



Ervia Non-Executive Board Member

Closing Date: Midnight on Wednesday, 3rd December 2014

The Public Appointments Service is committed to a policy of equal opportunity.

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Non-Executive Members of Ervia (formerly Bord Gáis Éireann)

1. **Entity:** Ervia (formerly Bord Gáis Éireann)
2. **Location:** Ervia's head-quarters are in Cork, Ireland, with offices in Dublin, Ireland. Board meetings primarily held in Cork or Dublin.
3. **Number of Vacancies:** 4
4. **Remuneration:** €15,750 per annum
5. **Time Requirements:** circa 3-4 days per month including attendance at Board meetings and sub-committees of the Board.
6. **Closing Date:** Midnight on Wednesday, 3rd December 2014

1. Introduction

NewERA (a business unit of the National Treasury Management Agency ("NTMA")¹), in conjunction with the Public Appointments Service ("PAS"), wishes to identify suitable candidates for consideration by Government for appointment as members of Ervia (the "Board").

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

2. Ervia

Ervia is a commercial State body established as a statutory corporation under the Gas Act 1976, with responsibility for the delivery of gas infrastructure and services. In accordance with the Water Services Act 2013, Ervia is also the parent entity of Irish Water ("IW"), the company which is responsible for operation and management of the water services network in Ireland and provision of related water services. IW took over these functions from local authorities throughout the State in early 2014.

Following the sale of Bord Gáis Energy (the former energy supply business) which completed in June 2014 Bord Gáis Éireann was renamed Ervia. Ervia is also in the course of incorporating a new wholly owned subsidiary to be known as Gas Networks Ireland ("GNI") to which the ownership and operation of Ervia and Gaslink's gas transmission and distribution network will be transferred. As a result Ervia is undergoing significant corporate and organisational change from a gas company to one now responsible for strategic national gas and water infrastructure and services.

Find out more about Ervia: www.ervia.ie

As Ervia and its main subsidiaries are established under statute applicants should also note that the principal relationship and governance arrangements between the State and Ervia and its subsidiaries (the Group) are set out in legislation, with relevant Ministers given various functions in relation to the Group.

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 (when commenced), "the appointment of the chairperson, members, directors or chief executive of the designated body", with Ervia 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).

3. New Board structures for the Ervia Group

Following the establishment of Irish Water as part of the Ervia Group, the sale of Bord Gáis Energy and the establishment of GNI, consideration has been given to changing the current Board structures in order to optimise governance and accountability arrangements within the Ervia Group.

It is proposed that the Board structures for the Group will be as follows:

- There will be an overarching non-executive Board at Ervia² level having overall responsibility and accountability for the performance of the Ervia Group;
- The Board of GNI when it is incorporated will comprise senior executives only; and
- The Board of IW will comprise senior executives only once the terms of appointment of the current members of the IW Board expire on 30 November 2014.

These revised arrangements are intended to ensure greater cohesion from a governance perspective (clearer lines of responsibility and accountability) with GNI and IW as customer facing subsidiaries, subject to control and oversight by Ervia.

In the context of the revised Board arrangements, it is proposed to add additional expertise to the Board of Ervia. Ervia currently has a 7 member Board³ (out of a maximum of 9 under the Gas Acts) including one executive member (Ervia CEO). As the term of two members of the Board is due to expire on 30 November 2014 leaving 5 members out of a maximum of 9 then there are currently 4 vacancies to be filled.

4. The Role of the Board

The Board will take all significant strategic decisions and retain full and effective control of the Group while delegating day to day responsibility for leadership and control, within defined authority limits, to the Boards of the subsidiaries (comprising senior management from Ervia and the relevant subsidiary) and senior management as appropriate.

The following matters currently reserved for Board approval include:

- Approval of the corporate plan;
- Annual report and financial statements;
- Treasury policy;
- Enterprise risk management policy;
- General tendering and purchasing procedures;
- Review of effectiveness of system of internal control;
- Annual budget;
- Delegated expenditure authorisation levels including terms of major contracts;
- Code of conduct;
- Policy on determination of senior management remuneration;
- Appointment, remuneration and assessment of performance of the Chief Executive
- Significant amendments to pension benefits of the Chief Executive and staff (which may require Ministerial approval).

² This will include one executive member of Ervia being the CEO of Ervia

³ This is the latest position at the date of publication of this document

The "[Code of Practice for the Governance of State Bodies](#)" of May 2009 which provides a framework for the application of best practice in corporate governance by both commercial and non-commercial State bodies also sets out information on Boards and directors.

The Board is assisted in its discharge of its responsibilities by a number of sub-committees of the Board, which include Risk, Audit & Finance, Remuneration and Investment/Infrastructure. Depending on a successful candidate's specific area of expertise, he/she will be expected to participate in one or more of these sub-Committees.

5. Person Specification

The intention is that the Ervia Board will, collectively, have senior level experience in the water services industry, senior level energy infrastructure experience as well as expertise in areas such as governance, legal and finance.

Expressions of interest are now invited from applicants who consider they possess the skills and experience necessary to join the Board of Ervia and contribute to the development of Ervia and its subsidiaries. Specifically, candidates should have experience in one or more of the following areas:

- Senior level in the water utility sector with an international focus, ideally with previous executive level operational experience in the water utility sector;
- Senior level in the gas, electricity or telecoms utility sector with executive level experience of dealing with large scale customer facing systems (helpdesk, billing);
- Senior level in an organisation(s) with more than a thousand employees with executive level experience of dealing with transformational change within that/those organisations; and
- Senior level utility infrastructure (network) financing.

In addition to this experience, applicants should also possess:

- Sound business judgment
- Excellent communication skills
- Proven ability to critically analyse information and constructively challenge
- A strong sense of ethics and integrity
- The ability to work effectively and cohesively as a member of a team
- An understanding of good governance practices

6. Term of Appointment

These appointments will be for a period of up to 5 years. In order to assist in ensuring the continuity of the Board, it is anticipated that terms of 3, 4 or 5 years may be offered to successful applicants.

7. How to Apply

Applicants are requested to review the self-assessment questionnaire which can be found on www.stateboards.ie

Having considered the overall suitability for membership of a State Board applicants should establish if they consider that they meet the specific appointment criteria set out in Section 5 above.

Individuals wishing to be considered for appointment as a Board member of Ervia should submit an application via the following link www.stateboards.ie with a detailed Curriculum Vitae and cover letter.

If you are already registered you can log in using your username and password.

If you have not previously registered as interested in an appointment as a member of a State Board, you will need to register your details. Please follow the link to registration on www.stateboards.ie

Then go to "Choose a Job Category" on the left side of the screen.

Click on "Membership of a State Board" and then click "Apply for this position".

Step 1 - Review the self-assessment questionnaire which can be found on www.stateboards.ie

Step 2 - Complete the Online Application Form. Most of this will be pre-filled from your registration profile.

Step 3 - Attach (a) and (b) listed below.

- (a) Curriculum Vitae not exceeding 3 pages
- (b) A short cover letter/personal statement outlining your suitability for a position on the Board of Ervia

Applicants should confirm that they do not have any conflicts of interest or legal impediment which would be likely to interfere with his/her ability to play a full part on the Board of Ervia. Applicants must also confirm that they can make themselves available to attend meetings and to carry out the duties as a Board member.

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8. Appointments 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

In undertaking its functions under section 19 of the NTMA Act NewERA may also identify candidates from other sources that meet the specific appointment criteria. These names will also be assessed by the Panel. On completion of the assessment by the Panel, NewERA will recommend suitable candidates for consideration by Government.

If you have any questions regarding the application process please email info@stateboards.ie.

9. Data Protection Acts 1988 & 2003

For further information on Data Protection please follow the [link](#)