shall be the sole body responsible for the operation and administration of the Award Programme in Barbados.
- ii. The NAO shall ascribe to the policies of the International Award Association as set out in the IAA Memorandum of Understanding.
- iii. The NAO shall align its local strategy and policy as much as possible with the IAA Global Strategic Plan, with consideration of local regulations.
- iv. The MOU and Strategic Plan are available on the International Award website at www.intaward.org.

10. GENERAL MEMBERSHIP

10.1. Subject to this Constitution, the Membership of the Award shall comprise the Award Leaders, Award Participants and Award Alumni aged 18 and over, Award Volunteers, Trustees and Award Council Members and such other members as the Award Council may from time to time determine.

10.2. Rights of Membership

- i. The Membership of the Award shall be divided into two categories, voting and non-voting. Subject to the provisions of this Constitution, the voting member shall be entitled to attend, be heard and vote at the Annual General Meeting of the Award.

10.3. Membership Dues

- i. The National Award Council may require the payment of dues by the Members. The amount payable in respect of such dues shall be determined from time to time by the Award Council.

10.4. Forfeiture of Membership

- i. If any Member fails to pay, on the day appointed for payment thereof, any call in respect of any dues payable by such Member, the Award Council may, at any time thereafter during such time as the call remains unpaid, direct the Secretary to forward such Member a notice in writing as per Appendix A.

10.5. Register of Members

- i. The Award Council shall cause to be kept in one or more books a Register of Members and shall enter therein the particulars required by this Constitution, being:
 - The name and postal address of each Member;

- The date upon which that person became a Member; and
 - Any other information as the Award Council may deem reasonably necessary
- ii. The Register of Members shall be open to inspection at the principal office of the Award on every business day, subject to such reasonable restrictions as the Award Council may impose, so that not less than two hours in each business day be allowed for inspection. The Register of Members may, after notice has been given in accordance with the Act, be closed for any time or times not exceeding in the whole thirty days in each year.

10.6. Mode of Voting

- i. Voting at general meetings shall be:
- By voting members
 - By ballot for the election of members of the Council.
 - Determined by the Chairperson of the meeting for any other item.

11. NATIONAL AWARD COUNCIL

11.1. Operation and Administration

The operation and administration of the NAO shall be under the control of the National Award Council. Council Members must be aged 18 years and over.

11.2. Composition

The Council shall consist of the following members:

Officers (elected unless otherwise indicated)

- i) National Award Chairperson, appointed under chapter 12 hereof
- ii) The Deputy Chairperson
- iii) Three (3) Ordinary Members
- iv) Persons appointed for their specialist knowledge, interests, and influence in relation to the work of the NAO

Staff Officers

- i) The National Director or Operations Manager
- ii) The Award Secretary or Secretary/Treasurer
- iii) The Award Treasurer or Secretary/Treasurer

Ex-officio

- i) The Chairperson of the Trustees

Nominated

- i) Chairpersons of Award sub-groups (e.g., Barbados Expedition Assessment Panel, Award Leaders Association) and sub-committees.
- ii) Representatives from sub-licensed organizations
- iii) Representatives from support organizations
- iv) Representatives from the local business and professional bodies.
- v) Representative from the Award alumni body

11.3. Duties and Responsibilities

- i. The duties and responsibilities of the Award Council shall be as follows:
 - i. The appropriate administration and delivery of the Award Programme;
 - ii. To ensure the International Declaration is adhered to;
 - iii. To ensure the operation of the Award Programme falls within the Fundamental and Operational Principles;
 - iv. To publicise the Award Programme to the community as a whole;
 - v. To create and maintain resources in personnel, materials and funds directed towards the operation of the Award Programme;
 - vi. To maintain a consistent level of participation and recruitment of new Participants;
 - vii. To establish an administrative framework to enable the Programme to function;
 - viii. To ensure the provision of leader training;
 - ix. To provide users with Award literature, badges and certificates;
 - x. To issue Record Books and/or provide access to the ORBs;
 - xi. To authorise Awards and to keep appropriate records;
 - xii. To make appropriate arrangements for the presentation of pins and certificates.

Some of the above responsibilities may, in whole or in part, be shared with the Executive Committee, any Sub-Committee or with Operating Authorities and Sublicensed Organizations.

- ii. The Council, in the discharge of its duties above, shall have responsibility for:

- i. The provision of advice to the Trustees concerning apportionment of revenue funds;
- ii. Liaising, communicating and providing representation to the International Award Foundation and other officials for The Duke of Edinburgh's International Award;
- iii. Providing, publishing and/or circulating reports, periodicals and publications relating to the Award Programme.
- iv. Co-ordinating the delivery of the Award to national youth agencies such as The Barbados Boy Scouts Association, The Girl Guides Association of Barbados and The Barbados Cadet Corps.
- v. Maintaining common standards within Barbados among all Groups in accordance with international standards stipulated by the International Award Foundation.
- vi. Authorising Bronze, Silver and Gold Awards.
- vii. The organisation, management, and delivery of a Gold Award Presentation Ceremony with the Patron and/or the Founder or their representative.

11.4. Election of Officers

- i. Election of officers to the Council shall take place during the Annual General Meeting (AGM). In the event two or more candidates score the same number of votes and in the absence of voluntary settlement, a draw of lots binding the candidates concerned, shall be effected to determine the candidate(s) to sit on the Council.

11.5. Terms of Membership

- i. Persons elected as members of the Council shall serve for an initial period of two years. However, they may be elected from time to time for further periods, provided that at the end of six (6) years from the date first elected, that member shall not be eligible for re-election for a period of one (1) year; provided further that the total period for which any such member shall serve shall not exceed twelve (12) years. In extenuating circumstances, the Membership may allow a member to serve more than 12 years
- ii. Any dispute between the Council and any of its members or any person's claim by or through a member shall be settled by a special meeting.

- iii. No member of Council shall financially benefit from the NAO. The Award Council Members shall not be remunerated by the Award, but may, with the approval of the Award Council, be paid all travel, hotel and other expenses properly incurred by them in connection with the business of the Award or their duties as Award Council Members generally.
- iv. Notwithstanding, 11.5.1, at least one prior member of the Council Executive Committee should be co-opted to any succeeding Award Council for a period of one year.

11.6. Powers and Limitations of Powers

i. Powers

In order to carry out the objectives of the Award Operator, the Award Council shall have the following powers:

- i) To purchase or acquire any real or personal property or any rights or privileges at such consideration or price and generally upon such terms and conditions as it thinks fit.
- ii) To purchase, construct, alter and maintain buildings, fences, machinery and other works as it may consider necessary for the use of the Council and to lease, to take as tenant or accept leases or tenancies of any land or any interest therein for such consideration or price or for such term and at such rental it shall think fit.
- iii) To borrow or raise money upon mortgage of the real or personal property of the Award Operator, or any part or parts thereof; to borrow money from bankers or other persons with or without security.
- iv) To accept donations and legacies from any source provided that such donations and legacies are free from any conditions detrimental to the objectives of the Council.
- v) Individual Council members may not enter into negotiations, contracts and agreements in the name of, or on behalf of the Award Operator. Any possibility of the aforementioned must be brought before the Council to be discussed at designated meetings.
- vi) To receive, issue receipts and execute discharges for all grants, gifts, legacies, bequests or other monies, and to execute any trusts created for any of the objectives of the Award Operator for the purpose of furthering any of such objectives.

- vii) To purchase, lease or hire, operate and maintain any computer or other equipment necessary or convenient for the operation of the Council.
- viii) To engage, control and dismiss the Council's employees and paid officials and to exercise all such administrative power as may be necessary to effect its purpose.
- ix) To appoint such staff as it may deem fit and proper and fix their remuneration and other conditions of service.
- x) To appoint Trustees of any trusts created for any of the objectives of the Award Operator or for the purpose of furthering any of such objectives and to terminate those appointments.
- xi) To do all such other things as are incidental or conducive to the attainment of the objectives and the exercise of the powers of the Award Operator.

11.7. Limitations of Powers

- i. The Award Council shall have no power to enter into any contractual liability whatsoever without the prior written approval of the Trust where the total liability of the Award Operator in any one financial year exceeds its accumulated funds.
- ii. The Award Council shall have no power to incur any liability in the name of the Trust.

11.8. Meetings

- i. The Council shall meet at least once every quarter, and when necessary upon the request of the Chairperson or Secretary/Treasurer, or at the written request to the Secretary/Treasurer by any member of the Council with a minimum of seven clear days of notice, provided that in the case of urgencies the notice of meeting may be shorter. The Chairperson or Secretary/Treasurer can convene extraordinary meetings. The Council shall determine its own procedures at meetings of the Council. At such meetings the following business shall include:
 - i) Confirmation of the meetings from the prior
 - ii) Monthly financial accounts
 - iii) Matters arising
 - iv) National Director's/Operations Manager's Report
 - v) Any other business
- ii. A quorum for meetings of the Council shall be half of the existing membership plus one.

- iii. At a written and motivated request signed by three members of the Council, the Chairperson shall cause a meeting of the Council to be convened within a fortnight from the date of the request, failing which the signatories may themselves convene the meeting in accordance with 11.6.1.
 - iv. The Chairperson shall preside over all meetings of the Council. In the absence of the Chairperson, the Deputy Chairperson shall preside over the meeting. In the absence of both, any committee member chosen from among and by the committee members present at the meeting shall preside over the meeting.
 - v. **Annual General Meeting**
Subject to the approval of the Chairperson, the Council shall hold an Annual General Meeting at least once in every calendar year, provided that such meeting shall not be held within nine months of the preceding Annual General Meeting. At such meetings the following business shall be transacted:
 - a) The reception and consideration of the following:
 - i. Annual Report of the Chairperson
 - ii. Annual Financial Statement of Accounts
 - iii. Budget for the ensuing year
 - b) The election of officers and appointment of members to the Council
 - c) The appointment of the Executive Committee
 - d) Any other business
 - vi. Members may participate in any general meeting by means of simultaneous communication to permit all persons participating in the meeting to communicate with each other, and participation in such a meeting shall constitute presence in person at such meeting.
- 11.9. **Resignation**
Any member of the Council may resign by giving one month's notice in writing to the Chairperson.
- 11.10. **Termination of Membership**
- i. Any member of the Council shall vacate office automatically if:
 - i) The member attains the age of seventy-five (75) years.
 - ii) The member is convicted of a criminal offence.
 - iii) The member is not in good financial standing on the date of the AGM.

- iv) The member becomes of unsound mind or dies.
- ii. Should a member be absent from more than three (3) consecutive meetings of the Council without good and sufficient cause and be replaced by another member, he/she may be removed and/or replaced, provided that the following procedure is applied:
 - i) The absenting member is informed in writing that the member will be removed.
 - ii) The absenting member shall be permitted to send in writing the reasons as to why he/she should not be replaced as a member of the Council, in which the absenting member shall submit explanations in writing to the Secretary in a time limit not exceeding fifteen (15) days as from receipt of the request.
 - iii) The case will be considered and determined at the next Council meeting.
- iii. The Council may terminate the membership of any member, particularly in cases of misconduct, by a majority vote given at a regular Council meeting or a special/extraordinary meeting convened for the purpose.
 - i) The Council will notify the member of its intent in writing.
 - ii) The member shall have the right to appeal against any decision taken by the Council by sending a written appeal to the Secretary.
 - iii) Any appeal shall be lodged with the Secretary no later than fifteen (15) days after the receipt of the notification of the decision of the Council by the member concerned, provided that no appeal shall be considered after this time limit has expired.
 - iv) On receiving an appeal, the Council shall cause a special meeting to be convened and held within thirty (30) days of receipt of the notice of appeal.
 - v) Should the Council not convene within this timeframe, the Chairperson is required to make a decision and notify the appellant within fifteen (15) days.
 - vi) Any decision in response to the appeal shall be final.
- iv. Any member who has resigned or is terminated forfeits all rights to any property of The Duke of Edinburgh's International Award Barbados and to any contribution, monetary or otherwise, made to the NAO.

11.11. Vacancies

Any vacancy created between Annual General Meetings, due to resignation or termination, shall be filled by the Council or the appropriate body until the next AGM.

12. National Award Chairperson

12.1. Appointment

- i. The Chairperson shall be appointed by the Patron on the recommendation of the National Award Council and Board of Trustees, after elections at the AGM, and shall hold office on the same terms as applied to members of the Council.
- ii. Notwithstanding, 11.5.1. the Chairperson's initial period of service shall be a period of three years. All other terms apply.
- iii. The Chairperson shall not hold the office of chairperson of the Trustees at the same time.

12.2. Representative

- i. The Chairperson shall serve as the NAO's representative to the International Council and, when necessary, shall attend meetings of the International Forum and the Americas Region.
- ii. The NAO's representative shall make such representations as may be directed by the Council or in the absence of any directions, as shall be in the best interests of NAO.

12.3. Duties and Powers

- i. The Chairperson shall perform the duties and exercise the powers assigned by the National Award Council.
- ii. The Chairperson shall preside over meetings of Council.
- iii. At the AGM, the Chairperson shall submit a report on the workings of Council for the preceding accounting period, together with a statement of accounts drawn up and signed by the Treasurer and certified by the Auditor(s).
- iv. The Chairperson may delegate the powers conferred on him/her by this Constitution.

13. National Award Executive Committee

13.1. Appointment and Composition

The Executive Committee shall be comprised of the Chairperson, Deputy Chairperson, Secretary, Treasurer and National Director/Operations Manager.

- 13.2. Vacancies
Any casual vacancy in the above offices shall be appointed by the Council for an approved period of time.
- 13.3. Function
The Executive Committee shall be responsible to the Council for the day-to-day management of the Programme.
- 13.4. Meetings
 - i. The Executive Committee shall meet at least once every month, or at such times as the Chairperson shall require, and shall act for the Council between meetings of the Council.
 - ii. The quorum at meetings of the Executive Committee shall be not less than half plus one of the appointed committees.
- 13.5. Sub-Committees
 - i. The Executive Committee shall appoint Sub-Committees as may be required and shall state their terms of reference and on such issues as it may deem fit, provide that such committees submit reports to the Executive Committee on matters referred to them.
 - ii. The Chairperson of a Sub-Committee shall be a member of the Council.
 - iii. The quorum at meetings of any Sub-Committee shall be not less than half plus one of the appointed Sub-Committee.
- 13.6. Power to Co-opt
All committees shall have power to co-opt persons who need not be members of the Council.

14. Accounts and Control of Use of Funds

- 14.1. The Council shall cause proper books of Accounts to be kept of all monies received and expended and all of its assets and liabilities
- 14.2. All books of the NAO shall be kept in English.
- 14.3. The books of Accounts shall be kept at the seat of the NAO, or such other place as the Council may direct and shall be open to the inspection of any member of the Council, Trust, or any person approved by Council.
- 14.4. Deposits: All monies received by Council shall forthwith be paid to the credit of The Duke of Edinburgh's International Award Barbados in an account in any commercial bank as the Council shall from time to time determine.

- 14.5. Withdrawals: All cheques and withdrawal receipts drawn on any such account shall be signed on behalf of the Council by the Chairperson or Deputy Chairperson, and one other member of the Executive Committee.
- 14.6. Reserves: The Council shall maintain a reserves account which ensures that the NAO's core activity could continue during a period of unforeseen activity. This reserve account shall be separate from the account outlined in 14.4.
- 14.7. The Financial year of the NAO shall be from the first (1st) day of April in one year to the last (31st) day of March in the following year, or as may be determined by the Council from time to time.
- 14.8. Copies of the financial statements of the NAO, certified by an Auditor, shall be forwarded to the Trust and the International Award Foundation each year.

15.Appointment of an Auditor

- 15.1. The Council shall appoint a Chartered Accountant as Auditor and shall cause the financial statements of the NAO to be audited each year and for such purpose shall produce such records and provide such information as the Auditor shall require.
- 15.2. The Auditor(s) may be removed and replaced by a decision of a General Meeting.
- 15.3. The Council shall, upon written request by the/any of the Auditor(s), submit the accounts of the Association for audit.
- 15.4. The Auditor(s) shall –
 - i. make a thorough examination of all the books and documents in the custody of the Treasurer at least once yearly and shall forthwith report to the Council any error or omission detected in the course of the examination.
 - ii. verify and certify all statements of accounts prior to their being submitted to the Annual General Meeting.
 - iii. examine the inventory of all the belongings of the NAO, in conjunction with the Secretary/Treasurer, at least once yearly.

16.Common Seal

- 16.1. Custody
The Council shall provide a Common Seal which shall be in the custody of the Secretary/Treasurer.
- 16.2. Use
The Seal shall not be affixed to any instrument except in pursuance of a resolution of the Council or the Executive Committee and in the presence of the Chairperson or Deputy Chairperson and one other member of the Executive Committee.

17.Actions by or against the Award Barbados

- 17.1. The DEIA Barbados shall act, sue and shall be sued, implead or be impleaded and shall do all other acts under its corporate name through its Secretary/Treasurer.
- 17.2. Whenever the DEIA Barbados shall be sued or be impleaded and whenever it shall be necessary to serve notices, summonses, or any other legal process, judicial or extra-judicial, upon the Council, service upon the Secretary/Treasurer shall be good and sufficient upon the Council.

18.Alterations to the Constitution

- 18.1. A quorum of two-thirds of total membership of the Council is required. Members must be given notice together with the existing areas to be amended and the detailed relevant replacement and with a brief reason for the proposed change.
- 18.2. Any alteration, amendment or rescission of all of or any part of this Constitution shall be made only at a Council meeting by a resolution passed by a majority of at least two thirds of the votes cast by those present.
- 18.3. No alteration, amendment or rescission of this Constitution shall be made in any way to detract from the charitable purposes of the NAO, or the Declaration, Principles and Code of Practice adopted by The International Award Forum from time to time.
- 18.4. Any alterations, amendments or rescission of this Constitution shall forthwith be forwarded to the International Award Foundation.

19.Winding Up Council

- 19.1. Upon the dissolution or winding up of the NAO in Barbados:
 - i. A certified copy of the minutes of proceedings of the General Meeting at which the 'special resolution' to wind up the NAO must be approved by Council.
 - ii. A detailed statement of the assets and liabilities must be provided to Council and Trustees.
 - iii. All property, movable or immovable, its cash at bank and in hand, shall be disposed of in conformity with the law. Surplus assets of the NAO, after payment of liabilities, shall be returned to the Trustees.

20. By-Laws and Governance

- 20.1. The Executive Committee shall have power to make by-laws and set policy, and to vary or cancel the same, to carry out the objects of this Constitution and provide for the effective conduct of the affairs of the NAO, provided that such by-laws and policies do not conflict in any respect with any Articles of this Constitution.
- 20.2. It shall be the duty of the Executive Committee to compile and publish a book of governance of the NAO. This handbook shall set out the by-laws, terms of reference, policies, and rules of the NAO, including terms or reference related to various roles and responsibilities. This document should serve as a guide for all members and for the effective working of the NAO in all respects, and in accordance with this Constitution.

21. Commencement of Constitution

- 21.1. This Constitution shall come into effect on the date of its adoption by the National Award Council. From the same date, the previously existing Constitution of the NAO shall be deemed to have been superseded.

Appendix A

Notice of Liability to Forfeiture for Non-Payment of Dues of the DEIA Barbados.

You have failed to pay the call of [amount of Dues] made on the [] day of [], [], in respect of your membership of the Award, as set out in the Register of Members of the Award. You are hereby notified that unless you pay all such Dues on or before the [] day of [], [], your membership will be liable to be cancelled.

Dated this [] day of [], [].

We the executive members, on behalf of the full membership of the National Award Council, do hereby approve the adoption of this Constitution, effective AUGUST 15 2025.

NAME STEPHEN SMITH

NAME JAMAR ODWIN

Date 15th August 2025

Date 14th August 2025

Signed



Signed



NAME JEREMY DEVONISH

NAME J ELIZABETH RILEY

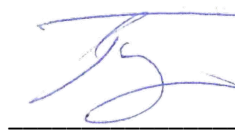
Date 14 August 2025

Date 14 August 2025

Signed



Signed



NAME AJANI DANIEL

Date 14th August 2025

Signed

