



An Coimisiún  
um Rialáil Fóntas  
Commission for  
Regulation of Utilities

4 November 2021

Marie Sinnott  
ESB Group Compliance Manager,  
ESB Head Office,  
Two Gateway, East Wall Road  
Dublin 3, D03 A995.

**Re: ESB Executive Team Re-Organisation**

Dear Marie,

Further to your email dated 17 September 2021, the CRU notes that the roles of Managing Director ESB Networks and Executive Director Networks Customer Delivery are to be amalgamated into a single Managing Director ESB Networks role. This role will be filled by Mr Nicholas Tarrant, Executive Director Engineering & Major Projects with immediate effect.

As part of the suite of licences held by ESB covering the range of its regulated functions, there are explicit licence conditions imposed on ESB regarding staff moves including the requirement to have in place Codes of Conduct governing staff transfers. However, notwithstanding these explicit provisions, there may, from time to time, be particular staff moves, which given their nature, are referred by ESB for review by CRU. In considering such proposed transfers, the CRU must ensure the application of rigorous and proportionate compliance procedures, providing the necessary deterrents to ESB and comfort to the broader industry.

The CRU notes the mitigating measures ESB has proposed for the staff move of Mr Tarrant from Executive Director Engineering & Major Projects to Managing Director ESB Networks. In addition to the measures noted by ESB, the CRU requests the following:

1. Mr Tarrant will maintain a register of decisions (which can be made available for inspection) for a period of 6 months rather than 3 months. A template for the register is included as an annex to this letter.
2. Mr Tarrant will maintain a register of all meetings (which can be made available for inspection) for a period of 6 months rather than 3 months. The register should include physical meetings, or those using electronic communications e.g. virtual meetings.
3. Mr Tarrant will maintain a register of all communications to Engineering & Major Projects, maintained for the first six months of his appointment. The register should include physical meetings, letters, phone calls and all electronic communications e.g. emails, instant messaging.
4. Confirmation that Mr Tarrant's associated IT identity for his Executive Director Engineering & Major Projects role has been terminated in advance of commencing his new role so that:
  - a. The individuals should cease to have access to their existing ESB accounts.
  - b. New IT accounts should be created for the new role.



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- c. Access to share drives, folders etc. should be granted to the new IT Accounts only as required for the new roles.
5. Mr Tarrant will recuse himself, following consultation with the ESB Networks Compliance Officer, from discussions, considerations and decisions of matters which directly and specifically affect his previous areas of responsibility for six months post transfer. Such matters should be dealt with by the Chairman of the Board of ESN DAC and noted in the minutes of the Board. A record of discussions with the Compliance Officer regarding recusals should also be maintained.
6. Mr Tarrant should resign from the boards of any subsidiaries, affiliates or related undertakings of ESB to which he had been appointed, prior to the commencement of this role.
7. The ESB Compliance Officer should provide a compliance report, alongside the aforementioned registers, to the CRU 6 months after these new arrangements commence, no later than 30 April 2022.

Finally, the CRU reserves the right to audit these arrangements at any time during the next 6 months.

Yours Sincerely,

A handwritten signature in blue ink, appearing to read 'Karen Kavanagh', is written over a horizontal line.

Karen Kavanagh,  
Director Economic Regulation (Water) and Compliance  
Commission for Regulation of Utilities.



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## Annex - Register of Managing Director ESB Networks Decisions

### Register of Managing Director ESB Networks Decisions\*

Ref	Category (examples below)	Number of Decisions	Title of Paper	Recommended by:	<ul style="list-style-type: none"><li>Approved (A)</li><li>Not Approved (NA)</li><li>Approved with clarification (AC)</li></ul>	Basis for Decision	Circulation restricted to:
	Expenditure						
	Capital						
	Other Financial						
	Procurement						
	HR						
	Acquisition/ disposal						
	Regulatory						
	Compliance						
	Miscellaneous						

- \*Relevant decisions are those affected by licence conditions relating to regulated and unregulated businesses
- Board approved Delegated Authority Levels apply.