

Terms of Reference (ToR) for the post of the Chief Executive Officer (CEO), Bhutan Automation & Engineering Limited (BHUTAN AUTOMATION)

Background

Bhutan Automation & Engineering Limited (BHUTAN AUTOMATION) is a Joint Venture Company of Druk Green Power Corporation Limited (DGPC), Bhutan and ANDRITZ HYDRO Private Limited (HIN), India with shareholding of 51% and 49% respectively. The Company was incorporated on 8th November 2017 under the Companies Act of Bhutan 2016.

The Shareholders, DGPC and HIN, made an investment of Nu. 60 million in the Joint Venture Company through 100% equity financing. The integrated Manufacturing Facility of the Company is under construction within the premises of Chukha Hydropower Plant (CHP) under Bjachho Gewog, Chukha Dzongkhag. The construction is expected to be completed by December 2019.

BHUTAN AUTOMATION specializes in manufacturing and implementation of state-of-the-art automation systems and other secondary equipment for hydropower and substation applications. The Company's range of products includes control, protection, and instrumentation systems. Although initially established to meet the automation needs of the hydropower plants and projects in Bhutan, BHUTAN AUTOMATION endeavours to expand its products and services to other market segments such as transmission and process industries. Further, the business strategy stipulates that Bhutan Automation should also explore markets beyond Bhutan.

Since industrial Control and Automation is a very specialized field of engineering and application, it was necessary for BHUTAN AUTOMATION to have a technology partner to support it in terms of access to the necessary technology and support through efficient business processes. Therefore, in addition to being a shareholder in the Company, ANDRITZ HYDRO is also the technology partner of BHUTAN AUTOMATION. Through a Technical Assistance Agreement, ANDRITZ HYDRO gives BHUTAN AUTOMATION access to its automation technology and implementation support from its locations around the world.

Based on the best practices followed in ANDRITZ HYDRO and the automation industry in general, BHUTAN AUTOMATION has adopted all the relevant business standards and processes. Wherever applicable, the policies and practices of DGPC have also been adopted. In order to keep the organizational structure lean and operational costs low, resource sharing with DGPC in terms of support services has been implemented. BHUTAN AUTOMATION is currently in the process of getting ISO certification in the Integrated Management System (IMS).

Operating out of a garage space at CHP, BHUTAN AUTOMATION has two projects under execution. The first one is the contract for modernization of the 60MW Kurichhu Hydropower Plant (KHP), one of the hydropower plants under the DGPC. The scope comprises the replacement of the existing SCADA System including Unit, Dam, Common Auxiliary, & Switchyard Controls, and Governor & Excitation Systems. Awarded in September 2018, the project is scheduled to be commissioned by April 2020. The second contract is for design, engineering, manufacturing, installation, and commissioning of the Computerized Control System (CCS) and Protection System of Punatsangchhu-II Hydroelectric Project Authority, which was awarded in December 2018.

Purpose

As the leader of the company, the CEO is critical for maintaining an effective and cohesive team at BHUTAN AUTOMATION. The post demands an individual who will set the tone and culture in BHUTAN AUTOMATION and lead from the frontline by consistently exemplifying outstanding performance and values through exhibition of highest ethical standards and moral character. The CEO should be able to lead, inspire, and engage the employees to continuously learn/upgrade/reskill themselves and contribute towards achieving the mandates of the Company. The post also requires an individual with the requisite experience and expertise to deal with the highly technical and project-oriented business

of the Company. The CEO is expected to ensure that all business goals and targets of the Company are achieved in the most effective and efficient manner. The CEO is the chief spokesperson and will need to champion decision-making and corporate accountability. S/he is required to work very closely with the Board and the Shareholders.

Job Summary

The CEO is responsible for both the bigger picture strategy as well as day-to-day operational management of the Company. S/he needs to be excellent in corporate leadership and management. Fast and sound decision-making ability coupled with the ability to motivate the team working at BHUTAN AUTOMATION will be key to achieving progress and success for the Company. The CEO will formulate and recommend strategies to the Board for effectively moving BHUTAN AUTOMATION to meet its challenges and implementation of these strategies. The CEO should have outstanding people relationship and communication skills. While experience in design and implementation of automation and control systems for hydropower and substation applications is essential, the CEO must also have adequate knowledge in hydropower, power systems, contracts and procurement, corporate governance, corporate finance, sales and marketing, and other operational aspects of a company.

Duties and Responsibilities

A detailed list of duties and key responsibilities of the CEO, but not limited to, are as follows:

Strategic Management

S/he shall or must:

1. Provide overall business strategic leadership and execution to achieve the strategic objectives of BHUTAN AUTOMATION.
2. In conjunction with the Board, lead in the development of the Company's strategies, oversee the implementation of the Company's short and long-term plans in keeping with these strategies, and drive performance at the employees' level.
3. Translate Company's policies into implementable plans and strategies.
4. Communicate the organization's values and expectations to all levels of the employees.
5. Oversee managerial, technical, and contractual aspects of the Company.
6. Executive leadership, strategic, and operational management for a results-oriented performance of the Company.
7. Develop and monitor strategies and action plans for efficient and effective operation of the Company.
8. Act as a liaison between the organization and its stakeholders (especially the Shareholders) and build relationships with other organizations as appropriate.
9. Stay abreast of emerging technologies and trends related to the business of the Company and align the company's operations to such emerging technologies so as to remain relevant and competitive in the market.
10. Advise the Board on business plans and operational issues and lead implementation of the Board's decisions, and keep the Board and Shareholders updated.
11. Direct and monitor performance of the company's operational areas against agreed targets.
12. Develop innovate strategic marketing plans and implement them.
13. Promote organizational culture, values, reputation and brand BHUTAN AUTOMATION with employees, customers, suppliers, partners, regulatory bodies, and other interested parties.

Human Resource Management and Development

S/he shall:

1. Build an effective management team, and develop their professional knowledge and skills while holding them accountable for key performance deliverables.
2. Ensure that the functional activities are carried out cost effectively.
3. Develop and maintain an effective organizational structure, and put in place a management and support category (especially those with specialized skills set) succession plan.
4. Implement progressive employees' trainings, employees' motivation, and other human resources development programs.
5. Maintain an optimal staffing strength.

Communication and Public Relations

S/he shall:

1. Promote, market and sell BHUTAN AUTOMATION products and services.
2. Consistently influence what BHUTAN AUTOMATION is mandated to do and ensure that media relations and communications with the relevant stakeholders such as regulators/government agencies, parliamentarians, communities, NGOs, channel partners, suppliers, contractors, and financial institutions are effectively attended to.
3. Build the Company's reputation and create positive perception among all its stakeholders, effectively respond to adverse news, and constantly prepare for or look out for potential risks including the Company's market position, organizational integrity, and professionalism.
4. Oversee the required media and PR interfaces between the Company and its external environment, and act as the principal spokesperson for the Company.

Compliance, Risk Management and Corporate Governance

S/he shall:

1. Keep the Board fully informed on all aspects of the Company's operations and financial affairs, and on all matters of significant relevance to the Company including those that emanate from government (both local and national) and regulators on issues such as fiscal, monetary and environment policies, and legislations affecting its operations.
2. Ensure that effective control and co-ordination mechanisms are in place including the establishment and development of effective internal controls over financial reporting.
3. Make well-informed and timely submissions to the Board so that appropriate decisions can be taken by the latter in line with the good corporate governance norms.
4. Ensure that the use of the Company's assets is optimized and adequately safeguarded.
5. Maintain a high level of integrity, work ethics, and corporate governance standards.
6. Take necessary risks/decisions beyond the delegation of powers under challenging/ exigency circumstances using best judgment, and bring such incidents to the notice of the Board.

Knowledge, Skills and Attributes (KSA)

The CEO, Bhutan Automation should possess the following:

1. An excellent knowledge in the electrical design, control and protection systems, SCADA systems, electrical instrumentation and testing, project management and automation integration

implementation with shop floor experience, and should have a very good understanding of the hydropower business in general including operation and maintenance.

2. Strong business acumen, particularly in terms of management, operation, and business development in an industrial automation and manufacturing and/or similar facilities.
3. A very good knowledge and understanding of the Companies' Act of Bhutan and other rules and regulations relevant to BHUTAN AUTOMATION.
4. A very good understanding and knowledge of and experience in corporate governance, and performance management system with demonstrated experience in integrating and coordinating diverse areas of management.
5. A basic knowledge on revenue models such as Balance Sheet, Profit and Loss Statement, Budgeting, Pricing Model, and Billing Procedures.
6. Excellent analytical skills, critical thinking skills, and ability to constructively weigh through various aspects of business issues.
7. Strong strategic orientation and competence in translating broad strategic decisions into well-thought-out actions.
8. Excellent leadership skills and ability to manage cross-functional teams, with strong negotiation, sales, marketing, and client management skills.
9. Strong oral and written communication skills with impeccable integrity and business ethics. Strong inter-personal skills and ability to develop and foster meaningful relationships with relevant stakeholders.
10. Ability to deal effectively with demanding situations, and strategize and implement sound and practical interventions.
11. Hands-on experience in the design and engineering of automation systems with shop-floor working experience.

Eligibility Criteria

1. Education Qualification

Minimum of Bachelor's Degree in Engineering obtained from a recognized university through regular (full time) program. Candidates with Master's Degree in Electrical Engineering/Automation and Control/Instrumentation and Control will be given preference.

2. Job Experience:

Work experience of 15 years (including a maximum of 18 months of study leave) in the power sector preferably with good knowledge in electrical design, control and protection systems, SCADA systems, electrical instrumentation and testing, project management and automation integration implementation with shop floor experience, and should very good understanding of the hydropower business in general including operation and maintenance. Should have one year of experience in Control and Protection Systems of hydropower plants and substations.

Should have served at least 10 years in the hydropower sector with a minimum active service of 3 years at senior managerial level (P1 and above in the civil service and GM level and above or equivalent position in the corporate/private sector) equivalent to DGPC grade M1.

3. Service Record

The applicant should possess clean service record without having been convicted by the court of law on any criminal charges.

4. Performance Appraisal

The applicant should have a minimum of "Very Good" (81% and above) equivalent to DGPC or second top rating level of respective organization for the recent 3 consecutive

years.

Job Title

Chief Executive Officer: The person selected for the post is required to function under the oversight of the Board of Directors of BHUTAN AUTOMATION.

Location

Chhukha, Bjachho Gewog, Chukha Dzongkhag.

Employment Type and Tenure

- The selected candidate will be appointed on ‘**contract**’ and posted to the BHUTAN AUTOMATION for an initial period of 3 (three) years with possibility of extension based on performance and need.

Remuneration and Benefits

Basic Pay	Nu. 75,000.00
Contract Allowance	75% of the basic pay
Other allowances and Benefits	<ol style="list-style-type: none">PBVA: 25% of the basic payTeam Appraisal System: As per the PMS guidelinesCommunication Facility Allowance – As per BHUTAN AUTOMATION Service RulesMonthly Production Incentive: As per the BHUTAN AUTOMATION Service RulesBhutan Automation shall provide an office car

Documents Required

Documents required at the time application submission:

- Duly filled DGPC Job Application Form (can be downloaded from www.drukgreen.bt).
- Curriculum Vitae indicating clearly the details of applicant.
- Attested copy of Bachelor’s Degree Certificate and Mark Sheet and Master’s Degree Certificate and Mark Sheets (if applicable).
- A copy of valid Citizenship Identity Card.
- A copy of valid Security Clearance Certificate (approved online).
- Work Experience Certificate/Letter with valid documentary proof/evidence to show 15 years of work experience.
- A copy of office order of appointment/promotion to the GM/P1 level equivalent to DGPC Grade M1.
- A Copy of Performance Appraisal for recent three years, wherever applicable.
- A Copy of Audit Clearance Certificate from Royal Audit Authority with purpose stated as interview
- Should submit names of at least three professional referees (one each as Supervisor, Peer and Subordinate) with email address, office address, and mobile number.

Additionally, the selected candidate may be asked to submit a “**Valid Medical Certificate**” and a “**No Objection Certificate**” from the employer, if currently employed”.