

Appointment of a Director to the Board of Bord na Móna plc

Closing Date: 15:00 on Tuesday 13th July 2021

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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, 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 of a Director to the Board of Bord na Móna plc (“BnM”)

Location:	Meetings will normally be held in Newbridge, Co. Kildare at Bord na Móna Headquarters
Number of Vacancies:	1
Remuneration:	€12,600 per annum. (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.
Time Requirements:	Approximately 10 half day Board meetings per annum with an additional half day for preparatory work for each Board meeting. In addition the successful candidate may be appointed to one or more sub-committees of the Board as mentioned in Section 2 below, and up to 5 half day sub-committee meetings per annum may be required, with an additional half day for preparatory work for each such meeting.

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

1. Background

The Public Appointments Service (“PAS”) in conjunction with NewERA (a business unit of the National Treasury Management Agency (“NTMA”)¹), wish to identify a suitable candidate for consideration for appointment as Director to the Board of BnM by the Minister for the Environment, Climate Action and Communications.

Expressions of interest are now sought from suitably qualified candidates for consideration as part of this process.

Bord na Móna was established in 1946 as a body corporate in Ireland under the Turf Development Act 1946 and was incorporated as an unlisted public limited company in 1998 under the Turf Development Act 1998. With a holding of c.95% of the share capital, BnM is majority owned by the Irish Government. The remaining c.5% of the share capital is held by an Employee Share Ownership Trust. Bord na Móna’s Brown to Green strategy maps its move away from peat and the company’s diversification into a range of low-carbon, sustainable operations. The strategy involves a phased, multi-year programme of activity, the first stage of which saw the company consolidate and simplify its high carbon operations.

¹ 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 BnM 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).

During this stage, the company exited its coal and other loss-making businesses, simplified its peat harvesting and associated activities, and cut the overhead cost structure of the company by 40 per cent. Under the company's plan, the second area of strategic focus involves expansion and accelerated development of the existing low carbon, sustainable business units, to include Renewable Energy and Resource Recovery. This move from Brown to Green was accelerated further when, in December 2020 the Government approved the Peatland Restoration Scheme across 33k hectares of Bord na Móna lands and Bord na Móna's subsequent announcement, in January 2021 of its permanent cessation of peat harvesting.

BnM promotes active and direct involvement in the communities in which it operates as a key component of its corporate responsibility. In this regard, preservation and enrichment of the social and cultural capital of rural Ireland is interwoven with BnM's corporate goals particularly given its continuing role as a significant employer in these regions.

As the Company is established under statute, candidates should also note that the principal relationship and governance arrangements between the State and BnM and its subsidiaries (the "Group") are set out in legislation, with relevant Ministers given various functions in relation to the Group. In addition to these legislative provisions, BnM is also subject to the provisions of the Code of Practice for the Governance of State Bodies, a copy of which can be found on the Department of Public Expenditure and Reform's website [here](#).

2. Functions of the Board

The board of BnM (the "Board") is responsible for the long term success of BnM and has reserved key decisions including, inter alia, the following for its own consideration:

- Approval of group strategy, five year plan, annual budgets and annual and interim financial statements;
- Review of operational and financial performance;
- Approval of major capital expenditure;
- Review of the Group's system of financial control and risk management;
- Appointment of the Managing Director (CEO); and
- Appointment of the Company Secretary.

The Board is assisted in the discharge of its responsibilities by a number of sub-committees of the Board, which include:

- Risk and Audit;
- Health and Safety;
- Remuneration;
- Finance; and
- Board Evaluation.

The successful candidate will be expected to participate in the Risk and Audit Committee.

There are normally twelve Board members, comprising the Chairman, the Chief Executive, six non-executive directors and four elected Worker Board members.

The current composition of the Board: -

Name	First Appointed	Reappointed	Expiry Date	Position type	Basis of appointment
Barry Walsh	16/10/2012	16/10/2017	15/10/2022	Board Member	Ministerial Re Appointment
Denise Cronin	15/09/2011	16/09/2016	15/09/2021	Board Member	Ministerial Re Appointment
Eddie Tynan	26/09/2019		31/12/2022	Board Member	Elected Employee Member
Elaine Treacy	17/07/2012	17/07/2017	16/07/2022	Board Member	Ministerial Re Appointment
Geoffrey Meagher	20/10/2017		19/10/2022	Chair	Ministerial Appointment
Gerard O'Donoghue	02/10/2012	02/10/2017	01/10/2022	Board Member	Ministerial Reappointment
Kevin Healy	01/11/2019		31/12/2022	Board Member	Elected employee member
Margot Slattery	13/09/2019		12/09/2024	Board Member	Ministerial Appointment
Mary Rose Burke	13/09/2019		12/09/2024	Board Member	Ministerial Appointment
Paddy Rowland	01/01/2019		31/12/2022	Board Member	Elected Employee Member
Tom Donnellan	16/04/2018		15/04/2025	Board Member	Ex Officio

3. Person Specification

The Minister for the Environment, Climate Action and Communications, seeks applications from suitably qualified candidates to fill one vacancy on the Board of Bord na Móna.

Candidate's attention is drawn to the provisions of the Code in relation to the role of a Board member, where the principle states: -

- Each State body should be headed by an effective Board which is collectively responsible for the long-term sustainability of the body.
- Non-executive Board members should bring an independent judgement to bear on issues of strategy, performance resources, key appointments and standard of conduct.

Details on the role of Board Members can be found in Section 3 of the Code which can be found [here](#).

Essential

Accountancy/Finance

Candidates applying under this category must demonstrate in their application evidence of the following at an appropriately senior level: -

- A relevant finance and/or accounting professional qualification and membership of a professional body (or entitlement).
- Experience in corporate planning and business finance within a rapidly scaling complex commercial organisation;
- Experience in assessing business opportunities and potential acquisitions;
- Experience of business development and product innovation in a similar large scale commercial organisation;
- Experience which demonstrates an understanding of the role of the Board particularly in terms of corporate governance, strategy challenge/oversight and risk management.

A successful candidate under this category is likely to become a Chair or Member of the Risk and Audit Committee in BnM which meets normally five times per year.

Desirable

- Expertise of leading a large, organisation through a period of significant transformation;
- A demonstrated understanding and appreciation of the current and future role of BnM in supporting economic and social development in rural areas, especially the Midlands;
- Strategy development skills;
- Experience in commercial matters; and
- Information Communication Technology (“ICT”) Skills.

The Minister shall have regard to the desirability for gender balance, diversity and inclusion on the Board as the Minister considers appropriate and determines from time to time when making appointments, in line with the updated Code.

In order to qualify for appointment a person must not have any legal impediment or conflicts of interest likely to interfere with his/her ability to assume the role of a member of the Board. Please give careful consideration to the possibility of any 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.

Members of the Board of Bord na Móna, and their immediate family members and close associates, are deemed to be “Politically Exposed Persons” (“PEPs”) under the Criminal Justice (Money Laundering and Terrorist Financing) Act 2010 (as amended). Further information is available [here](#).

4. Term of Appointment

Appointments to the Board will be for an initial period of up to five years, with an option to extend the term of engagement for a further period, to a maximum of eight years in total, subject to:

- Directors shall be appointed and may be removed from office by the Minister with the consent of the Minister for Public Expenditure and Reform.
- A member of the Board may resign his or her membership of the Board by letter addressed and sent or given to the Minister, and the resignation shall take effect from the date (which shall be the date of, or a date later than the date of, the letter) specified in the letter for that purpose.
- Members of the Board shall hold office upon such terms and conditions as shall be determined by the Minister with the consent of the Minister for Public Expenditure and Reform.
- 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 Public Expenditure and Reform - [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 to the European Parliament, or is regarded pursuant to section 19 of the European Parliament Elections Act, 1997 as having been elected to such Parliament to fill a vacancy.

5. Submitting your Application

Before submitting your application, 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.

Please give careful consideration to the possibility of any potential conflict of interest that may arise if appointed to this board and address this in your cover letter. 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 of a member of the Board. The Board Selection Panel may decide, based on the perceived level of conflict, not to forward your name for consideration.

Your submission should be made via the following link 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 application. 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 Board 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.

If you have any questions regarding the application process please email 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. The consideration of the expressions of interest may include any or all of the following steps:

- An initial screening of the expressions of interest received against the specific appointment criteria for the role;
- Shortlisting;
- Interview;
- Any other assessment method considered appropriate;
- Reference checking;
- 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.

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. 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](#).

Departments

If your application is assessed and you are considered to be suitable for appointment your c.v. and cover letter (and any additional supplementary information requested as part of the application process), will 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 the Environment, Climate Action and Communications 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.
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 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.