



## COUNCIL MEMBER ROLE PROFILE

The powers of Council are set by the Charter. Council is ultimately responsible for ensuring that ICAEW meets the objects set out in the Charter.

Council members approve the high-level strategy and participate in discussion of key business issues.

## KEY ACCOUNTABILITIES

### **The Representative Role**

Ensuring the views across our profession are heard in helping to set the strategy and maintain the role of ICAEW as a professional body: both collectively through contributions to the decisions of Council and individually through the representation Council members provide.

### **The Holding to Account role**

Upholding the public interest and holding the Board to account for the delivery of strategic priorities.

### **The Approvals role**

Approving the Strategy and satisfying itself that Principal Risks are being addressed by the Board, taking into account the recommendations and advice of the Audit Committee.

In addition, there are specific expectations and terms for Council members as follows:

### **Elected Council member**

Elected Council members should engage with members in their constituency. This may be directly, in person at meetings and events or through other media such as newsletters and social media, and indirectly, via members of local groups such as district societies and chapters or through contact members.

Council Members provide two-way feedback between their district society or network community and Council through attendance at relevant meetings when possible.

To be elected to Council, individuals must be ICAEW members with a Registered Address in the constituency they are standing in.

Elected members of Council generally serve a four-year term and are eligible to be re-elected.

### **Co-opted Council member**

Nominating Committee proposes the appointment of co-opted Council members to Council, in accordance with Principal Bye-Law 36(a), to ensure representation of significant segments of membership so that Council is sufficiently diverse and representative of the membership as a whole.

Co-opted members of Council serve a two-year term, renewable twice.

### **Ex-officio Council member**

Ex-officio Council members serve on Council as part of their role on another committee or board.

Their term on Council is determined by the term of the other role.

## **Role requirements**

All Council members are required to:

- be an ambassador and advocate for the accountancy profession and ICAEW;
- ensure good governance and uphold the integrity and reputation of ICAEW;
- through Council, ensure implementation of the strategic plan;
- attend Council meetings, Council Briefings, Council Conference and the Annual and Special meetings; and
- abide by the Active Member Code of Conduct, working in partnership with staff.

## **Key knowledge and skills**

Council members should act as ambassadors for the ICAEW strategy. It is expected that Council members should possess or be willing to gain, the following key knowledge or skill sets:

- knowledge and experience of business management and/or the accountancy profession encompassing strategy development, objective setting, monitoring and control;
- knowledge of the requirements placed externally on ICAEW and internally through the Charter and bye-laws;
- an understanding of the business landscape ICAEW operates in and also of the needs of a commercial, not-for-profit, business-orientated environment;
- an understanding of how government policy is influenced, formulated and implemented at national and international levels; and
- excellent written and oral communication skills (for internal and external engagement), including listening and persuasion, and a broad knowledge of a membership organisation, being able to interact with members to help drive strategic priorities forward.

## **TIME COMMITMENT**

There are at least four Council meetings per year, normally held at ICAEW's London premises in early June, September/October, December and March, between 9:00 and 16:00. There are also one hour Council Briefings prior to each meeting. Council members also meet for a pre-council dinner the night before Council meetings. Further time also needs to be allocated to prepare for each meeting.

Council members are also required to attend the annual Council Conference, which is a residential conference, held over two days in the first week of July.

Dates of Council meetings and the Council Conference are set and communicated in advance.

Members of Council are encouraged to join other Committees upon joining Council, to support their knowledge of ICAEW's strategy.

A Member of Council may be removed from Council if they have been absent from three or more consecutive meetings without the consent of the Council.

## **SUPPORT AND TRAINING**

Induction and training are provided to all new Council members. ICAEW provides formal and informal support and advice as and when required to ensure members get the best out of their time

on Council. Council members receive a full briefing when attending ICAEW or external events as a representative of ICAEW.

### **Expenses**

ICAEW will reimburse Council members for all reasonable travel, subsistence and associated business expenses incurred for attending Council meetings and while on authorised Council business.