

Position Specification

Non-Executive Director
Engineering Design, Standards and
Governance

Foreword

We are at a pivotal point in ensuring Britain's energy system is secure and affordable as well as forging the path to a sustainable future for everyone across the country. Unparalleled change is needed across the whole system to transition away from fossil fuels and deliver clean, green affordable energy for all.

Traditionally, Britain's energy system has been split into two areas – gas and electricity – but to deliver this transformation there needs to be co-ordination across the whole energy system, with one single entity responsible for translating policy into immediate strategy. The Government has, therefore, established the National Energy System Operator (NESO) in October 2024 as a new, independent, government-owned body with responsibilities across both electricity and gas systems, to drive progress towards net zero whilst maintaining energy security and minimising costs for consumers. This is a core part of the *Milestones for Mission-Led Government* that are designed to be reached by the end of this Parliament, notably to 'Make Britain a Clean Energy Superpower'.

NESO has been founded on some of the existing roles and capabilities of the electricity system operator, previously owned by National Grid, and some roles and capabilities of the National Gas system operator. It has, therefore, involved a transfer of ownership and transformation to create the new organisation, which means managing a major piece of Critical National Infrastructure and taking a whole system approach across electricity, gas and other emerging markets (such as hydrogen, and carbon capture, usage and storage).

As we enhance the governance of this new body, we are seeking a new non-executive member to join the Board. This person will be a key player in driving the organisation's overall mission, values, and strategic direction, and will specifically bring experience in engineering design, standards and governance to support NESO as it establishes itself at the heart of the UK's energy system. If you are excited by this opportunity, and have the skills and experience we are seeking, I would be delighted to hear from you.



Dr Paul Golby CBE
Chair, National Energy System Operator

Overview of NESO

The UK's 2023 Energy Act set the legislative framework for an independent system planner and operator to help accelerate Great Britain's energy transition, leading to the establishment of the National Energy System Operator (NESO).

Launched on 1st October, 2024, NESO is taking a whole system approach, looking across natural gas, electricity and other forms of energy to fulfil our primary and secondary duties as described in the Energy Act. We are engaging participants in all parts of the energy ecosystem to deliver the plans, markets and operations of the energy system of today and the future. These participants as NESO's customers and they include industry, communities, consumers and other stakeholder groups.

NESO is built on our previous experience as the Electricity System Operator (ESO). The ESO had extensive expertise in balancing electricity supply and demand 24/7, while making sure network operations and the markets were prepared for the future. The transition to NESO requires a significant expansion in our capabilities and we are transforming our organisation to meet this challenge.

NESO's role in the energy system

NESO lies at the heart of the energy system as an independent, public corporation with responsibilities for planning and operations. This is the first time in Great Britain that one organisation is planning and operating the whole energy system.

Our impartiality and whole system perspective mean we can make recommendations that balance the needs of everyone across Great Britain, so that we all benefit from the growing number of options we have for cleaner, cheaper, more secure energy. We will enable solutions that are fair for all, so that – together – we can take collective action to make a lasting difference and inspire generations to come.

Our Purpose, Vision And Values



Our purpose is to forge the path to a sustainable future for everyone.



Our vision is a future where everyone has access to reliable, clean and affordable energy: our work will be a catalyst for change across the global community

Our values are what define us, setting the foundation for our purpose and guiding us as we move towards achieving our vision.



Accelerate Progress

We deliver better outcomes at pace when we take accountability, are courageous and progress the bigger picture.



Be Curious

We achieve more when we demonstrate a growth mindset, being curious, asking questions beyond and within our organisation to develop, learn and innovate.



Build Trust

We build trust when we listen to and understand the needs of our colleagues and customers, are transparent with our actions and deliver on our commitments.



Create Belonging

We perform at our best when we can be our true selves, embrace diversity and are truly inclusive.

Forward plan

The transition from ESO to NESO is one of significant and complex change for the organisation. As we develop as an independent expert organisation at the centre of the UK’s energy system, NESO needs to be more broadly equipped, capable of providing advice and challenge across all strategic and operational issues, against the backdrop of a highly dynamic energy environment. The Board has an important role to support the organisation as it expands in its enhanced remit.

With both electricity and gas network planning now under one roof, NESO has an expanded remit, sitting at the heart of the government’s clean power mission. This is a pivotal moment to augment the board of directors, bringing in refreshed talent to support the organisation as it takes a holistic look not just across electricity and gas, but also hydrogen, renewable generation, storage and other emerging technologies such as carbon capture usage and storage.

With the Chair, Dr Paul Golby, in place there is now a need to further strengthen the Board with the core skills required as NESO embarks on the next chapter of its transformation.

Position overview

The incoming Non-Executive Director (NED) will help in establishing the new NESO business and its Board. The NED will help the business navigate heightened political, industry, and public scrutiny, including by managing increased risks and ensuring robust assurance over new processes and systems. He/she will specifically bring experience in engineering design, standards and governance that will be critical in NESO’s role in accelerating the country’s drive to net zero. The ability to handle complexity and ambiguity will be important given the fast-paced and changing environment. The NED must also have the ability to think and challenge strategically, whilst being comfortable exploring the critical details as and when appropriate.

This individual should build strong relationships with the Chair, fellow Non-Executive Directors, and Executive Directors, fostering a culture of transparency and effective communication. Finally, the NED will be expected to support the organisation’s mission, values, and strategic direction, while ensuring that the organisation’s activities uphold the highest standards of ethical conduct and accountability.

Principal accountabilities

The NED will have a number of key responsibilities:

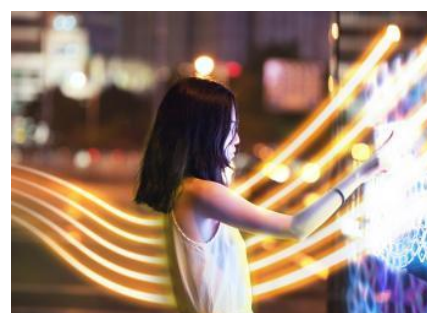
- **Strategic Oversight:** Offer independent and informed perspectives on NESO operations, infusing the Board with external expertise and insights on governance, as well as boardroom best practices. Contribute to long-term business strategy, aligning with NESO’s mission amid significant change. Work closely with the Executive Committee to set strategic priorities, monitor industry trends, and adapt strategies to evolving market and regulatory landscapes. Emphasise innovation and sustainability in strategic planning.
- **Engineering design, standards and governance:** provide strategic and technical advice, at board level, to management and broader stakeholders on what actions are required for the current energy system to meet zero carbon by 2030 and net-zero for the whole country by 2050.
- **Strategic Evaluation:** Assess significant strategic initiatives, leveraging their unique expertise to input into Board decision-making. Ensure that board decisions are informed by diverse perspectives and rigorous analysis, while remaining aligned with long-term organisational goals.

- **Management Support:** Act as a sounding board for the CEO, CFO and other Executive Directors, offering insights on complex issues and strategic dilemmas. Facilitate open communication and foster a culture of accountability and continuous improvement.
- **Performance Accountability:** As part of the Board, hold management accountable for NESO's financial and operational performance, ensuring the achievement of business plans and stakeholder interests. Regularly review performance metrics, financial reports, and operational updates to ensure that the organisation meets its strategic objectives. Provide constructive feedback and challenge management on performance and strategy execution.
- **Governance and Compliance:** Uphold the highest standards of governance and regulatory compliance, ensuring the NESO's strategies and operations align with legal and regulatory frameworks.
- **Stakeholder Engagement:** Represent NESO to key stakeholders, including regulators, industry bodies, and government entities, as needed. Build and maintain strong relationships with external stakeholders, advocate for the organisation's interests, and ensure that stakeholder perspectives are considered in board deliberations. Promote transparency and trust in all stakeholder interactions.

Candidate profile

The candidate will be independently minded, possess integrity, and build a respectful relationship with other Board members. They should have the capacity to analyse complex information and share best practices when appropriate.

To ensure a well-rounded Board, we seek candidates who possess the following qualifications and experiences:



- **Relevant senior board experience:** We expect candidates with a track record of shaping the strategic vision of an organisation and its development, ensuring high quality corporate governance, and setting positive organisational cultures.
- **Strong Leadership:** We value candidates with robust leadership experience, especially in complex and fast-paced organisations. Their strategic mindset and ability to navigate intricate business landscapes are crucial, while demonstrating the ability to challenge in an effective manner. Resilience to external scrutiny and political and/or institutional pressures will be needed.
- **Engineering experience:** The ideal candidate will demonstrate substantial and high-quality engineering leadership expertise, the ability to think on a systems basis and apply this knowledge across energy vectors. This may be from any of the engineering disciplines, but experience in electrical engineering in particular, will be highly relevant to NESO. The successful candidate will demonstrate a high degree of professional credibility in this field, likely gained through a Fellowship of a relevant body such as the Royal Academy of Engineering and/or Institution of Engineering and Technology.
- **Sector experience:** Whilst the ideal candidate will bring deep knowledge of the UK energy market, broader large-scale infrastructure experience may also be relevant, including defence, transport, nuclear and other industrial markets. NESO is also open to candidates coming from the engineering, procurement and construction sectors, where they bring appropriate sector knowledge from one of these markets.

- **Independence:** Candidates must maintain independence and have no conflicts of interest.
- **Stature and Confidence:** The successful candidate will command the respect and confidence of the NESO Board and leadership and other stakeholders, including government, regulators and the industry.
- **Independent Thinking:** We seek individuals with sound judgment, emotional intelligence, and the capacity to encourage and constructively challenge under scrutiny. An open and straightforward communication style is vital.
- **Ethical Standards:** Commitment to the adherence of the Seven Principles of Public Life – selflessness, integrity, objectivity, accountability, openness, honesty, and leadership.



Terms of appointment

Remuneration

In addition to reasonable travel expenses, the appointed Non-Executive Director will receive compensation of £35,000 annually.

Time commitment and term

The term of appointment is typically three years, with the possibility of extension, subject to Board approval and performance review. Board members are expected to commit approximately 35-40 days p/yr. The Board convenes approximately eight times per year, generally in person, at one of the business locations (London, Wokingham, Warwick, Glasgow). Ad-hoc meetings will be arranged (in-person or virtual) as required. *Please see Appendix 2 for this year's meeting dates.*

Share ownership and dealing / conflict of interest

As NESO is now in public ownership, a pre-requisite upon joining NESO is that the NED is required to divest any shares, securities or other financial instruments (which are directly managed or invested by the candidate), within the energy sector within one year from starting employment with NESO. The candidate is also required to declare any conflict of interest that would impact this appointment, perceived or otherwise.

Security clearance

Due to NESO's importance as part of the UK's strategic National Infrastructure Security, security clearance will be required by the post holder.

Application process

The recruitment process is being undertaken by Russell Reynolds Associates on behalf of NESO. Please submit your full application by email to responses@russellreynolds.com. Please quote the role title and assignment code **2501-007L** in the subject heading of the email. All applications will be acknowledged. **The closing date for applications is 23:59 on Sunday 9th February 2025.**

Your submission should include:

- **A CV setting** out your career history, with key responsibilities and achievements. Please ensure you have provided reasons for any gaps within the last two years.
- **A Statement of Suitability** (no longer than two pages) explaining how you consider your personal skills, qualities and experience provide evidence of your suitability for the role, with particular reference to the criteria in the person specification.
- **A completed [Diversity Monitoring Form](#)**. We strive to do the right thing and find a better way through listening to the needs of our customers and our employees. We offer inclusion and diversity training for all of our employees, with a view to building an inclusive working environment and offering the opportunity for development.

Please submit all documents so that the panel will have all the required information on which to assess your application against the criteria in the person specification.

Indicative Timeline subject to change

Milestone	Date
Closing Date for Applications	9 th February
<i>Presentation of prospective candidates to agree longlist</i>	<i>w/c 17th February</i>
RRA conducts in-depth interviews with longlisted candidates	24 th February – 14 th March
<i>Presentation of prospective candidates to agree shortlist</i>	<i>w/c 17th March</i>
Potential Fireside conversations with relevant stakeholders	24 th March – 4 th April
Final Panel interviews	w/c 7 th April

If you wish to speak with someone before submitting an application, please contact responses@russellreynolds.com.

Please note that due diligence will be carried out on shortlisted candidates. Candidates should expect this to include searches of previous public statements and social media, blogs or any other publicly available information.

Appendix 1

The NESO Board

Dr Paul Golby CBE FREng - Chair



Paul has extensive experience in energy and UK industry. He recently stepped down as Chair of the National Air Traffic Service (NATS) and was formerly CEO of E.ON UK, a Non- Executive Director of National Grid plc and Chair of Costain Group plc.

He previously worked in the science and higher education sectors, as Chair of one of the Major Research Councils (EPSRC) and a member of the Prime Minister's Council for Science and Technology. Paul is also Fellow of the Royal Academy of Engineering

Fintan Slye – Chief Executive Officer



Fintan Slye is CEO of NESO. He joined NESO in 2018. Prior to this he was CEO of the EirGrid Group, the electricity system and market operator in Ireland and Northern Ireland. He has previously worked for McKinsey & Company and ESB Group.

Fintan is both a Fellow of the Institute of Engineers Ireland and the Energy Institute. He holds a Masters in Engineering Science and an MBA from University College Dublin.

Hannah Dixon – Independent Non-Executive Director



Hannah has extensive experience in economic regulation, most recently as Chief Executive Officer of the Payment Systems Regulator (PSR).

She has been a member of several advisory boards, including the Government Economics Service, the ORR advisory panel and water regulator Ofwat's Future Regulation advisory panel.

Hannah currently sits on the board of the Channel Islands Competition and Regulatory Authority (CICRA)

Paul Plummer — Independent Non-Executive Director



Paul is an experienced business leader and strategic thinker now working as Professor of rail strategy at the University of Birmingham and a Non-Executive Director in the housing and energy sectors. Until recently he was CEO of the Rail Delivery Group (RDG) and Association of Train Operating Companies. Prior to that he was on the Board of Network Rail where responsibilities included the system operator activities. His earlier career spanned the regulated utilities as an economist and adviser working for governments, companies and regulators.

John Linwood – Independent Non-Executive Director



John has held senior technology roles in Microsoft and Yahoo and was formerly Chief Technology Officer at several companies including BBC and Wood Mackenzie.

He has been a NED of both FTSE and AIM listed companies since 2012 and is currently on the Board of Brooks Macdonald, an AIM listed Wealth Management company where he is also chair of the Remuneration Committee. He is also Strategic Technology Advisor to the UK Ministry of Defence.

Janice Crawford - Independent Non-Executive Director



Janice Crawford is a Chartered Engineer and has had a career stretching from an apprentice in a Glasgow shipyard (where she was the first female apprentice in a British shipyard) to executive and board posts for international engineering and project delivery companies. She is a Fellow of the Institution of Mechanical Engineers and became a Fellow of the Royal Academy of Engineering in 2013.

Janice has worked in diverse international companies in the petrochemical, oil and gas, LNG, mining and pharmaceutical related industries, and up until April 2022, Janice was the Director Global Capital Projects for Johnson Matthey, the FTSE 100 global science and chemical company. Janice also served as a Non-Executive Director of the Health and Safety Executive Board for five years.

Siobhan Duffy - Independent Non-Executive Director



Siobhan is an experienced corporate finance professional with specialist expertise in capital markets and structured finance. She joined UK Government Investments' ExCo in Summer 2021 to build a new team tasked with working cross government to increase understanding and improve management of Governments portfolio of contingent risks.

She has over 20 years' experience working in investment banking running business in the UK and the US. Working at Board and Exec level with the largest European companies, she has led complex projects providing strategic debt advice, and with the largest global debt investors in the development of the private debt market. Siobhan worked with St Mungos as a volunteer outreach worker for a number of years and has recently moved to take on a role as Trustee at the Carer's Network.

Jayne Scott – Non-Executive Director and Chair of the Audit and Risk Committee



From 1 February 2025, Jayne Scott, will be joining the NESO Board as a Non-Executive Director.

Jayne Scott is a Chartered Accountant and will take over as Chair of the NESO Audit & Risk Committee, following a handover from Hannah Nixon – who has expertly chaired the committee since 1 April 2019.

Jayne is currently Chair of the Private Healthcare Information Network (PHIN), which provides information on the cost and quality of private healthcare to support patient choice. She is also chair of Nuclear Restoration Services, one of the Nuclear Decommissioning Operating Companies, a Board Member with the Mining Remediation Authority, Chair of the Joint Audit Panel for The Metropolitan Police and the Mayor's Office for Policing and Crime and is an External Member of the Audit Committee at the Information Commissioners' Office.

Kayte O'Neill – Chief Operating Officer



Having been appointed as COO in January 2024, Kayte oversees NESO's delivery across energy networks and markets and the real time operation of the electricity transmission system. As NESO has transitioned to become the 'Future System Operator' (FSO), Kayte's focus has been on building and embedding a 'whole system' approach to the strategic planning and delivery of GB's energy transition.

With more than 20 years of experience in the energy sector, Kayte was most recently accountable for the design and delivery of the FSO on behalf of NESO. She has previously led the Strategy and Markets teams and spent three years in Boston with National Grid's US electricity distribution businesses.

Kayte is a Non-Executive Director on the Board of Jersey Electricity.

Charlie Pate – Chief Finance Officer



Charlie joined the NESO in 2023 and is a chartered public finance accountant. As Chief Finance Officer he is responsible for the financial management of NESO, together with the procurement, property and portfolio management functions. Prior to NESO, Charlie had a career in the UK Government Civil Service including working in HM Treasury in various public spending teams, working as part of the team delivering the London 2012 Olympic Games and latterly as CFO of the Ministry of Defence.

Zoe Morrisey – Director of Legal & Regulation and Company Secretary



Zoe is an experienced energy and regulatory lawyer having spent 10 years advising a number of the UK National Grid business units. Prior to that she worked at Ofwat as a legal advisor and in 2008 qualified as a solicitor in private practice specialising in competition and procurement law.



Appendix 2

Board and committee dates in 2025

Weekday	Day	Month	Meeting	Location
Thursday	23	January	Committees/Engagement/Dinner	London
Friday	24	January	NESO Board	London
Monday	17	March	Committees/Engagement/Dinner	Wokingham
Tuesday	18	March	NESO Board	Wokingham
Tuesday	20	May	Committees/Engagement/Dinner	Glasgow
Wednesday	21	May	NESO Board	Glasgow
Thursday	19	June	Strategy Deep Dive	TBC
Friday	20	June	Strategy Deep Dive	TBC
Tuesday	15	July	Committees/Engagement/Dinner	London
Wednesday	16	July	NESO Board	London
Tuesday	23	September	Committees/Engagement/Dinner	Wales
Wednesday	24	September	NESO Board	Wales
Tuesday	18	November	Committees/Engagement/Dinner	Warwick
Wednesday	19	November	NESO Board	Warwick

