

**Appointment as Director and Chairperson of
the Board of Bord na Mona plc**

Closing Date: 15:00 on 9th of August 2017

**State Boards Division
Public Appointments Service
Chapter House, 26 – 30 Abbey Street Upper, Dublin 1**

Telephone Number: 353 1 858 7441

Email: info@stateboards.ie

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](#) 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 Director and Chairperson to the Board of Bord na Mona plc ("BnM")

| | |
|-----------------------------|---|
| Location: | Meetings will normally be held in Newbridge, Co. Kildare at Bord na Mona Headquarters |
| Number of Vacancies: | 1 |
| Remuneration: | €21,600 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). |
| Time Requirements: | c.[4-8] days per month including attendance at Board meetings and sub-committees of the Board, the Company's AGM, site visits to BnM locations and ongoing familiarisation with BnM and industry issues. A more extensive time commitment may be necessary in the initial induction period. |

1. Background

The Public Appointments Service ("PAS") in conjunction with NewERA (a business unit of the National Treasury Management Agency ("NTMA")¹), wishes to identify suitable candidates to be presented to the Minister for Communications, Climate Action and Environment for consideration for appointment as Director and Chairperson of the Board of BnM.

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

BnM 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. As a diversified utility, BnM operates in the power generation, fuel supply, peat production, horticulture supply, biomass supply and resource recovery industries throughout Ireland (particularly the Midlands) and the UK. BnM is undergoing significant transformational change as it continues to diversify from its core business 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 role as a significant employer in these regions.

For more information on BnM, please see the company website <http://www.bnm.ie/>

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).

As BnM 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, Bord na Mona 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 (<http://www.per.gov.ie/en/revised-code-of-practice-for-the-governance-of-state-bodies>).

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 one or more of these sub-Committees.

3. Vacancy Details

The key roles and responsibilities of the successful candidate will include the following:

- Leading the Board;
- Ensuring the Board's effectiveness in decision making and facilitating full participation and open discussion in the Board;
- Promoting rigorous evaluation and oversight by the Board of the Group's strategy, five year plan, annual budgets and annual and interim financial statements;
- Leading the Board in the oversight of the Group's transformation programme;
- Leading on performance management – for the Group overall, for the CEO and for the Board;
- Leading in the stringent application of best practice corporate governance principles;
- Determining the Board agenda;
- Ensuring the expectations of the shareholder are fully understood by the Board and appropriately reflected in Corporate Plans; and
- Ensuring timely communication with the Group's owners and stakeholders.

4. Person Specification

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.

The successful candidate should have significant career experience at a suitably senior level and be in a position to clearly demonstrate the following:

- A successful career history at executive and/or non-executive level in a complex commercial organisation of scale, or equivalent business experience;
- Significant senior leadership/business experience to demonstrate an ability to chair a board of an organisation that is engaged in transformational change;
- The 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 skills;
- An objective approach to decision-making and the confidence and resilience required to operate in a complex and high profile organisation; and
- Experience in chairing boards of directors, and/or significant experience at board level in a large complex organisation.

In addition to the above, the following criteria will also be considered favourably:

- Finance and/or accounting experience at a senior management level;
- 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.

The successful candidate should also possess the following core competencies:

- The ability to work effectively and cohesively with others in leading a team;
- A strong sense of ethics and integrity;
- Sound business judgment;
- Proven ability to critically analyse information and constructively challenge;
- A thorough understanding of good governance practices; and
- Excellent communication skills.

5. Term of Appointment

Appointment as Director and Chairperson will be for an initial period of 5 years with an option to extend the term of appointment for a second term of 5 years, subject to:

- Directors and the Chairperson 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.
- Where a director ceases to hold the office of director for any reason, he/she shall also cease to hold the office of Chairperson.
- 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.

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.

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.

7. 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.

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.

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

8. Confidentiality

Subject to the provisions of the Freedom of Information Act, 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 Acts 1988 & 2003

Should your name be forwarded to a Minister for consideration, please note that your cover letter and curriculum vitae will be forwarded to the State Board Liaison Officer in the relevant department and may be retained for up to one year.

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. 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.