

**Appointment as Chairperson to the Board of EirGrid**

**Closing Date: 15:00 on 23<sup>rd</sup> August 2019**

**State Boards Division  
Public Appointments Service  
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stateboards.ie operates under the auspices of the Public Appointments Service and is committed to a policy of equal opportunity.

The Public Appointments Service (PAS), established under statute in 2004, provides an independent shared service in recruitment, assessment and selection to organisations across the Civil and Public Services. On 30 September 2014, the Government decided that the PAS should also be given responsibility for putting in place an open, accessible, rigorous and transparent system to support Ministers in making appointments to State Boards. Our dedicated website, [www.stateboards.ie](http://www.stateboards.ie), is the channel through which the PAS advertises vacancies on State Boards. It is also the means through which accomplished, experienced and qualified people, including people who might not previously have been identified as available for appointment, can then apply to be considered for particular vacancies.

## Membership of State Boards

High standards of corporate governance in all State Agencies, whether in the commercial or non-commercial sphere, are critical to ensuring a positive contribution to the State's overall social and economic development.

Members of State Boards are appointed to act on behalf of the citizen to oversee the running of the affairs of state bodies. State bodies must serve the interests of the taxpayer, pursue value for money in their endeavours (including managing risk appropriately), and act transparently as public entities. Members of State Boards, and the relevant management team, are accountable for the proper management of the organisation.

Board members should act on a fully informed basis, in good faith, with due diligence and care, and in the best interest of the State body, subject to the objectives set by Government. In that regard and in accordance with 13.2 of the Guidelines on Appointments to State Boards, "it is advisable that no member of a State Board should serve more than two full terms of appointment or should hold appointments to more than two State Boards."

The [Code of Practice for the Governance of State Bodies 2016](#) (the Code) provides a framework for the application of best practice in corporate governance by both commercial and non-commercial State bodies.

In order to be an effective contributor on a State Board it is recommended that members should:

- bring independent and objective scrutiny to the oversight of the organisation;
- be prepared to be challenging when necessary while being supportive to the delivery of organisational strategy and objectives;
- be equipped to offer considered advice on the basis of sound judgement and experience;
- be prepared to make a time commitment to their work commensurate with their role.

## Appointment as Chairperson to the Board of EirGrid

<b>Location:</b>	Dublin/Belfast
<b>Number of Vacancies:</b>	1
<b>Remuneration:</b>	€21,600. (It should be noted that in line with the 'One Person One Salary' principle, no public servant will be entitled to receive remuneration in the form of board fees, save for situations that are statutorily provided for e.g. Worker Directors). Travel and subsistence is payable at appropriate Civil Service rates.
<b>Time Requirements:</b>	10 half-day meetings per annum. Approximately 2 days per month would be required for preparatory work and attendance at sub-committees.

### 1. Background

The Public Appointments Service ("PAS") in conjunction with NewERA (a business unit of the National Treasury Management Agency ("NTMA")<sup>1</sup>), wish to identify suitable candidates for consideration for appointment as Chairperson to the Board of EirGrid by the Minister for Communications, Climate Action and Environment.

The principal activities of EirGrid and its subsidiaries ("EirGrid Group") are to deliver quality connection, transmission and market services to generators, suppliers and customers utilising the high voltage electricity system in Ireland and Northern Ireland. EirGrid plc also has the responsibility to put in place the grid infrastructure required to support the development of Ireland's and Northern Ireland's economies. The Group is also responsible for the operation of the wholesale electricity market for the island of Ireland. The Group owns and operates the East West Interconnector ("EWIC") linking the electricity grids in Ireland and Great Britain. The Group collects tariffs to support these activities. These tariffs allow for incentives and a regulated return for capital invested in the business, generating value for the Group over the longer term.

### 2. Functions of the Board

Day to day responsibility for the leadership and control of the EirGrid Group is delegated to the Chief Executive and his/her management team within defined authority limits, however the board of EirGrid ("Board") is ultimately responsible for the performance of the EirGrid Group. The Board has a formal schedule of matters specifically reserved to it for decision at the Board Meetings which include:

- Give overall strategic direction to the company, approval of Group Strategy, monitor performance against strategic objectives,;

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<sup>1</sup> The role of NewERA is to provide independent commercial and financial advice to the relevant Ministers in relation to the exercise of specific functions, including, pursuant to Section 19 of the NTMA (Amendment) Act 2014 "the appointment of the chairperson, members, directors or chief executive of the designated body", with EirGrid being one of the designated bodies. Further detail on NewERA's activities is set out in Part 3 of the NTMA (Amendment) Act 2014 and in the annual reports of the NTMA ([www.ntma.ie](http://www.ntma.ie)).

- Approval of EirGrid Group annual budget and financial statements;
- Approval of major capital expenditure; and
- Appointment of the Chief Executive.

The "Code of Practice for the Governance of State Bodies" of August 2016 sets out information on State boards and directors.

The Board is assisted in the discharge of its responsibilities by the following committees of the Board:

- Audit Committee;
- Remuneration Committee;
- Grid Infrastructure Projects Committee;
- Public Affairs Committee; and
- Risk Committee.

Depending on a successful candidate's specific area of expertise, he/she may be expected to participate in one or more of these sub-Committees.

Candidates' attention is also drawn to the provisions of the Code in relation to Audit and Risk Committee membership which can be found [here](#).

Annual Report 2018 can be found here [EirGrid Annual Report 2018](#).

Further information can be found here [www.eirgridgroup.com](http://www.eirgridgroup.com)

The current composition of the Board:

<b>Name</b>	<b>First Appointed</b>	<b>Reappointed</b>	<b>Expiry Date</b>	<b>Position type</b>	<b>Basis of appointment</b>
Eileen Maher	02/06/2017		01/06/2022	Board Member	Ministerial Appointment
John O'Connor	12/11/2013	12/11/2018	11/11/2019	Chair	Ministerial Appointment
John Trethowan	02/06/2017		01/06/2022	Board Member	Ministerial Appointment
Liam O'Halloran	15/09/2011	15/09/2016	14/09/2021	Board Member	Ministerial Appointment
Lynne Crowther	02/06/2017		01/06/2022	Board Member	Ministerial Appointment
Mark Foley	25/06/2018		24/06/2025	Board Member	Ex Officio
Michael Hand	22/07/2015		21/07/2020	Board Member	Ministerial Appointment
Shane Brennan	22/12/2016		21/12/2021	Board Member	Elected Employee
Theresa Donaldson (Dr)	02/06/2017		01/06/2022	Board Member	Ministerial Appointment
Tom Coughlan	01/07/2018		30/06/2023	Board Member	Ministerial Appointment

### **3. Person Specification**

Having due regard to the expectations of the State as shareholder, the Chairperson is responsible for leadership of the board of EirGrid ("Board") and ensuring its effectiveness in all aspects of its role.

The appointed candidate will:

- Chair the Board of a company that is embarking on the delivery of a transformative new strategy in a rapidly evolving public policy and technological environment;
- Possess the leadership experience required to ensure that the Board guides, challenges and supports the CEO and EirGrid management whilst also holding them to account;

- Play a central role in the direction, leadership and corporate governance of EirGrid PLC and its subsidiaries;
- Develop a positive relationship with the CEO to facilitate the conduct of good governance;
- Maintain and grow constructive relationships with the company's shareholders, including the Minister for Communications, Climate Action and Environment, the Minister for Public Expenditure and Reform, their respective Departments and with NewERA; and
- Support and oversee the ongoing development of constructive relationships with stakeholders in Ireland and Northern Ireland (including the Department for Industry), with the Regulators in both jurisdictions and with communities.

Expressions of interest are now invited from applicants who consider they possess the skills and experience necessary to chair the Board. Specifically, candidates must demonstrate in their application, evidence of:

- A successful career history at executive and/or non-executive level in a complex organisation/company, ideally in the commercial business sector;
- Significant strategic leadership experience with a proven track record of organisational management and improvement;
- Significant Board level experience, with the confidence and resilience to lead the Board of a complex organisation;
- In the context of the expectations of the State acting in its role as shareholder, ability to ensure the Board guides, challenges and supports the CEO and executive team to deliver and sustain performance whilst holding them to account in doing so; and
- Excellent communication skills and the ability to develop and maintain relationships with all relevant stakeholders.

It is also desirable that candidates demonstrate evidence in their application of:

- Knowledge of the energy sector and policy developments in Ireland and internationally;
- Understanding the dynamics of operating in a regulated environment in Ireland and Northern Ireland;
- Experience in performance management and the presentation and interpretation of performance information; and
- Proven ability to critically analyse information and constructively challenge (in particular large capital expenditure proposals).

Candidate's attention is drawn to the general details of the role of Chairperson as set out on page 18 of the Code, which can be found [here](#). The Principle states:-

- The Chairperson is responsible for leadership of the Board and ensuring its effectiveness on all aspects of its role.
- The Chairperson should display high standards of integrity and probity and set expectations regarding culture, values, and behaviours for the State body and for the tone of discussions at Board level.

**In order to qualify for appointment a person must not have any conflicts of interest likely to interfere with his/her ability to assume the role Chairperson of the Board.**

**Please give careful consideration to the possibility of any legal impediment or potential conflict of interest that may exist and address this in your cover letter. The Assessment**

**Panel may decide, based on the perceived level of conflict, not to forward your name for consideration.**

**PLEASE NOTE:** In addition, the successful candidate who is being proposed for appointment as Chairperson of EirGrid is required to make themselves available to the Joint Oireachtas Committee on Communications, Climate Action and Environment.

#### **4. Term of Appointment**

Appointments to the Board will be for an initial period of 5 years and may, with Ministerial approval, be reappointed for a second term of up to 5 years, subject to:

- The membership of any member of the Board may be terminated by the Minister with the consent of the Minister for Public Expenditure and Reform at any time.
- A member of the Board may resign his or her membership of the Board by notice in writing sent or given to the Minister.
- Members of the Board shall, subject to the provisions of this Schedule, hold office upon such terms and conditions as the Minister may, with the consent of the Minister for Public Expenditure and Reform, from time to time determine.
- The roles and responsibilities of Board Members are described in the Revised Code of Practice for the Governance of State Bodies 2016 which is available on the website of the Department of Finance [Code of Practice for the Governance of State Bodies](#).
- A board member shall cease to be a member of the board if he or she is nominated as a member of Seanad Éireann, is elected as a member of either House of the Oireachtas or as a representative in the European Parliament, elected to the European Parliament.
- No person who is a member or has ceased to be a member of the Commission for Regulation of Utilities or the UK equivalent body within the previous year can be appointed as a director of EirGrid.

#### **5. Submitting your Application**

Before submitting your expression of interest, please review the self-assessment questionnaire which can be found [here](#). This questionnaire is designed to help you in considering whether to submit an expression of interest - you are not required to submit the questionnaire as part of the application process.

Having considered the general suitability criteria for membership of a State Board, you should consider carefully how your background and experience fits with the specific appointment criteria set out in the Person Specification section in this booklet.

Your submission should be made via the following link [www.stateboards.ie](http://www.stateboards.ie) together with your **Curriculum Vitae** and a **cover letter** (see Appendix 1 of this booklet for help with the online process).

## IMPORTANT NOTE

Please take care when submitting your expression of interest. As the Assessment Panel will generally make its recommendation(s) based on consideration of the documentation which you submit, it is most important that you do the following:

1. *Ensure your Cover Letter (and supporting CV) clearly specifies how your particular background and experience meets the requirements of the Authority position(s) specified in this booklet, and*
2. *That you fully answer any supplementary questions which are presented to you as part of our online application process.*

This will help ensure that the Assessment Panel is as informed as possible as to the basis for your candidature and why you believe you are a person who could potentially be appointed to this State Board. **Please only include information that is directly relevant to the particular role for which you are applying.**

If you have any questions regarding the application process please email [info@stateboards.ie](mailto:info@stateboards.ie).

### 6. Assessment Process

A Board Selection Panel ("Panel") will be convened by PAS in conjunction with NewERA to consider the expressions of interest received via [www.stateboards.ie](http://www.stateboards.ie). The consideration of the expressions of interest may include any or all of the following steps:

- review and discuss the expressions of interest received against the specific appointment criteria for the role, as advertised in this Information Booklet;
- assess potential candidates further once they meet the specified appointment criteria by undertaking any or all of the following steps:
  - Consideration of the written applications; and/or
  - Meeting<sup>2</sup>/conference call; and/or
  - Referee checks; and/or
  - Any other selection or verification method deemed appropriate (this may include PAS requiring statutory declarations from shortlisted applicants as to the bona fides of the qualifications and experience contained in their applications).
- arrive at a shortlist of the most suitably qualified candidates (based on the information provided by the candidate) to be sent forward for consideration by the Minister.

In undertaking its functions under section 19 of the NTMA (Amendment) Act 2014, NewERA may also identify candidates from other sources that meet the specific appointment criteria. These names will also be assessed by the Panel.

The outcome of the Panel's assessment will be forwarded by PAS to NewERA for the purposes of the advice to be provided by NewERA pursuant to Section 19 of the NTMA (Amendment) Act 2014.

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<sup>2</sup> The Public Appointments Service will not be responsible for refunding any expenses incurred by candidates.

## **7. Confidentiality**

Subject to the provisions of the Freedom of Information Acts, 2014, applications will be treated in strict confidence. All enquiries, applications and all aspects of the proceedings are treated as strictly confidential and are not disclosed to anyone, outside those directly involved in that aspect of the process.

Certain items of information, not specific to any individual, are extracted from computer records for general statistical purposes.

## **8. Data Protection**

The Data Protection Act 2018 provides that the processing of personal data shall be lawful where such processing is necessary for the performance of a statutory function of a controller. PAS is mandated by statute under the Public Service Management (Recruitment and Appointments) Act, 2004 to act as the centralised assessment and selection body for the civil service and to carry out all the procedures necessary to undertake the recruitment, assessment and selection of suitable candidates for appointment. By submitting your personal data (including your name, address, contact details and details of your education and work history contained in your curriculum vitae and cover letter) via publicjobs.ie, you acknowledge that such data may be used by the Public Appointments Service and disclosed to and used by client departments, in connection with its statutory roles to assist and advise relevant Ministers in relation to appointments to the boards of State bodies and to the NTMA in connection with its statutory roles under the National Treasury Management (Amendment) Act 2014 to assist and advise relevant Ministers in relation to appointments to the boards of relevant State bodies (as defined in that Act). The information contained in your publicjobs profile is yours to manage, amend, update or delete as appropriate. For more detailed information on our Data Protection Policy, please see our [Code of Practice for the Protection of Personal Data in the Public Appointments Service](#).

### **NewERA**

In performing its statutory functions, the NTMA may disclose your personal data to relevant Ministers and Department staff, including the State Board Liaison Officer. Once it obtains your personal data, the NTMA will act as data controller of such data and will retain it for up to one year following completion of the appointment. Unless you request the withdrawal of your application such data may be used in considering your suitability for other similar vacancies/roles that arise for a period of up to one year for this State Board. If appointed, NewERA may retain your information for the duration of your appointment. For further information in relation to how the NTMA processes personal data, including your various rights under data protection law and details of how to contact the NTMA, please refer to the NTMA Data Protection Statement policy which is available [here](#).

### **Department**

Your c.v. and cover letter (and any additional supplementary information requested as part of the application process), may be forwarded to the State Board Liaison Officer in the relevant department. Once it obtains your personal data, the Department will act as data controller of such data and will retain it for up to one year following the appointment/s. Unless you request the withdrawal of your application such data may be used in considering your suitability for other similar vacancies/roles that arise for a period of up to one year for this Board. If appointed, the Department of Communications, Climate Action & Environment will retain your information for the duration of your appointment. For further information on Data Protection please follow the [link](#).

## APPENDIX 1

### Submitting your application:

In order to submit your application, you should take the following steps:

1. Go to [www.stateboards.ie](http://www.stateboards.ie).
2. On the bar at the top of the page click on "Available Appointments".
3. This brings you to a page with all our advertised vacancies. Select whichever position you would like to apply for (you are welcome to apply for more than one position if you wish).
4. On the relevant page please click on the "apply for position" button at the bottom of the page
5. This will bring you to a page on [www.publicjobs.ie](http://www.publicjobs.ie) and, if you already have a publicjobs.ie account, will prompt you for your username and password. If you do not have an account, you will be asked to create one.
6. Once you input your details you will be brought to a page where there is a prompt in the middle of the page which says "apply here". Click on the link to the online application form beside it.
7. A form will appear on your screen, some of the text boxes will be populated with information from your publicjobs.ie profile (Name, address etc.). You will need to complete the rest of the fields and enter your name and the date at the bottom of the form.
8. If there is a supplementary question, ensure that your response complies with the word limit and that it does not contain any special characters (i.e. %, & etc.) or you may receive an error message and will be unable to submit your application.
9. Click on "continue".
10. You will then be brought to a screen where you should upload your CV and Cover Letter. These are required documents and your application cannot be processed without them. Once you have selected these and uploaded them, please click on the "submit" button at the bottom of the page.
11. You will receive an e-mail confirmation (to the address listed in your publicjobs.ie profile) to confirm that your application has been submitted.

You must confirm that you do not have any conflicts of interest or legal impediment which would be likely to interfere with your ability to play a full part on the Board. You must also confirm that you can make yourself available to attend meetings and to carry out the duties of a Board member.