

THE CITY OF EDINBURGH COUNCIL

APPOINTMENT OF CHAIR tie LIMITED

1. Recruitment Arrangements

The City of Edinburgh Council invites applications for the Chair of the Board of Directors of its wholly owned company, tie Limited. This pack has been prepared for the information and assistance of prospective candidates.

All candidates must complete the attached application form and equal opportunities monitoring form. You may also submit additional relevant material in support of your application. We ask on the application form if there is any potential conflict of interest that we should be aware of. Please note that declaring a potential conflict of interest does not necessarily make you ineligible to apply for the appointment but it is important that you declare it.

Canvassing directly or indirectly will disqualify candidates.

References will only be taken up for candidates who are short-listed.

Completed application forms should be submitted by 12 noon on Friday 28 April 2006 to:

Tom Aitchison
Chief Executive
The City of Edinburgh Council
Level 5, Council Headquarters
Wellington Court
10 Waterloo Place
EDINBURGH EH1 3EG

The envelope should be marked 'Personal and Confidential – Chair of tie Board'. Applications will be acknowledged on receipt.

Interview Arrangements and Provisional Timetable

Appointment will be made on merit through open competition. The recruitment process will be overseen by the Recruitment Committee who, advised by the Chief Executive, will shortlist and interview candidates and make a recommendation to the meeting of the Council on 1 June 2006.

The provisional timetable is:

Closing Date for Applications	28 April 2006
Recruitment Committee agrees short list	9 May 2006
Interviews	24 May 2006
Council approval	1 June 2006

2. Remit of tie Limited

tie (formerly Transport Initiatives Edinburgh) Limited is responsible for the delivery of major transport projects in and around Edinburgh. The largest of these are the Edinburgh tram system, for which Parliamentary approval has been granted, and the Edinburgh Airport Rail Link (EARL). Both projects are scheduled for delivery in 2010/11. **tie** is a private company, 100% owned by the City of Edinburgh Council, and was incorporated in April 2002.

tie employs around 70 people, including a highly qualified team of professional managers who undertake the procurement, financing and physical delivery of very large projects, which have an aggregate value of £1.5bn. **tie** operates through sub-contractors, which it procures via open tender, in accordance with public procurement rules. **tie** manages a very wide spectrum of activity, including Parliamentary approvals, public and stakeholder relations, legal workstreams, preparation of business cases for projects, securing of public funding for projects, reporting on physical progress and costs, etc.

tie is, therefore, itself an expert client, which acts on behalf of public bodies and which disburses large sums of public money while demonstrating best value for the taxpayer. The two most important such bodies are:

- the Council, which is the client and part funder for the Edinburgh tram and other smaller projects. (tie has recently delivered Edinburgh Fastlink, at 1.4 km the longest stretch of guided busway in Britain, and the Park and Ride site at Ingliston, which, in due course, will be served by the tram); and
 - Transport Scotland, the new agency set up as part of the Scottish Executive, which is the client for the EARL rail project and the principal funder for the Edinburgh tram.
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tie also acts as project manager on behalf of Clackmannanshire Council in respect of the £65m reconstruction of the Stirling–Alloa–Kincardine railway, currently under way and due to open in 2007.

A challenging development relating to the integration of public transport is under way. **tie** is evolving work relationships with both Lothian Buses plc, a company in which the Council has a mandatory shareholding, and Transport Edinburgh Limited, a wholly owned Council company.

The **tie** Chair heads a seven member Board, comprising three further non-executive directors from the private sector and three elected Council members. There are no executive directors on the Board. The Chief Executive of **tie** chairs an Executive Board which meets frequently and which includes other executives. The Chief Executive reports to Board meetings.

The Chair has become vacant as the result of Mr Ewan Brown, CBE, standing down from the position which he has held since **tie**'s incorporation in 2002. Mr Brown chose to remain beyond his initial commitment of three years in order to ensure that the two Edinburgh tram bills successfully progressed through the Scottish Parliament.

3. **tie** Chair Functions

As Chair, the successful candidate will be expected to lead and direct the company at a strategic level and to liaise and provide advice to the City of Edinburgh Council, ~~and~~ Scottish Ministers and other key stakeholders.

The Chair will play a critical role in steering the company through the exciting delivery challenges of the next four to five years, thereby building the company's reputation to ensure its long-term future. - Issues which the Chair will be required to consider, in conjunction with senior management, include determination of the company's strategic plan and direction, its investment and financing requirements, health and safety, growth opportunities for the company and a range of miscellaneous issues, including pay and employment issues, communications, etc., generally associated with an organisation of the profile and financial scale of **tie**.

The credibility and integrity of **tie** are critically important not only to Scotland but also to its own success and growth and, therefore, the Chair of **tie** must command respect, especially from the City of Edinburgh Council, the Scottish Executive and Transport Scotland.

The **tie** Board meetings have recently been changed from monthly to bi-monthly and are attended by members of **tie**'s Executive Board and

representatives from organisations with which **tie** works closely. These include the major clients mentioned above and also Partnerships UK, the former Treasury Taskforce, which advises **tie** on financing of major public projects.

In addition, the Chair will chair a monthly meeting of the EARL Project Board, attended by the senior managers respectively of Network Rail, ScotRail and BAA Edinburgh, and by representatives of Transport Scotland

4. Standards of Conduct

As a limited company, **tie** is governed by the Companies Acts, rather than by the Ethical Standards in Public Life (Scotland) Act 2000. Nevertheless, the company wishes to be seen to support and comply with the principles of the ethical standards regime. As a **tie** Board Member, it will be the successful candidate's responsibility to make sure that he/she is familiar with the provisions of the relevant Codes of Conduct. In this context, Board Members must at all times:

- observe the highest standards of propriety involving impartiality, integrity and objectivity;
- maximise value for money;
- be accountable; and
- act in accordance with Government policies on transparency and openness.

Further information about **tie** Limited is available on the website at www.tie.ltd.uk.

5. Person Specification

KNOWLEDGE AND EXPERIENCE

Know-how gained at a senior level in the field of project management, or consultancy linked to major project delivery. Direct experience of successful delivery of major infrastructure projects may be an advantage. ✓

A proven track record in business at Board level as an Executive or Non-Executive director. ✓

An excellent understanding of corporate governance issues. ✓

Experience in setting challenging but realistic targets for executive management and monitoring outcomes. ✓

A current understanding of working relationships with UK and Scottish Ministers and officials and, ideally, with local authorities. ✓

SKILLS

The ability to think strategically and to analyse complex business planning issues. ✓

Strong leadership skills linked to the ability to harness the competencies of the other Board Members as necessary. ✓

The ability to work effectively, both independently and as a leader of a team. ✓

High quality interpersonal and management skills ✓

The confidence and ability to support executive management while retaining the right to challenge decisions as appropriate. ✓

The ability to manage the overall direction of the company within the policies and resources framework set by its clients. ✓

The ability to promote the highest standards of propriety and the efficient use of resources within the company. ✓

6. Terms and Conditions of Appointment

Period

The period of appointment will normally be a term of not less than three years from the date of appointment, with the possibility of renewal.

Time Commitment

The successful candidate will be required to Chair meetings of the Board of the Limited, which are unlikely to exceed six or seven meetings per year. In addition, the successful candidate will chair a monthly meeting of the EARL Project Board. He/she will also be expected to represent the company on official occasions and participate in the business of Board sub-committees. The overall time commitment for the post should be between one and two days per week.

Remuneration, Allowances and Pensions

Appointment as Chair of the Board currently carries a **basic** remuneration ~~of a minimum~~ of £201,000 per annum and is subject to annual review. **The level of remuneration may also be varied if the time commitment increases substantially.** All monies paid are taxable and it is the Chair's responsibility to make appropriate arrangements in respect of Income Tax.

No payments can be made in respect of expenses incurred in taking up appointment or on the termination of appointment. Travel and subsistence expenditure incurred in relation to company duties will be reimbursed.

The appointment does not carry any entitlement to superannuation benefits.

Confidentiality

During and after the termination of the successful candidate's appointment, he/she will be subject to an obligation of confidentiality in relation to any information of a confidential nature which has come to the successful candidate's knowledge in the course of his/her appointment with and related to the activities of the Board. The successful candidate will be required to exercise care in relation to the use of information which he/she acquires in the course of his/her duties and protect from unauthorised disclosure any documents or other information provided to him/her in confidence.

Termination of Appointment/Re-appointment

This appointment may be terminated prior to the expiry of the period of appointment described in paragraph 2. The appointment is held at the discretion of the City of Edinburgh Council and may, therefore, be terminated at any time, if the Council so decides. The successful candidate is entitled to resign his/her membership of the Board by giving notice in writing. The appointment will also be terminated in the event that the Chair is convicted of a criminal offence and/or where the Council believes that his/her conduct means that he/she is no longer a suitable person for the post. Should the Board or company be wound up during the period of the appointment, then the appointment would cease with effect from the dissolution or such other date as specified in any relevant legislation.

On expiry of a first term of office, the successful candidate will be eligible for re-appointment, subject to satisfactory performance assessment.

Status of Appointment

This appointment shall not be construed as in any way constituting a contract of employment between the successful candidate and the Council or between the successful candidate and **tie** Limited.

April 2006