



Appointment as Chairperson to the Board of AirNav Ireland

Closing Date: 15:00 on Monday 20th September 2021

**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. PAS also has responsibility for providing 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 as Chairperson to the Board of AirNav Ireland

Location:	AirNav Ireland, D'Olier Street, Dublin 2
Number of Vacancies:	1
Remuneration:	€21,600. Travel and subsistence are payable at the appropriate Civil Service rate. (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).
Time Requirements:	Approximately 8 half day meetings per annum along with approximately one half day required for preparatory work in advance of meetings. Approximately 18 full days in total including preparation and sub-committees. A more extensive time commitment will be required in the initial period, in particular when AirNav Ireland is being established and its first Board comes into operation. The Chairperson may be required to sit on a number of committees. This is likely to involve at least 2 committees for example a Personnel Committee and a Finance Committee.

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 Chairperson of the Irish Air Navigation Service (to be known as AirNav Ireland) by the Minister for Transport (the "Minister"), with the consent of the Minister for Public Expenditure and Reform.

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

Subject to the enactment (anticipated in the coming months) of the Air Navigation and Transport Bill 2020, the Irish Aviation Authority ("IAA") will be reconstituted to separate out its commercial functions into a wholly-owned commercial State company, known as AirNav Ireland. The main function of AirNav Ireland will be the provision of air traffic management, aeronautical communications and related services in Irish controlled airspace. The restructuring provides an opportunity for the new company to adopt a more commercially

¹ The role of NewERA is to provide financial and commercial advice to the relevant Government Ministers in relation to the exercise of specific functions, including, pursuant to Section 19 of the National Treasury Management Agency (Amendment) Act 2014 ("NTMA Act 2014"), "the appointment of the chairperson, members, directors or chief executive of the designated body", with the Irish Aviation Authority being one of the designated bodies and it being intended that AirNav Ireland will be a designated body when established. Further detail on NewERA's activities is set out in Part 3 of the NTMA Act 2014 and in the annual reports of the NTMA (www.ntma.ie).

focused approach. AirNav Ireland will generate its revenues from charges and fees raised from its airline customers for the provision of air traffic management services, just as the IAA does now. AirNav Ireland will have no regulatory functions, these will remain with the IAA.

AirNav Ireland will employ in the region of 600 staff, with estimated annual turnover on activities to be in the region of €170m (prior to impact of COVID-19).

AirNav Ireland will be a newly established body though it will inherit much of the organisational structure and operations of the IAA. The Chairperson will be required to provide strategic direction and stewardship to the new Board of Directors of AirNav Ireland and guide the company through this major organisational change. In addition, they will need to address the ongoing challenges that COVID-19 is having on the air traffic management business and look to the recovery of this business as it emerges from the pandemic.

Through a separate appointments process, the Minister will also be seeking to appoint new non-executive Board members for AirNav Ireland.

2. Functions of the Board

On establishment of AirNav Ireland, the Board will assume responsibility for the governance of this new commercial State body as provided for in its governing legislation and constitutional documents (when finalised) and the Code of Practice for the Governance of State Bodies (the “Code”). The Board will be responsible for the proper management of AirNav Ireland, including the formulation of strategy and overseeing the implementation of major strategic decisions by management.

In the initial period following establishment, this will include ensuring that AirNav Ireland is fully established in an orderly manner and that the Board becomes operational. It must be in a position to take full and effective control over this new commercial State body, including by establishing appropriate policies and procedures to guide and monitor the performance of AirNav Ireland. The Board will have to ensure the sound financial management of AirNav Ireland, prudent management of risk, and compliance with the Code.

It is anticipated that the Board will reserve certain items for its review, including internal controls and risk management, financial reporting and controls including the approval of the annual financial statements; budgets; the corporate plan; management accounts; significant contracts; significant capital expenditure, borrowings and treasury policy, formation of subsidiary companies, disposals of assets and CEO and other senior management appointments.

Subject to the enactment of the Air Navigation and Transport Bill 2020, it is anticipated that the Board of AirNav Ireland will comprise up to 9 members (including the Chairperson and the CEO *ex officio*), who will be appointed by the Minister, with the consent of the Minister for Public Expenditure and Reform, for a period of up to 5 years (and will be eligible for re-appointment up to a maximum term of 8 years in total as provided in the Code). For the first Board of AirNav Ireland on establishment, the Air Navigation and Transport Bill 2020 provides that the Minister may appoint existing director(s) of the IAA to the Board of AirNav Ireland with the remainder of the new Board to be appointed for varied terms of 2 to 5 years.

The Chairperson will be responsible for leading the Board in the determination of its strategy and in the achievement of its objectives. The Chairperson will determine the agenda of the Board, ensuring its effectiveness, and facilitate the effective contribution of each director.

The Chairperson and management will be expected to maintain effective communication with the Minister and his or her Departmental officials.

The Chairperson will decide the agenda in consultation with the CEO and will chair the meeting.

From time to time, the Board may establish such committees as are necessary to assist it in the performance of its duties. It is anticipated that the Chairperson will lead the process of ensuring an appropriate range of committees are established in the initial period following the establishment of AirNav Ireland and will participate in a number of these committees.

In addition to the above, the Code provides a framework for the application of best practice in corporate governance by both commercial and non-commercial State bodies and also sets out information on the duties and responsibilities of Chairpersons, Boards and directors of State companies.

The key roles and responsibilities of the Chairperson include the following:

- leading the Board and ensuring it operates effectively;
- ensuring the Board meets its responsibility to oversee and ensure the company's functions are executed appropriately by management;
- ensuring that the company is delivering on Government policy;
- ensuring that there is proper governance and thorough oversight, effective and informed decision making, full participation, evaluation, open discussion, and Board cohesiveness;
- leading communications with the Minister and Minister for Public Expenditure and Reform and ensuring there is appropriate and timely communication based on mutual understanding of objectives;
- ensuring the ongoing maintenance of constructive relationships with key stakeholders including but not limited to employees, trade unions and regulators;
- advising the CEO, monitoring their performance and overseeing succession planning and/or the process of appointing a new CEO, where necessary;
- ensuring there is an effective Board committee structure and chairing and participating in committees as appropriate;
- ensuring the effective management of the Board agenda and adequate discussion of matters at meetings;
- engaging with and supporting individual Board members to enhance Board activities and discussions;
- empowering all members of the Board to challenge issues openly while preventing unnecessary or acrimonious conflict;
- encouraging and managing vigorous debate while achieving closure on issues;
- advising the Minister on the appropriate balance of skills, experience, independence and knowledge required on the Board, as vacancies arise.

The Chairperson of the Board is expected to display high standards of integrity and probity and set expectations regarding the culture, values and behaviours and the style and tone of Board discussions.

A key task of the Chairperson to the Board of the AirNav Ireland will be to provide a steady guiding hand to this newly formed commercial State body during this period of change and transition.

3. Person Specification

The Minister for Transport invites applications from suitably qualified candidates for consideration for appointment to the role of Chairperson of the Board of AirNav Ireland with the consent of the Minister for Public Expenditure and Reform.

Candidate's attention is drawn to the general details of the role of Chairperson as set out on page 19 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.

Essential criteria:

Applicants must demonstrate in their application evidence of significant and extensive experience gained at an appropriately senior level in the corporate sector and to clearly demonstrate evidence of the following essential skills:

- Proven experience of serving in positions of leadership at an appropriately senior level (e.g. Chairperson/Board and/or CEO level);
- proven transformational experience of leading an organisation through a period of transformation or organisational restructuring;
- evidence of commercial acumen and outstanding judgement in areas of business opportunities and risk management, corporate governance and stakeholder interactions;
- ability to ensure that the Board guides, challenges and supports the CEO and executive management team to deliver upon the organisation's strategy and plans whilst holding them to account in doing so;
- strong stakeholder management, communication and interpersonal skills;
- a demonstrable understanding of the importance of State-owned enterprises demonstrating leadership in the transition to a low carbon environment.

Desirable:

- An understanding of the aviation industry and the regulatory environment in which AirNav Ireland will operate.

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 Chairperson of the Board. Please give careful consideration to the possibility of any potential conflict of interest or legal

impediment that may exist and address this in your cover letter. **Applicants are required to expressly confirm in their cover letter that there are no such potential conflicts of interest or legal impediments that would likely interfere with their ability to assume the role, or if there are any potential conflicts/impediments to address these in their cover letter.** The Assessment Panel may decide, based on the perceived level of conflict or legal impediment, not to forward your name for consideration.

Note: Members of the AirNav Ireland Board, 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). This legislation places a requirement on “designated persons” (e.g. credit institutions) to undertake “Enhanced Customer Due Diligence” on those clients who are classified as a PEPs. Further information is available [here](#).

4. Term of Appointment

Appointments to the Board will be for an initial period of up to 5 years with an option to extend the term of engagement for a second term (subject to a maximum term of 8 years in total as provided in the Code), subject to:

- The membership of any member of the Board may be terminated by the Minister at any time, on the basis of reasons to be stated by the Minister.
- A member of the Board may resign his or her membership of the Board by notice in writing sent or given to the Minister, and the resignation shall take effect on the day on which the Minister receives the notice.
- Members of the Board shall, 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 Code of Practice for the Governance of State Bodies 2016 which is available here [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, or elected to the European Parliament.

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 application - 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 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 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. **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.

6. Assessment Process

An Assessment Panel (the "Panel") will be convened by PAS, in conjunction with the Department of Transport and NewERA, to consider and assess the applications received by PAS. The Panel will:

- 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/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 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 to the Minister pursuant to Section 19 of the NTMA Act 2014.

Please note that the Public Appointments Service will not be responsible for any expenses incurred by candidates as part of our selection process.

If your application is selected following the PAS assessment process, your personal information including your CV, cover letter and any additional supplementary information supplied as part of the application process is confidentially forwarded to the Department of Transport for a supplementary assessment process. This supplementary process may comprise of a brief, informal meeting with some of the following: the Minister for Transport, the Minister of State for Transport and a senior Department official, prior to the Minister's final decision. This meeting does not form part of the PAS competitive process but provides an opportunity for both the candidate and Minister (s) to meet and is intended to help inform the Minister in finalising his appointment decision.

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/NewERA in connection with its statutory role under the NTMA Act 2014 to assist and advise relevant Ministers in relation to appointments to the boards of relevant designated 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](#).

NTMA/NewERA

In performing its statutory functions, the NTMA may disclose your personal data to relevant Ministers and Government Departmental staff. 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. If appointed, NTMA may retain your information for the duration of your 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 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](#).

Department

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 Department of Transport. 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. For more detailed information on the Department of Transport's Data Protection Privacy Notice, please see the following link [here](#). 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.

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. Click on "continue".
8. 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.
9. 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.