



Office Holder Role Profile

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The role of the Office Holders

1. The President of ICAEW is the senior member of the ICAEW, elected by their Council member peers into this role.
2. Council elects a candidate to the role of Vice President. Barring unforeseen circumstances, after 12 months the Vice President is elected to the role of Deputy President and then, after a further 12 months, to President. These three roles are known collectively as the Office Holders.
3. Once the term as President is complete, the individual is known as the Immediate Past President for 12 months, and finally the Past President for a further 12 months. It is at this point that the formal role is complete. The overall term is typically five years.
4. Under the governance framework agreed by Council in 2022/23, the Office Holders have a key ambassadorial role in developing and maintaining good relationships with ICAEW's stakeholders around the world. The specifics of the role are likely to develop as the new framework is implemented and evolved.
5. The role and responsibilities of the Chief Executive and the Chair of the Board are laid out in their respective role profiles. Within these accountabilities, activities will be coordinated to maximise impact and make best use of the individuals' skills and expertise.

Ambassadorial activities

6. The key role of the Office Holders is to be the leading ambassadors for ICAEW, focusing on relationships with members and promoting the work of ICAEW to members, students, and other professional bodies.
7. Working in partnership with the Chief Executive and Chair of the Board, the Office Holders play a key part in developing and maintaining relationships with other key stakeholders of ICAEW.
8. The purpose of the Office Holders' interactions with stakeholders is:
 - a. To help ICAEW build and maintain strong member engagement in support of the Strategy. This includes encouraging members to become actively involved in ICAEW through, for example, applying for positions on ICAEW committees and/or Council.
 - b. To help advance the profile and reputation of ICAEW with specific target audiences as part of a wider programme of engagement and influence.
 - c. To enable the Office Holders to contribute members' perspective and views into the development of ICAEW Strategy through their positions on the relevant governance bodies.
 - d. To support the implementation of ICAEW Strategy.

- e. To promote ICAEW public policy: any public statements on policy matters made by the Office Holders must be aligned with ICAEW's position. The relationship with both members and volunteers is key to ensuring that we are all working together to achieve the ICAEW Strategy and to ensure that members feel that they are integral to, and belong to, the ICAEW community.
9. The Office Holders lead on relationships with the network communities, international member communities and District Societies. These volunteer-to-volunteer relationships are important to ensure that the centre, international, regional and district groups work together to realise the Strategy and engage with members.
 10. The relationships with other stakeholders will draw on the existing relationships, collective skills and experience of the Chief Executive, the Chair of the Board, and the Office Holders to help ICAEW to develop and maintain relationships with all stakeholders. Any assignment of relationship lead will take account of the expectations of the stakeholders in relation to who they wish to interact with at ICAEW.

Ex-officio roles on governance bodies of ICAEW

11. The Office Holders and Past Presidents have a key role at Council and within the Governance & Appointments Committee. The President also has a role on ICAEW Board.
12. In these roles the Office Holders are there to bring forward the views of the membership as a whole and to ensure these views are considered in the development of Strategy and policy.
13. In relation to appointments to ICAEW committees, the Office Holders bring their network connections in support of creating a more diverse committee membership.
14. The Office Holders will hold positions ex-officio as set out below:

Governance body	President	Deputy President	Vice President
Annual General Meeting and Special Meeting	Chair, Ex-officio	Deputy Chair, Ex-officio	Alternate Deputy Chair, Ex-officio
Council	Ex-officio	Ex-officio	Ex-officio
Governance & Appointments Committee	Ex-officio	Ex-officio	Ex-officio
ICAEW Board	Ex-officio	Observer	Observer

15. The Immediate Past President¹ continues as a member of Council and is also a member, ex-officio, of the Governance & Appointments Committee.
16. The Past President² remains as a member of Council.
17. The membership of the various governance committees (i.e., those committees that report to the Governance & Appointments Committee and the ICAEW Board), and any task and finish groups will be determined in accordance with the terms of reference of these bodies. For example, it is possible that the membership of the Volunteer Nomination Committee may include, ex-officio, the Office Holders, the Past President and/or the Immediate Past President.

¹ Immediate Past President for the 12 months following the end of the term as President.

² Past President for a term of 12 months following the end of the term as Immediate Past President.

18. Members of Council, including the Office Holders, are explicitly excluded from being members of any of the regulatory or conduct committees apart from the Regulatory and Conduct Appointments Committee.
19. It is not anticipated that the Office Holders will become members of any other ICAEW boards or committees (e.g., advisory, or technical committees) in their capacity as an Office Holder.
20. However, the Office Holders may observe other non-governance committee meetings, with the permission of the relevant Chair, to build their awareness and understanding of the activities of these committees across ICAEW.

Council Conference

21. The President hosts the Council Conference. Working with the Chair of Council, Chair of the Board and Chief Executive, they play a key role in leading the development of the conference agenda to ensure the best possible use is made of the event.

Ex-officio roles at other bodies

22. There are other organisations where the Office Holders have a role ex-officio.
 - IFAC and ACE: The President may attend the annual meetings of the IFAC Council, and Accountancy Europe (ACE).
 - Takeover Panel: As member of the Takeover Panel, an Office Holder is required to attend the meetings and contribute as appropriate. Technical support is provided via the Corporate Finance Faculty.
 - CCAB: An Office Holder is a member of the CCAB Board. The Chair position rotates between the CCAB bodies, and the Office Holder may be asked to be chair for part of their term on the CCAB Board.
23. These roles are shared amongst the Office Holders, with the intention that term of the positions on both the Takeover Panel and the CCAB are more than one year. Allocation of the roles is agreed amongst the Office Holders, with oversight by the Volunteer Nomination Committee.

Other

24. The President is expected to share information and insights gathered from interactions with stakeholders with the Chief Executive and advise them accordingly.
25. The President is identified as the Conciliator in the Active Member Conduct Procedure. This procedure is currently under review, and this may change.
26. The President is also the nominal head of the President's Appointment Scheme, a scheme to appoint arbitrators.

Attributes

27. To fulfil the role of President, the candidate must be confident, comfortable, and capable of engaging with a diverse range of stakeholders and differing views including:
 - with prospective students through to experienced and senior members of the profession, including those actively supporting ICAEW as volunteers
 - with members and leaders of other professional bodies

28. The Office Holders are called upon to make speeches, join panels and respond to questions at large events such as dinners or new member ceremonies or conferences, either in person or virtually, and to make pre-recordings and podcasts. The candidates must have the confidence to do so. Support is provided in the form of coaching in public speaking and speeches are developed by an in-house speech writer to suit the style of the speaker.
29. As an ambassador for ICAEW they must be passionate about ICAEW and demonstrate respect for ICAEW Members, ICAEW Staff and fellow Active Members and others with whom they come into contact. They should act in a manner aligned with the Code of Conduct and ensure that their actions do not bring ICAEW into disrepute. If they become aware of any change in this regard after the initial due diligence has been conducted, the Chief of Staff should be informed.
30. They must be committed to ICAEW's Strategy and respect the governance structure in place. They will have the ability to influence both the Strategy and governance but must also accept collective responsibility for the decisions of Council, Board and other bodies and ensure that any views expressed publicly are aligned with ICAEW's position and messaging.
31. The Office Holders are also expected to contribute effectively at the governance body meetings they attend. They must be able to present their views coherently and persuasively, in a manner that is aligned with the Code of Conduct; to accept collective responsibility for decisions made by those bodies; and to be held accountable as appropriate.

Time commitment

President

32. In addition to Council, the President will also be required to attend both Board and the Governance & Appointments Committee. As it currently stands:
 - Council meets five times per annum, with three meetings being typically half a day and the others being two 2-day meetings.
 - Board meets 8 to 10 times per annum, with commensurate preparation time to engage in a half day meeting of the Board.
 - GAC is expected to meet at least four times per annum: time will be needed for preparation and additional responsibilities such as joining the Volunteer Nomination Committee may also be agreed.
33. This equates to around 15 days per annum in meetings. However, additional time is needed to read papers and prepare for each of these meetings, leading to an overall estimate of 30-36 days per annum on governance duties.
34. The time commitment needed for the ambassadorial element of the role of President is to some extent determined by the availability of the President. Plans to travel and meet with stakeholders are developed with the Office Holder taking account of their other commitments as well as considering the needs of ICAEW and the impact any such travelling will have on relationships with key stakeholders.
35. It is important that the Office Holders can dedicate sufficient time for preparing for these events by reviewing speeches, attending briefings, etc., as well as attending them.

Deputy & Vice President

36. The Deputy and Vice President have a less active governance role and therefore the time commitment required is also reduced. Their commitment to the Board meetings is one of observer rather than member and they are not required to attend every meeting.
37. In terms of ambassadorial duties, the time commitment of the Deputy and Vice Presidents is significantly less. The Deputy and Vice Presidents may be asked to deputise for the President in this ambassadorial role, subject to their availability. On occasion, Immediate Past Presidents may also be asked to assist.

Remuneration

38. In return for their commitment as an Office Holder, ICAEW will provide support to enable the Office Holders to fulfil their role, for example, by making travel arrangements, providing briefings, and writing speeches. Expenses incurred in the role will be reimbursed in line with the relevant policy for Active Members.

President

39. The role of President is not remunerated. However, they will receive remuneration as a member of the ICAEW Board.
40. There is no expectation that the role of President is full time.

Deputy & Vice President

41. These roles are not remunerated.