



ELECTRICAL SAFETY AUTHORITY

Director Position: Representing the Interest of Consumers in Ontario

Posted: October 7, 2021

The Electrical Safety Authority (“ESA”) is an administrative authority mandated by the Government of Ontario to enhance public electrical safety in the province. Our vision is an Ontario where people can live, work and play safe from electrical harm. Our mission is to improve electrical safety for the well-being of the people of Ontario. As a result, we are both a safety regulator and advocate.

ESA’s delegated responsibility makes the Board accountable to the public for its electrical safety mandate. This mandate is the cornerstone upon which the Board’s actions are found. A director’s duty is owed first and foremost to the corporation and therefore must maintain independence and objectivity and disclose any actual or potential conflicts of interest. Accordingly, we require all candidates to disclose in their application package any actual, potential and perceived conflicts, and in particular those pertaining to a lack of independence from ESA management.

ESA’s primary activities are: identifying and targeting leading causes of electrical safety risk; promoting awareness, education, and training; ensuring compliance with regulations; and collaborating with stakeholders to improve the state of electrical safety in Ontario.

ESA is a private, not-for-profit corporation headquartered in Mississauga, Ontario with staff deployed across the province. ESA is looking for an experienced individual to represent the interests of consumers of Ontario on ESA’s Board of Directors, who can play a key role in guiding the future of ESA. The ideal candidate will also have experience in the following areas: financial literacy, previous board and/or governance experience, and, strategic & risk management.

ESA maintains a skills-based Board to ensure a proper balance of skills, expertise, and experience. Core attributes and competencies for the Board are listed in the attached Director Profile. The nomination and selection process is designed to maintain a Board that includes these competencies amongst its Directors.

ESA is unable to elect an employee of an electrical trade association as a member of the Board.

ESA is an equal opportunity employer and welcomes applications from candidates who are reflective of Ontario’s diversity. Upon request, and in accordance with the *Ontario Human Rights Code* and the *Accessibility for Ontarians with Disabilities Act*, ESA will provide

accommodation for persons with disabilities throughout the selection process. If you require accommodation please contact Margaret Campbell by email at: margaret.campbell@electricalsafety.on.ca

Further details on both ESA and required attributes for Board candidates are outlined in greater detail in the Director Profile (Appendix A) that follows.

Interested candidates should submit their résumé by email, with the required information, not later than **October 25, 2021** to the attention of Margaret Campbell, Legal Counsel: margaret.campbell@electricalsafety.on.ca.

APPENDIX A

ELECTRICAL SAFETY AUTHORITY

Director Profile – Representing the Interest of Consumers in Ontario

I. Corporate Mandate

The Electrical Safety Authority (“ESA”) is a not-for-profit corporation operating as a designated administrative authority on behalf of the provincial government in accordance with the *Safety and Consumer Statutes Administration Act*. ESA is responsible for:

- Enhancing public electrical safety in Ontario
- Advising industry, government and the public on electrical safety matters
- Promoting and undertaking activities that encourage the harmonization of electrical safety standards and compliance practices
- Encouraging industry to responsibly enhance public electrical safety
- Administering Part VIII of the *Electricity Act* and its corresponding Regulations:
 - (1) Electrical Safety Code (164/99)
 - (2) Electrical Distribution Safety (22/04)
 - (3) Licensing of Electrical Contractors and Master Electricians (570/05)
 - (4) Product Safety (438/07)
- Advising the Province on amendments to Acts and Regulations contributing to the purpose of the *Safety Consumers Statutes Administration Act* or *Electricity Act*
- Informing and advising the Province on matters of an urgent or critical nature related to the designated legislation

In addition, ESA is also required to administer an appeal process provided under the *Safety and Consumer Statutes Administration Act* for statutory decisions on licenses (122/06) and orders issued by the ESA (3/05).

II. Board Mandate

The Board of Directors has the authority to direct ESA. In accordance with the Administrative Agreement, the Board is responsible for supervising the management of ESA’s business and affairs, including oversight of ESA, and is expected to take a leadership role in the development of ESA’s strategic direction, including:

- regularly reviewing with Management the state of electrical safety, the strategic environment, the emergence of new risks and opportunities including the implications for strategic direction, and the operation of ESA;

- approving strategic plans that take into account ESA’s major risks and opportunities and overseeing the management of those risks;
- appointing, coaching, monitoring and assessing the performance of the CEO;
- charging the CEO with the general management and direction of the business and affairs of the corporation;
- overseeing the appointment, training, monitoring and succession planning for Senior Management; and
- approving the annual budget of ESA and monitoring its financial performance to ensure the financial viability of ESA and the efficient and effective use of its resources.

The Board oversees the performance of the CEO and Senior Management in discharging the management and direction of ESA’s business including:

- any decision that will result in a material deviation from Board-approved strategic, business or operational plans or policies;
- the establishment of effective procedures for monitoring corporate performance; and
- any decisions required to be made by the Board of Directors under the terms of the applicable legislation and regulations governing the Corporation.

III. Accountability

ESA is not an agent of the Provincial Government but acts in accordance with the *Safety and Consumer Statutes Administration Act* and the terms and conditions of an Administrative Agreement with the Ministry of Government and Consumer Services. The Board is accountable to stakeholders, including participants in the electrical industry, government and the general public, for ESA’s overall performance. There are three Board Committees: Audit & Investment, Regulatory Affairs, as well as People, Culture & Governance.

IV. Board Composition

The composition of the Board is governed by ESA’s Letters Patent and its by-laws. The Board consists of twelve members as follows:

- 3 directors are appointed by the Minister
- 9 directors are reflective of the following sectors
 - 1 – professional engineering
 - 1 – electrical manufacturing
 - 2 – electrical utilities
 - 3 – electrical contractors

- o 1 representing interests of consumers
- o 1 other than above sectors.

Directors may serve a maximum of three consecutive three-year terms.

V. Core Attributes, Competencies and Experience

The following attributes, competencies and experience are the skills and behaviour that are required to be demonstrated amongst the Directors of ESA's Board:

1. **Safety:** is defined as experience in promoting and undertaking activities that enhance public electrical safety, including training, authorization, registration, audit, quality assurance, inspection, investigation, enforcement and other public safety services.
2. **Corporate Governance:** is defined as experience in the overseeing and directing of a corporation by supervising and contributing to the executive functions of management.
3. **Regulatory Governance:** is defined as experience in the overseeing and directing of a regulator including rulemaking, communication of rules, monitoring, enforcement, adjudication, sanctions, and evaluation.
4. **Government Relations:** is defined as experience in collaborating and liaising with government to enhance public electrical safety.
5. **Corporate Social Responsibility:** means experience in directing, contributing to or managing a business in a manner that contributes positively to the environment, employees, communities, stakeholders and other members of the public sphere.
6. **Organizational Leadership:** is defined as experience in organizational development, design and effectiveness.
7. **Stakeholder Relations:** is defined as experience in enhancing relationships and aligning persons or organizations with strategic objectives.
8. **Communication:** is defined as experience in creating, developing and implementing appropriate messaging to enhance stakeholders' understanding and knowledge.
9. **Financial:** is defined as experience or knowledge regarding audit, finances, accounting, risk management and compliance requirements.
10. **Risk Management:** is defined as experience in the process of assessing risk and acting in such a manner, or prescribing policies and procedures, so as to avoid or minimize loss associated with such risk.
11. **Legal:** is defined as experience interpreting and applying legislation, regulations and compliance requirements.
12. **Information Technology:** is defined as experience with the development, installation and implementation of information systems and applications.
13. **Electrical:** is defined as general knowledge of the electrical industry and experience in the electrical distribution or electrical product sectors.

- 14. Consensus Builder:** is defined as a person who has superior conflict-resolutions skills. They act as a mediator amongst the directors disarming and resolving conflict. They are usually able to prevent differences of opinion from escalating into major disputes.
- 15. Challenger:** is defined as a person who asks tough questions, speaks up and challenges management as well as other directors. They are always well prepared on issues that they are asking questions about and when challenging management they are direct and fair.
- 16. Counsellor:** is defined as a person with strong persuasive skills, with high credibility and the ability to work with a variety of people (both inside and outside of the company). They generally prefer to work out problems behind the scenes.
- 17. Change Agent:** is defined as a person who thinks broadly about the future direction in which the company should go. They are a catalyst for bringing about fundamental change when they perceive that change is needed.
- 18. Conductor:** is defined as a person who relates very well to management, understands group and individual dynamics and possesses remarkable leadership skills (both inside and outside the boardroom) and has a keen interest in good governance and serves as a hub of all important board activities. They lead the setting of the agenda, run meetings effectively, moderate discussion appropriately, manage dissent, work towards consensus and set the tone and culture for effective corporate governance.

VI. Expected Contribution

- Four Board Meetings per year;
- Participation on two Board Committees with four meetings, per Committee per year, which are scheduled to coincide with Board Meetings;
- Board strategy sessions (two days);
- Service on special projects or ad hoc committees/meetings from time to time;
- Adequate preparation time for meetings; and
- Participate in evaluations of the Board, as required.

VII. Compensation

- Retainer - \$14,500 per annum.
- Meeting Fee - \$1,200 per meeting for full day, \$600 for ad hoc meetings, \$300 for less than two (2) hour meetings, and \$300 for teleconference meetings.
- Reimbursement for travel and other reasonable out-of-pocket expenses associated with attendance at meetings or special functions.