

## Role Description for Council Members

As Council Members are elected, co-opted or appointed by Council (Honorary Treasurer) the following is provided as guidance only.

This role description applies to all Council members regardless of whether they are elected, co-opted or appointed.

The role of a Council member is closely related to the role of Council. Council is the prime governance body of the Institute and therefore fulfils the responsibilities of trustees of the Institute.

Council members have responsibilities as trustees and company directors of the Institute. A trustee is defined as a person who sits on the governing body and has the right to vote on that body. Council members, as trustees of the Institute, have a duty to have, and must accept, ultimate responsibility for directing the affairs of the Institute and ensuring that it is solvent, well-run, and delivering the charitable outcomes for the benefit of the public for which it has been set up.

The roles and responsibilities of Council members as trustees can broadly be described as:

- **Legal** responsibilities – to **ensure** the Institute abides by its objects and constitution as set out in its Memorandum and Articles of Association and **operates** within the law;
- **Fiscal** responsibilities – to **ensure** that any monies and property are used for the stated purposes of the Institute and that all the Institute's finances are **properly and effectively** managed and appropriate financial information is published regularly;
- **General** responsibilities – to plan **strategically** and to **evaluate** and **monitor** the Institute's activities.

Council members **must** use reasonable care and skill in their work as trustees, using their **personal skills and experience** as needed to ensure that the Institute is well-run and efficient.

Council members retain individual and collective responsibility for the decisions taken by Council.

Trustees are **not** responsible for the day to day running of the Institute, which is the responsibility of the Chief Executive who is held to account by Council.

Trustees can be personally liable for a breach of trust if they act outside the Institute's objects or powers, or in breach of charity law.

Trusteeship is a voluntary, unpaid activity. Trustees cannot receive direct or indirect financial benefit from their role. For example, if a Council member, although not deriving any direct financial benefit from being a Council member, uses their association with the Council as a marketing tool to promote their own practice or services, this might be considered as benefiting from the trusteeship. Trustees must take care not to place themselves in a situation where they could be construed to be benefiting from it.

Individual Council members and Council, collectively, are responsible for:

- ensuring the Institute upholds and pursues the objects as set out in the Memorandum and Articles of Association
- determining, approving and monitoring the effectiveness of the overall strategy of the Institute
- ensuring the governance and decision-making structures of the Institute are appropriate and function effectively. This includes oversight of the constitution and associated governance policies, and the committee structure that supports Council and reports to it
- setting the framework for the financial strategy, approving the annual budget, monitoring performance against the budget and approving the annual accounts; this includes oversight of the performance of the Institute's investment portfolio
- taking decisions regarding strategic priorities according to their importance to the Institute, to the profession and available resources
- ensuring the Institute has comprehensive and effective risk management processes and procedures
- representing the Institute in a positive way to all audiences

### ***General roles and responsibilities***

Council members are expected to contribute to discussions and make decisions for the Institute as a whole and not confine their input to a local/regional/personal level. This is particularly important to note for those members elected to a regional seat.

Council members may be invited to, and would be expected to, take part in other activities associated with their roles as a member of Council such as membership or chairing of working parties or committees that are established by and report to Council.

Council members may be nominated to represent the Institute at external meetings, committees, working parties etc. When fulfilling such a role, Council members are expected to present the Institute view/position. While this may be informed by personal experience this should not be a personal view.

Council members may take on lead responsibility for specific aspects of the corporate strategy which confers delegated authority to act on behalf of Council.

Council members are expected to fulfil an ambassadorial role and to promote the Institute, and the profession, in all activities that they undertake either in an Institute or personal capacity.

### ***Time commitment***

The main responsibilities of a Council member are to attend all Council meetings (in person or virtually), to read papers in advance and to contribute to discussion on Institute issues. Thus for each Council meeting taking place at the IBMS Office, the time commitment would be about four to five hours plus travelling time when required and time needed for reading and preparation.

Council members are expected to attend, in person, the annual general meeting (AGM) of the Institute which usually takes place in June each year on a Saturday, as well as a strategic discussion day and Council are expected to be in personal attendance at this event. Council members are also expected to attend the full biennial Congress.

Council members are also expected to be in membership of at least one Institute standing committee. Standing Committees meet four times per year for approximately three hours per meeting in addition to travel and preparation time.

Council members must be prepared to commit to extended working days in order to fulfil their responsibilities.

Any other work, such as serving on external committees or working parties (established both internally and externally), or contributing to responses to consultation documents is additional to the commitments above and will vary according to the nature of the work.

### ***Summary***

The role of a Council member is hugely rewarding but requires **significant personal commitment and skills, strategic thinking, financial understanding**, passion for the work of the Institute and the ability to be a role model for the profession to do it well. Council members are leaders of the profession and so being active in the profession at the time of standing for election is a good way to demonstrate to members your suitability for the role.