



**Appointment of Chairperson to the
HEAnet Board of Directors
19th December 2017**

Appointment to the Board of HEAnet CLG

Location:	HEAnet CLG, 5 George's Dock, IFSC, Dublin 1
Number of Vacancies:	One
Remuneration:	As per HEAnet's Constitution, directors are not entitled to remuneration for their services but can expense travelling, hotel and other expenses properly incurred by them in connection with the business of the Company.
Time Requirements:	HEAnet Board meetings – six (6) per annum EduCampus Services Board meetings – four (4) per annum One (1) day per month minimum

1. Background

HEAnet is Ireland's National Research and Education Network (NREN) and is an essential provider of ICT (Information and Communications Technology) services to the education and research community in Ireland.

Incorporated as a not-for-profit entity in 1997, HEAnet originally addressed the network needs of the seven Universities and the Dublin Institute of Technology, but over time has expanded its network footprint to in excess of sixty clients including the thirteen Institutes of Technology, other publicly funded colleges and research agencies, as well as Ireland's 4,000 (approx.) primary and post-primary schools.

HEAnet operates a nationwide high-speed broadband network that connects approximately 1,000,000 students, researchers and staff across first, second and third level education. The entire publicly funded education and research sector relies on the HEAnet network for access to their online learning and research needs. HEAnet connects Irish learners and researchers to the Internet, to online educational resources, and to fellow national educational and research networks in Europe, the USA and the rest of the world.

In addition to connectivity, HEAnet also provides critical services in the areas of network security, data centre hosting, computer storage, video conferencing, Wi-Fi roaming and identity access management.

HEAnet's role in Ireland's education and research sector has increased significantly over recent years with the number of client members more than doubling to over 60 client members since 2006 and the number of network connections that HEAnet manage on behalf of this client base now exceeding 500 managed connections. All the while, the demand for broadband and ICT services increases as Higher Education Institutions (HEIs) and research organisations strive to compete and collaborate in a digital age.

Benefits also extend beyond the HEI sector to the first and second level schools sector as HEAnet leverage previous investment in its backbone network for the benefit of schools via

the *Broadband for Schools Programme* and the *Post-Primary Schools 100 Mbit/s High-Speed Programme*.

HEAnet is part of a worldwide community of NRENs¹. HEAnet actively engages and collaborates with NRENs worldwide in the development of new technologies, common standards, and collaborative solutions that seamlessly interoperate across academic institutions globally.

HEAnet is accountable to the HEA, its shareholders, its clients and other stakeholders for the provision of best-in-class networking infrastructure and ICT services to support the realisation of Ireland's education and research goals.

EduCampus Services is a subsidiary company of HEAnet, incorporated in April 2015 to deliver quality IT, shared services to the Higher Education sector. The Chairperson and the CEO of HEAnet are both ex-officio directors of EduCampus Services.

Following the commencement of The Companies Act 2014, HEAnet and EduCampus Services converted to new company types during 2016. HEAnet converted to a Company Limited by Guarantee and Not Having a Share Capital, and the new company name (including the abbreviated company type) is HEAnet CLG.

Given the group structure, EduCampus Services converted to a Designated Activity Company (DAC) as it is a company with a share capital held by HEAnet. As part of the same conversion process, each company adopted a new Constitution to replace their previous Memorandum and Articles of Association.

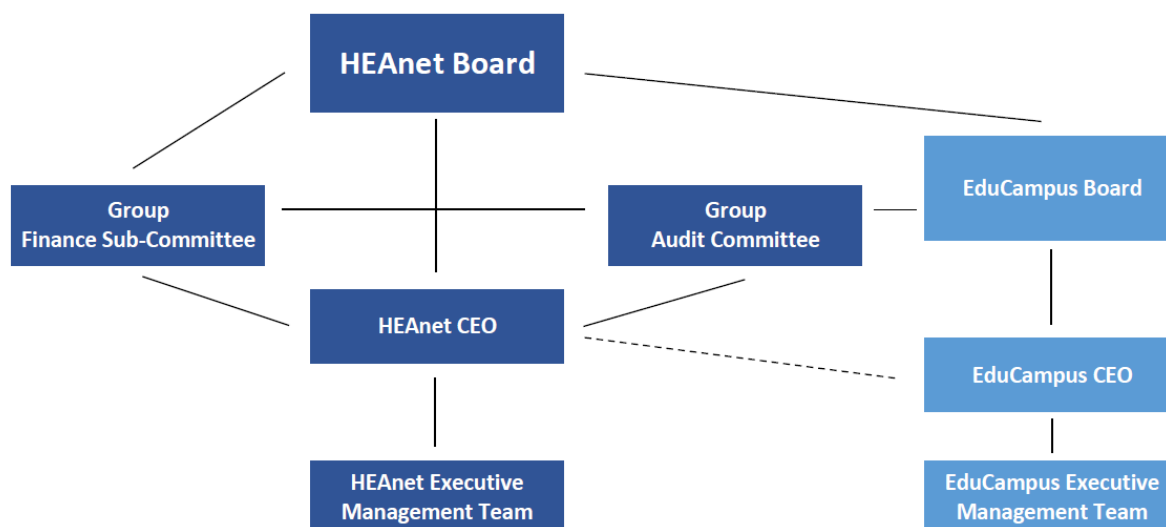
Both companies have charitable tax status and are registered with the Charities Regulatory Authority.

The ordinary members and directors of HEAnet and EduCampus Services are appointed in accordance with their Constitution and company law.

HEAnet adheres to the high levels of corporate governance and follows the Code of Practice for the Governance of State Bodies, as applicable.

¹ For a listing of NRENs across Europe please visit: <http://www.terena.org/activities/compendium/>

2. HEAnet Group Governance Structure



3. Functions of the Board

The Board of Directors of HEAnet are collectively responsible for promoting the company's success by leading and directing its activities. The directors should provide strategic leadership to the organisation, monitor its activities and the effectiveness of management. The Board should set the company's values and standards and ensure that its obligations to its stakeholders are understood and met.

Board members should act on a fully informed basis, in good faith, with due diligence and care, and in the best interest of HEAnet, consistent with their statutory duties. The Board of Directors in HEAnet should adhere to the five principles of The Governance Code (a code of practice for good governance of Community, Voluntary and Charitable Organisations in Ireland):

- Leading the organisation
- Exercising control over the organisation
- Being transparent and accountable
- Working effectively
- Behaving with integrity

The Board's main objective is to ensure that HEAnet's mission is fulfilled:

***"To realise Ireland's education and research goals
in partnership with our clients
by providing advanced infrastructure and services".***

Strategic Plan 2017-2018 "Collaboration – The Key to Development and Success"

4. Person Specification

The following information is provided to candidates and is based on the general details of the role of Chairperson as set out in the Code of Practice for the Governance of State Bodies

<http://www.per.gov.ie/en/revised-code-of-practice-for-the-governance-of-state-bodies>).

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 organisation” and for the tone of discussions at Board level.

In addition, the Chairperson has responsibility to ensure and guide the following:

- **Board’s Agenda:** The Chairperson and the CEO are responsible for the effective management of the Board’s agenda and ensuring that adequate time is available for discussion of all agenda items, in particular strategic issues. The Chairperson and the CEO should meet in advance of the Board meeting to agree the agenda.
- **Openness and Debate:** Essential to the effective functioning of the Board is dialogue which is both constructive and challenging. The Chairperson should promote a culture of openness and debate by facilitating the effective contribution of key management and all Board members.
- **Timely Information:** The Chairperson is responsible for ensuring that the Board receive accurate, timely and clear information. The Chairperson should ensure effective communication with all relevant stakeholders.
- **Board Skills and succession planning:** The Chairperson and HEAnet Group Nominations Sub-committee will evaluate and ensure that there is an appropriate balance of skills, knowledge, experience and diversity on the board.
- **Information Flows:** Under the direction of the Chairperson, the responsibilities of the Company Secretary include ensuring good information flows within the Board and its committees and between senior management and non-executive Board members, as well as facilitating induction, mentoring and assisting with ongoing professional development as required.
- **Corporate Governance:** The Chairperson should promote the highest standards of corporate governance and seek compliance with the provision of the Code of Practice for the Governance of State Bodies, as applicable.
- **Working with the CEO:** The Chairperson should establish a relationship of mutual respect, trust and ways of working together.

5. Term of Appointment

Appointments to the Board will be for an initial period of four years with an option to extend the term of engagement for a second term of four years.

6. Further information

For further information on HEAnet, candidates should visit <https://www.heanet.ie> and in particular <https://www.heanet.ie/about/governance>

- HEAnet Board Charter
- HEAnet Code of Conduct for Directors

7. Submitting an Application

The role will be advertised on the Public Appointments Service website and applications submitted to electronically to rhian.williams@heanet.ie

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.

9. Data Protection Acts 1988 & 2003

Please note that your cover letter and curriculum vitae may be retained for up to one year.