



Guidance Document
Council Members & Institute Officials
Version: 3

Summary:	Guidance document to provide further explanation on the formation and roles of the Institute of Fire Safety Managers. To be read in conjunction with 009A Council & Officials Policy.	
Target Audience:	All Members, Staff and Council	
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1. Introduction

The affairs of the Institute are managed by Council, the powers, and proceedings of Council, are set out in the Institute's Memorandum and Article of Association held at Companies House. The policy of how the Institute appoints Council and other officials, their roles and the Institute's expectations are detailed in 009A Council & Institute Official Policy document. This document gives further explanation and should be read in conjunction with the policy.

2. Role of Council

Council consists of the President, Chair, Vice Chair and between five to 12 council members, all of whom must be current members of the Institute.

Full commitment is needed to ensure Council collectively contribute to the Institute's effectiveness, ethical conduct, and mission.

This guidance is a framework for Council members to understand and fulfil their duties effectively.

2.1. Vision, Mission, and Values

Council members are pivotal in shaping and preserving the Institute's vision, mission, and values. Their active involvement in defining and upholding these ensures alignment with the Institute's overarching goals. Council within their sub-groups set, measure, monitor, and adapt objectives and these contribute towards the Institute's mission and continued improvement.

2.2. Strategic Development

Council members are instrumental in the development of organisational strategies. They contribute to the Institute's long-term success by leveraging their expertise and insights. This usually takes the form of subgroup-based actions.

2.3. Policy Establishment and Monitoring

The Institute is bound by policies there to ensure the smooth running of the Institute and to set out the main principles by which it is run. Council members are responsible for the policies enacted under the bylaws and must be ratified by Council when new policies are introduced, or existing ones are changed. Council members will be asked to consider these and give their vote.

2.4. Compliance with governing documents

In addition to establishing the policies and procedures Council must also adhere by them. Those relevant to general membership and those internal to the Institute. Council members are the face of the Institute and should lead by example.

2.5. Accountability

Council members are accountable for their decisions and actions. Embracing accountability promotes responsible leadership and strengthens the Institute's governance.

2.6. Legal Compliance

Council members must ensure the Institute complies with all relevant laws and regulations. Legal compliance is paramount to safeguarding the Institute's reputation and operations. The role of the Council member is to be mindful of all the Institute's operations and provide feedback or notify employees of any breaches of legal compliance.

2.7. Fiscal Oversight

Council members play a vital role in maintaining proper fiscal oversight. Prudent financial management is essential for the Institute's sustainability and growth. This usually involves Council members voting on budget reports and obtaining regular financial updates from the treasurer (Business Development Manager).

2.8. Chairs Support

The chair is elected from and by Council. The chair will lead the Institute forward however this is only possible with the full support and commitment of Council. The chair will organise Council into subgroups to set and work towards objectives, there will also be other ad hoc support needed.

2.9. Respect for Staff

Council members should respect the roles and contributions of the Institute's staff. Recognising the value of staff members ensures a harmonious and productive work environment.

2.10. Council Performance

Council members have a shared responsibility to maintain effective Council performance and commitment is essential from all to ensure success.

2.11. Promote the Institute

- Council members are ambassadors of the Institute and should actively promote its mission and values. Their advocacy helps raise awareness of the Institute's contributions to the fire safety profession. Council members will be issued corporate wear, it is hoped they wear this when attending Institute events and on Institute business.

3. Expectations of Council Members

3.1. Regular Attendance at Events

Council members must attend technical events regularly. Their presence has a positive impact, and they should actively network with members on behalf of the Institute. As well as providing a hands-on role at technical event their attendance also demonstrates a commitment to continuous professional development. Council shouldn't miss more than three consecutive technical meetings.

Subgroups can only work effectively with full cooperation and communication. The chair of each subgroup should work with their group to accommodate schedules and once a meeting has been set all efforts should be made to commit and fully participate in the meeting. If it is an online meeting, cameras should be switched on to ensure full engagement. A Council member should not miss two consecutive subgroup meetings.

3.2. Active Contribution

Council Members are encouraged to participate proactively in sub-groups and other Institute-related initiatives. They will be asked to use their knowledge and expertise to carry out tasks as and when required and these will usually be accompanied with strict deadlines.

3.3. Contribution to Daedalus

Council members are expected to contribute to the Institute's quarterly journal, Daedalus. Council members should actively engage with their subgroups to contribute articles, research findings, and expertise, enhancing the quality and diversity of content in Daedalus. Council should not feel restricted by their subgroup specialism, any contribution on any relevant subject is welcomed away from their subgroup.

3.4. Attendance at Council Meetings

Consistent attendance at Council meetings is essential for effective governance and decision-making. Council members are expected to prioritise attendance and should not miss two consecutive council meetings without providing a valid reason to the chair. Disciplinary action may be taken if needed, which could result in the termination of tenure as a Council member.

3.5. Current Memberships

Council Members should uphold their commitment to the Institute by ensuring their membership remains current and paid up. Membership requirements for Council members will not deviate from that of general membership requirements and they must adhere to the same standards and processes.

3.6. Institute Support

It is hoped that Council members will support the Institute wherever possible by using its services. Fire risk Assessors must be on a register, however it is hoped that Council members would choose to be registered on the Institute's Tiered Fire Risk Assessors Register (TFRAR). Affiliation should be considered if a Council Member owns or operates a company, likewise Council members that are trainers should consider Accreditation.

3.7. Council Procedures

Council members must follow procedures in place for the smooth running of the Institute.

- Booking accommodation – Council members are responsible for booking their own accommodation unless they are told otherwise. Further details on booking hotel rooms are detailed in the Institute's Miscellaneous Finance Policy. If accommodation is no longer required, it must be cancelled immediately to avoid unnecessary charges directly with the provider or with the office if it has been booked through this channel.
- Booking Technical Events – Council will be notified when tickets go on sale. Tickets must be purchased by the Council member and the cost of the ticket can be claimed back using an expense form.
- Submitting agenda items for consideration at a Council meeting - Council members are able to bring initiatives or raise matters at Council meetings however all agenda items must be accompanied with a paper. The paper must outline all the relevant details needed so that the paper can be

circulated with the agenda to give all Council an opportunity to digest the relevant information to make an informed decision at the meeting.

- Submitting agenda items for consideration at a subgroup meeting – the process will mirror the above process however the item may be more suited to submit to the relevant subgroup chair to include in their meeting for consideration and decide whether further action should be taken. The Council member submitting the paper does not necessarily need to be in that subgroup. They may be asked by the Chair of the subgroup to join the meeting at that agenda point to present their initiative / matter / concern.
- Posting or replying to Institute related content on social media –active positive participation is encouraged; however, caution must be taken when posting about the Institute or as a recognised member of Council. The Institute has a separate Digital and Social Media policy.
- Emailing – there are several group emails set up to help communication between Council and subgroups. Please be mindful when using these email addresses and whether the ‘Reply to all’ facility is needed. Please keep emails to a minimum.

4. Co-opted Council Members

A co-opted Council member’s position is a temporary one. When vacancies on Council are available, it can be used as an opportunity to determine skill set, experience, and commitment and how they work with other Council members.

The co-opted member will be expected to work with their nominated Subgroups, Council members and others and carry out various delegated tasks. The co-opted member will be continuously counselled and assessed by the Chair, whilst the co-opted member, in turn, will be able to determine and reflect on whether the role of a full Council member is for them.

5. Casual Council Vacancies

Council may appoint any person it considers suitable to fill a casual vacancy occurring in its membership. A person so appointed shall be treated as having been elected for all purposes of the Memorandum and Articles of Association except that they shall retire at the next Annual General Meeting. This process allows qualified and experienced individuals to contribute to the Institute when required.

6. Vice Presidents & Life Vice Presidents.

The Memorandum and Articles of Association determine that Council may appoint up to three Vice Presidents of the Institute and these should be reported to the AGM of the Institute each year. The three Vice Presidents, in whom the responsibility of the strict adherence of the Articles and aims and objectives of the Institute is vested, will not be required to offer themselves for re-election but shall report their stewardship to each AGM. All Vice Presidents shall be members of good standing in the Institute.

Life Vice Presidents are honoured with this title for their exceptional contributions to the Institute. Their appointment is made at the AGM based on the Council's recommendation, highlighting their outstanding service. Life Vice Presidents operate similarly to Vice Presidents but will not be expected to actively participate.

7. Company Directors & Secretary

The Institute is a Limited Company registered with Companies House in the United Kingdom.

As a Limited Company, the Institute must appoint company directors bound by the appropriate United Kingdom company legislation. It is the role of the ruling Council of the Institute to ensure that there are always a sufficient number of Company Directors appointed. The names of all Company Directors will be registered with Companies House.

Company Directors are responsible for overseeing the legal and regulatory affairs of the Institute. This role is held by Business Manager, plus a past or present Chair and President. The Chair will chair directors in meetings.

The Company Secretary, held by the Business Development Manager, ensures that the Institute complies with legal and administrative requirements. This includes maintaining accurate records and facilitating communication between the Institute and external regulatory bodies.

8. Election of Roles

The Institute is committed to transparency, accountability, and effective governance. This section outlines the comprehensive procedures and timelines for electing key roles within the Institute.

8.1. Election of Council Members

A Council member term runs tri annually (after which they may stand for re-election); applications open for self-nomination for Council vacancies in April and close at the end of July. All corporate members of the Institute are eligible to vote for Council members within the specified voting period.

As part of the self-nomination, potential candidates must complete an application form. The application form requires three sponsors/references and the completion of several open questions. The application form will be available online within a member's profile.

8.2. Election of Chair

The role of the chair is self-nominated and is voted on by the Council at the first Council meeting after the Annual General Meeting. A Council member must have been on Council for five years to be able to nominate themselves for the role.

The Chairman's tenure is three years; the current Chairman may self-nominate themselves at the next vote.

8.3. Election of President

The President position is by self-nominated via the completion of a form, the form will be available online, as a hard copy by post or as an email attachment. Potential candidates must supply three sponsors/references that have been a member at Associate grade or above for at least three years. The candidates must have been at Member grade or higher for at least five years and must have served on Council or be serving on Council. All corporate members of the Institute are eligible to vote on the President within the specified voting period.

Self-nomination applications are open from April every two years; applications will close at the end of July.

The tenure for the President is two years: the current President may self-nominate themselves at the next vote however it is encouraged that the opportunity is made available to someone else. Where there are no other candidates, the current President will be asked by the Chair to stand for a further two years.

8.4. Voting Timescales

Member votes for both Council vacancies and the President role will be open on the first week of September for two weeks.

Members can vote online via their logged-in profiles; links and reminders will be sent via all-member emails when the voting period opens.

9. Employees of the Institute

An employee of the Institute is unable to stand for Council or be elected as a member of Council. Where required they may serve in an ex officio capacity to provide information and advise Council; however, they are not eligible to participate in voting.

10. Conflict of Interest

A conflict of interest arises when a member of Council has a private interest that might influence, or be perceived to influence, that person's judgement in dealing with their responsibilities as a member of the Council. Also, where a third party may conclude with reasonable grounds that a member of Council is, or could be, biased.

Members of the Institute should also be aware of the possibility of any conflict which may arise during their professional duties.

- **Actual conflict of interest** - A fundamental conflict arises between an individual and the Institute or other body.
- **Potential conflict of interest** - A member has private interests that could conflict with the aims and role of the Institute. Circumstances, where it is foreseeable that a conflict may arise should be addressed promptly, and steps should be taken to mitigate the risk.
- **Perceived conflict of interest** - Where other bodies or individuals could form an opinion that a member's private interests could properly influence their decisions or actions or that of the organisation.

All Council members should consider a conflict of interest when dealing with any Institute, professional or personal disputes, agreements, or other work.

10.1. Prioritising Institute Interests

During matters of the Institute, a member of the Council is expected to put the interests of the Institute above their private interests.

Council members hold a fiduciary duty to the Institute, requiring them to act in its best interests. This principle underscores the importance of making decisions and taking actions that prioritise the Institute's mission and objectives over personal

interests or gain. Transparency, integrity, and ethical conduct are paramount in upholding this responsibility.

10.2. Accountability for Conflict of Interest

All members of the Council are accountable for identifying, declaring, and managing any actual, potential, or perceived conflicts of interest. Council members must exercise vigilance in recognising any situations where their interests may conflict with the interests of the Institute. Identifying and promptly declaring such conflicts is crucial for maintaining transparency and ensuring that decisions are made in the Institute's best interests.

10.3. Proper Management of Conflicts of Interest

All members of the Council must follow the correct process in managing conflicts of interest. New Council members will be asked to register their interests on application. These will be logged within a register of interest available to view by Council members on request, further changes must be notified in writing to the Chair. Interests will include but are not limited to external employment, positions held within other organisations and relationships with other Council members, staff, or connected individuals.

When conflicts of interest arise, Council members should disclose all details to the Chair, the conflict will be logged and managed accordingly and when necessary, guidance will be sought from relevant authorities or ethics committees. Adhering to these processes helps maintain the integrity and credibility of the Institute.

10.4. Awareness of Influence

All members should be aware of difficulties that may arise from the offering or acceptance of gifts, favours, and hospitality that may influence any decision.

Council members should exercise caution when accepting gifts, favours, or hospitality that could influence their decisions or actions within the Institute. Maintaining a clear awareness of potential conflicts of interest related to such offerings ensures that decisions and actions remain impartial and aligned with the Institute's best interests.

Version Control

Change Record

Date	Author	Version	Page	Reason for Change
19/04/23	HH, RK, JW	V1	ALL	Created by importing and editing information from PF002 Company Directors Policy, PF017Vice President Policy, PF021 Council Policy, PF027 Conflicts of Interest, IF002 Role of Chair
23/04/24	HH	V2	12	Updated section 9.3 Proper Management of Conflicts of Interest to include Register of Interest.
14/10/24	HH	V3	11	Added 9. Employees section regarding employees not being able to stand for Council

Reviewers/contributors

Name	Position	Version Reviewed & Date
HH, RK, DW & Council	Management Team & Council	V1 – 24/10/23