



Appointment of a Chairperson and Directors to the Voluntary Health Insurance Board

Closing Date: 15:00 on Friday 6th December 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, 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 incorporate 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 Chairperson and Directors to the Voluntary Health Insurance Board

Location:	Vhi offices Dublin & Kilkenny
Number of Vacancies:	1 Chairperson vacancy. 2 Director vacancies. Further vacancies arising in the coming year may be filled from this campaign.
Remuneration:	Chairperson is €31,500. Director is €15,750. 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, for example, Worker Directors. Travel and subsistence are paid at the appropriate civil service rate.
Time Requirements:	At least six half day board meetings to be held in each calendar year, with at least three meetings every six months (8 meetings were held in 2018). With sub-committee attendance and preparatory work the total time commitment required would be in the region of 50 days per annum for the Chairperson role and 20 days per annum for the Director roles.

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 Voluntary Health Insurance Board ("Vhi" or the "Board") has a number of subsidiaries including Vhi Insurance DAC, Vhi Healthcare DAC and Vhi Health and Wellbeing DAC and is a commercial state body which is the largest provider of private health insurance in Ireland. The Board was established at a time when a substantial percentage of the population, whose income was above a certain level, had no entitlement to free or partially free medical or surgical services. Since that time, eligibility for public health and personal social services has been significantly extended and the private health insurance market has been opened to competition. There are at present two other privately owned companies providing private health insurance and competing with Vhi in the open market. For further information please see the Vhi's annual report [here](#).

2. Functions and Membership of the Board

The Minister for Health will appoint the successful applicant to the Voluntary Health Insurance Board, and that individual will then be appointed to Vhi Group DAC and Vhi Insurance DAC, subject to Central Bank approval.

The main function of the Board is to make and carry out health insurance schemes as it sees fit, in accordance with the Voluntary Health Insurance Acts 1957-2018.

Through its subsidiaries, the Board can also act as an agent for an international health insurance plan and carry out schemes for the provision of services in respect of health care, health insurance, illness related insurance, personal care or related activities.

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

Current Membership of the Board

Name	First Appointed	Reappointed	Expiry Date	Position type	Basis of appointment
Brian Walsh	15/03/2015		14/03/2020	Board Member	Nominated and Appointed by the Minister for Health, subject to approval by the Central Bank.
Celine Fitzgerald	22/02/2010	22/02/2018	21/02/2020	Board Member	Nominated and Appointed by the Minister for Health, subject to approval by the Central Bank.
Dean Holden	31/01/2018		30/01/2023	Board Member	Nominated and Appointed by the Minister for Health following PAS Process, subject to approval by the Central Bank
Declan Moran	01/05/2008	26/11/2019	25/11/2022	Board Member	Nominated and Appointed by the Minister for Health, subject to approval by the Central Bank.
Finbar Lennon	15/03/2015	15/03/2018	14/03/2020	Board Member	Nominated and Appointed by Minister for Health, subject to approval by the Central Bank.
Greg Sparks	09/12/2014	09/12/2018	08/12/2023	Board Member	Nominated and Appointed by Minister for Health, subject to approval by the Central Bank.
John O'Dwyer	03/10/2012	01/08/2019	31/07/2021	Board Member	Nominated and Appointed by the Minister for Health subject to approval by the Central Bank.
Joyce Brennan	26/11/2014	26/11/2019	25/11/2024	Board Member	Nominated and Appointed by the Minister for Health, subject to approval by the Central Bank.
Liam Downey	13/10/2010	15/03/2015	14/03/2020	Chair	Nominated and Appointed by Minister for Health, subject to approval by the Central Bank. Appointed as Chair 15 March 2015

Name	First Appointed	Reappointed	Expiry Date	Position type	Basis of appointment
Paul O'Faherty	26/11/2014	26/11/2019	25/11/2024	Board Member	Nominated and Appointed by the Minister for Health, subject to approval by the Central Bank.

PLEASE NOTE

All members are nominated by the Minister for Health and appointed by the Minister to the Voluntary Health Insurance Board, which is the Statutory Board under the Voluntary Health Insurance Acts 1957-2018. Members of the Voluntary Health Insurance Board are also appointed by the Statutory Board to the Vhi Group DAC Board. Additionally under current arrangements, they are appointed to the board of Vhi Insurance DAC, subject to approval by the Central Bank under fitness and probity requirements.

Vhi became an authorised entity at the end of July 2015 and is now a 'high impact' company. All appointments to the Board will be required to undergo the Fitness and Probity process with the Central Bank of Ireland prior to appointment by the Minister.

The Central Bank's criteria for appointment to a high impact company are particularly stringent. **They include that the number of financial directorships (directorships of an insurance undertaking and credit institution) shall not exceed 3 where 1 of the directorships held is in a High Impact designated financial institution (this does not apply to directorships within the same group).**

Where non-financial directorships are held, the Central Bank considers that an individual holding more than five such directorships creates a rebuttable presumption that the director has insufficient time to fulfil his or her role and functions as a director of an insurance undertaking.

3. Person Specification – Chairperson

Expressions of interest are now invited from applicants who consider they possess the skills and experience necessary to chair the Vhi Board.

The Chairperson is responsible for leadership of the Board and ensuring its effectiveness in all aspects of its role.

The appointed candidate will:

- Chair the Board of the company that is delivering its strategy in an evolving and developing future health insurance and healthcare environment;
- Possess the leadership experience required to ensure that the Board guides, challenges and supports the CEO and Vhi management whilst also holding them to account;
- Play a central role in the direction, leadership and corporate governance of Vhi and its subsidiaries;
- Develop a positive relationship with the CEO to facilitate the conduct of good governance; and

- Maintain and grow constructive relationships with the company's stakeholders, including the Minister for Health.

Candidates' attention is drawn to the general details of the role of Chairperson as set out on page 18 of the Code of Practice for the Governance of State Bodies which can be found [here](#). The core principles are that:

- The Chairperson is responsible for leadership of the Board and ensuring its effectiveness in all aspects of its role; and
- 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

Candidates **must** demonstrate in their application evidence of:

- A successful career history at an appropriately senior level in a large complex organisation/company, ideally in the financial services/insurance sector;
- Financial literacy or evidence of having made informed decisions on financial resourcing;
- Significant experience of strategy formulation, supervision and execution;
- Significant experience of corporate governance and risk management
- Significant board-level experience, with the confidence and resilience to lead the board of a complex organisation; and
- Excellent communication skills and the ability to develop and maintain relationships with all relevant stakeholders.

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

- Knowledge of capital markets; and
- Knowledge of health provision and/or health policy.

4. Personal Specification - Director

The Minister for Health invites expressions of interest from suitably qualified candidates to fill a number of vacancies on the Vhi Board.

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

In particular, 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.

Essential

Candidates must demonstrate evidence of experience at an appropriately senior level in one or more of the following in their application:

- In-depth financial services/insurance sector experience (e.g. risk, accounting, actuarial)
- Digital innovation/Customer experience transformation (e.g. experience in implementing a digital or customer experience programme in an organisation of similar size and complexity as VHI)
- Health provision and/or health policy (e.g. relevant experience in a hospital or experience of health economics)
- Previous board and corporate governance experience;
- Capital Markets experience

Candidates **must** demonstrate also demonstrate evidence of:

- Senior management leadership experience in a complex commercial organisation;
- Financial literacy or the ability to make informed decisions on financial resourcing;
- Strategy development, supervision and execution in a competitive business environment
- Knowledge and experience of risk management.

The Minister shall have regard to the desirability for gender balance on the Board as the Minister considers appropriate and determines from time to time when making appointments.

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. 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.

Candidates must confirm that they have sufficient time to discharge their responsibilities effectively and meet the Central Bank Requirements for Insurance Undertakings. For this reason candidates must specify the Directorates currently held and also whether they are members of any other State Boards.

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5. Term of Appointment

Section 6 of the Voluntary Health Insurance Act 1957 provides that the term of office for a Board member shall be a period not exceeding five years, to be determined by the Minister on the member's appointment. Board members are eligible for re-appointment for a second term when their term of office expires, 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, 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.
- 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, or becomes a member of a local authority.

6. 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. Any potential conflict of interest should be highlighted in your application. Please give full details of any directorships and other related activities, e.g. membership on committees, that you hold.

Your submission should be made via the following link www.stateboards.ie together with your **up-to-date 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 up-to-date 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.

7. Assessment Process

An Assessment Panel (the "Panel") will be convened by PAS 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 suitable candidates to be sent forward for consideration by the Minister.

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

8. Confidentiality

Subject to the provisions of the Freedom of Information Acts, 2014, applications will be treated in strict confidence. All enquires, 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.

9. 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. 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](#).

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.

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.