



**Appointment as a Director to the Board of Dublin Port Company**

**Closing Date: 15:00 on 7<sup>th</sup> September 2017**

**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](http://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 a Director to the Board of Dublin Port Company

<b>Location:</b>	Dublin
<b>Number of Vacancies:</b>	1
<b>Remuneration:</b>	€12,600. Travel expenses are also paid 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 e.g. Worker Directors).
<b>Time Requirements:</b>	The Board meets on average 12 times per year. There are 2 additional sub committees which directors may serve on. The Audit & Risk Committee meets approx. 4 times per annum and the Remuneration Committee meets approx. twice per annum.

Candidate's 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

National Ports Policy categorises Dublin Port Company (DPC) as a Port of National Significance (Tier 1) and the continued commercial development of the company is a key strategic objective of Government. The Company is also recognised as a 'core' port within the new TEN-T (*TransEuropeanNetwork-Transport*) Regulation at a European Union level.

As with all other State owned commercial ports, the company must operate without any State financial support and derives all its income from commercial operations. Additionally, all capital expenditure projects must be funded without recourse to the Exchequer. The Company is profitable (€36.4m profit after interest and tax in 2015) and returns a financial dividend to the State in line with National Ports Policy (€10.9m in 2016 in respect of 2015's performance), total dividend payments of €89.5m over the last 10 years.

The Company is the State's largest commercial port with a total market share of approximately 42%. It handles all five major traffic sectors – LoLo, RoRo, Liquid Bulk, Break Bulk and Dry Bulk. In the containerised trades (LoLo and RoRo) its dominance in the Irish market is even more pronounced as it handles 55% of all LoLo traffic and 88% of all RoRo traffic (2015 figures). Volumes through the port have grown for the third year in a row with 22.205m tonnes handled in 2015 based on figures from the CSO.

The Company operates a landlord model within its estate with three competing LoLo terminals operating on lease or licence from the port company. Service provision within the port is also private sector driven with minimal direct port company operational involvement except in the area of pilotage, which is a statutory obligation, and towage, which the Company provides itself but which is open to other entrants.

## **Alexandra Basin Redevelopment Project**

In 2012 the Company published a development [Masterplan](#), endorsed by National Ports Policy, which sets out a vision for a port capable of handling 60m tonnes by 2040. The masterplan is not a prescribed development plan but an overarching vision of possible development options as the need arises and is subject to revision throughout its lifetime.

In compliance with its Masterplan 2012-2040 and its corporate plan, Dublin port is seeking to facilitate trade by planning for and providing extra capacity which will cater for up to 60m gross tonnes of cargo by 2040.

In July 2015 An Bord Pleanála granted planning permission to the Company in respect of the first major phase of its masterplan – the Alexandra Basin redevelopment project which is projected to cost approximately €227m over the next five years. Additional consents in respect of Foreshore Licence, Dumping at Sea Licence and IED Licence have been secured. The redevelopment comprises significant landside restructuring to quays and berths etc. to facilitate larger vessels and also enhance the port's current cruise vessel experience. The works also involve significant elements of capital dredging alongside the newly reconstructed berths as well as to the navigable channel approach to the port which will see the port's navigable channel deepened from its current -7.8m draught to -10m draught.

The Company has received grant approval of €22.8m towards the project under the EU Connecting Europe Facility Scheme. In December 2015 the company signed a Finance Contract with the European Investment Bank in respect of a €100m project finance facility over 20 years

Dublin Port considers that implementation of this project will result in the most significant redevelopment of the ports infrastructure in over a century, providing additional cargo handling capacity and future proofing the port in terms of being able to facilitate larger sized vessels into the future (in terms of both length and draft).

## **2. Functions of the Board**

The Board and Chairperson of Dublin Port Company (DPC) are appointed by the Minister for Transport, Tourism & Sport with the consent of the Minister for Public Expenditure and Reform. The Board consists of up to eight members in total including the Chairperson and CEO, and has two sub-committees (an Audit and Risk Committee and a Remuneration Committee).

The purpose of the Board of Directors is:

- to act as custodians for, and to maximise the value of, DPC assets;
- to direct strategy and operations;
- to act in the best interests of DPC and its stakeholders at all times;
- to ensure that good corporate governance is always practiced within DPC and to manage risk appropriately.

The following are the main items of the Dublin Port Company's work programme

- The preparation and adoption of a strategic plan
- Oversight of the company's operations
- Oversight of the company's risk management and system of internal control
- Ensuring that the company complies with corporate governance procedures.
- Oversee the appointment of the Chief Executive Officer, Company Secretary and other posts such as solicitors and auditors.
- Oversight of the remuneration of the Chief Executive Officer.
- Review and oversight of the procurement of goods and services and contracts.
- Review and approve the acquisition and disposal of assets.
- Oversight of the financial practices within the company including the approval of the annual budget, changes to accounting policies and practices.

### The current board members are

Name	Role	Term Expiry Date
Lucy McCaffrey	Ministerial (Chair)	23.12.19
Emer Finnan	Ministerial	21.11.21
Geoffrey Darling	Ministerial	16.07.18
John Moore	Employee (Elected)	18.09.17
Paul Bates	Ministerial	18.09.18
Eamonn O'Reilly	CEO Ex-Officio	

### 3. Person Specification

The Minister for Transport, Tourism and Sport invites expressions of interest from suitably qualified members of the public to serve as a Director on the Board of Dublin Port Company.

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](#).

#### Candidates must possess:

- Significant senior legal experience with a particular emphasis on relevant experience and expertise in the field of commercial law.

#### *Desirable*

- Relevant qualification as a solicitor and membership of a professional body
- Board experience would be an advantage but not necessary.

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

#### **4. Term of Appointment**

This Appointment shall be subject to the relevant provisions of the Harbours Act 1996 as amended by the Harbours Act 2015 and the Articles of Association of the Company and to the following conditions:

- Appointments to the Board will be for a period of 3 years at the minister's discretion with an option to extend the term of engagement for a second term of up to 5 years at the Minister's discretion with the consent of the Minister for Public Expenditure and Reform
- 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.
- The roles and responsibilities of Chairpersons and Board Members are described in the Code of Practice for the Governance of State Bodies 2016 which is available on the website of the Department of Public Expenditure ([Code of Practice for the Governance of State Bodies 2016](#) )
- The Board member shall be aware of the duties of a director under the Companies Act 2014 and at all times act in compliance with the Act. .
- 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.
- If the Board Member is removed from office, or otherwise ceases to hold office, he or she shall have no claim for compensation or other payments in respect of such removal or cessation.
- 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.
- The Board Member shall devote to the performance of his or her duties as much time as may be necessary for all proper and efficient discharge of those duties.

- The Board Member shall not be entitled to receive any remuneration as Member of the Board in respect of any other services over and above those of Member performed by him or her on behalf of the Company, save with the consent of the Minister for Transport, Tourism and Sport and the Minister for Public Expenditure and Reform.
- 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.
- The Board Member shall be aware of and supportive of National Ports Policy and give due regard to it in the board's decision making process.
- The Board Member shall ensure that appropriate commercial decisions are made acting in the best interests of Dublin Port Company and its shareholders at all times.

## 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.

Your submission should be made via the following link [www.stateboards.ie](http://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](mailto:info@stateboards.ie).

## **6. 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<sup>1</sup>/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.

## **7. 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.

## **8. 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](#)

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<sup>1</sup> The Public Appointments Service will not be responsible for refunding any expenses incurred by candidates.



## APPENDIX 1

### Submitting your application:

In order to submit your application, you should take the following steps:

1. Go to [www.stateboards.ie](http://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](http://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.