



**Membership of Glas Cymru**

**Supplementary information (July 2010)**

**This document should be read in conjunction with the  
Policy and Procedure for the Selection and Appointment of the Members of  
Glas Cymru Cyfyngedig ("Membership Policy")**  
*[Last updated in July 2009]*

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## **INTRODUCTION**

**This document provides information for individuals who might be interested in becoming Members of Glas Cymru. It describes Glas Cymru, its relationship with Welsh Water and the role of its Members.**

## **ABOUT GLAS CYMRU**

Glas Cymru Cyfyngedig ("[Glas Cymru](#)") was formed in April 2000 and completed its acquisition of Dwr Cymru Cyfyngedig ("[Welsh Water](#)") in May 2001.

Glas Cymru is a single purpose company and owns, finances and manages Welsh Water for the benefit of customers. The company is a "company limited by guarantee" ("[CLG](#)"), registered under the Companies Act, which means Glas Cymru is the same as any other company except that it has no share capital - and therefore no shareholders.

Members of a CLG carry out the important corporate governance duties of shareholders; but unlike shareholders they do not receive dividends, nor do they have any other financial interest in the company. This allows Members to fulfil their important role in a wholly independent way.

Over the next three years, half of the current Members, individuals who were appointed in 2001 and who will shortly have served three terms of appointment, will stand down. Glas Cymru wishes to appoint new Members (to replace them) and is looking for people who have an interest in Welsh Water and have the interest, experience and skills to carry out this important governance role effectively.

Glas Cymru is the only UK utility company structured as a CLG. This means that Welsh Water needs to perform as well as, or better than, the other (shareholder-owned) water companies regulated by Ofwat, the water industry regulator. Alongside water industry regulators, bond investors and the National Assembly for Wales, the Members of Glas Cymru have a key role in scrutinising Welsh Water's performance against commercial and other targets as well as against water industry benchmarks for quality of service and cost efficiency.

New Members will be sought by the placing of press releases and advertisements and by contacting various individuals and organisations to promote general awareness of the procedure by which people can apply to become Members.

Members are appointed in accordance with a published Membership Policy. Written applications are assessed by an independent Membership Selection Panel which will then make recommendations to the Board of Glas Cymru. The Membership Policy is available on the company's website - [www.dwrcymru.com](http://www.dwrcymru.com) - or a copy can be obtained from the Company Secretary of Glas Cymru.

## ABOUT WELSH WATER

Welsh Water is wholly owned by Glas Cymru and is the sixth largest of the ten regulated water and sewerage companies in England and Wales. It provides an essential public service to more than three million people living in Wales and some adjoining parts of England. Through activities to operate, maintain and upgrade its network of assets so as to ensure a safe and reliable supply of drinking water and to deal effectively with customers' wastewater, Welsh Water fulfils an important role in protecting public health and the natural environment. Established in 1989, when the water industry in England and Wales was privatised, Welsh Water is Glas Cymru's principal trading subsidiary.

Welsh Water operates one of the larger networks of infrastructure assets in the UK water industry. 71 impounding reservoirs and 87 water treatment works deliver a daily average of around 800 million litres of drinking water through a network of 27,000km of water mains and 550 service reservoirs. Welsh Water also collects wastewater and surface water through a network of 19,000km of sewers, incorporating 1,800 sewage-pumping stations and 3,500 combined sewer overflows. Treatment is carried out at over 800 wastewater treatment works. Welsh Water also owns 35,000 hectares of land, much of which has a high value in terms of nature conservation and recreational use.

Until recently, the day to day operation and maintenance of Welsh Water's network of assets was outsourced to leading utility contractors, which meant that whilst some 3,000 people were involved in delivering water and sewerage services to its customers, Welsh Water only directly employed some 220. This changed in April and May 2010 when these outsourced arrangements came to an end and, as a result, nearly 1,600 staff transferred to become employees of Welsh Water in accordance with TUPE legislation. Despite bringing asset operations under the direct control of Welsh Water, some 60% of annual operating expenditure remains subject to competitive tender – which remains one of the highest levels in the water sector. Further information on this is provided in Glas Cymru's 2010 Annual Report (copy available on the website or on request from the Company Secretary).

Welsh Water's business is measured against a wide range of regulatory and other performance targets, which reflect the quality and reliability of service received by customers and compliance with drinking water and environmental quality standards.

Under Glas Cymru's ownership, the sole focus of Welsh Water is to provide high quality services to its customers at the lowest sustainable cost, whilst:

- Meeting required regulatory standards and targets for service delivery;
- Delivering a five-year capital investment programme (which in the period 2010-15 is some £1.1 billion); and
- Ensuring the long-term efficiency of the business.

Glas Cymru's focus is the overall performance and strategic direction of Welsh Water and, in particular, the way in which it is financed and governed. [See Welsh Water – a 'not for profit company' – page 5 below]

Under Glas Cymru's ownership, Welsh Water's assets and capital investment are financed by bonds, loans, leases and retained financial surpluses. The Glas Cymru 'not-for-profit' business model aims to reduce Welsh Water's asset financing costs, the water industry's single biggest cost. Financing efficiency savings to date have largely been used to build up reserves to insulate Welsh Water and its customers from any unexpected costs and also to improve credit quality so that Welsh Water's cost of finance can be kept as low as possible in the years ahead.

These savings have also funded additional discretionary investment in service improvements, and in returns to Welsh Water's customers that by 31 March 2010 had totalled some £130 million.

The governance structure of Glas Cymru, in which Members play such an important role, is unique in the UK utility sector.

## **HOW WELSH WATER IS REGULATED**

Welsh Water operates within a regulatory framework prescribed by the Water Industry Act 1991. The economic regulator is The Water Services Regulation Authority (Ofwat), which is responsible for setting the limits on prices that Welsh Water can charge, and overseeing Welsh Water's overall performance. Ofwat also has a duty to protect the interests of customers, including by promoting competition.

The industry operates on a five-year cycle, and 1 April 2010 was the start of a new Asset Management Period (AMP5), which ends in March 2015. During AMP5 Welsh Water will deliver a capital expenditure programme costing in total some £1.1 billion, similar to that of the previous five year period. Over the period, the average Welsh Water customer's bill is expected to fall by £30 (before inflation). To deliver this, Welsh Water would need to reduce its controllable operating costs by some 20%, whilst at the same time improving its service to customers, which makes AMP5 the most challenging five year period for the Company since the industry was privatised.

The Drinking Water Inspectorate (DWI), which is part of the Department of the Environment, Food and Rural Affairs and, in Wales, also acts on behalf of the Welsh Assembly Government, is responsible for overseeing our water quality performance. The Company's performance is monitored against the results of more than 290,000 water supply tests are sent to the DWI each year.

The Environment Agency oversees Welsh Water's environmental performance, specifically with regard to the way in which it abstracts water from rivers and reservoirs, and then disposes of wastewater after it has been treated.

The Consumer Council for Water (CCWater) is the independent body that represents the general interests of customers of water companies. CCWater investigates individual concerns and complaints and seeks to influence company policy on issues that customers regard important.

The Welsh Assembly Government also has a role in determining water quality and environmental quality standards, as well as setting the framework for other public policy matters such as social considerations arising from water tariff structures.

All aspects of Welsh Water's water and wastewater operations are subject to extensive performance monitoring against targets set by regulators and Government. Each year these regulators publish reports commenting on and comparing the performance of water companies across a full range of measures, including cost efficiency, customer service, water quality and environmental quality, and each has powers that can be used in the event that Welsh Water's performance is not up to standard.

## **MORE ABOUT GLAS CYMRU**

Glas Cymru's activities are limited to those of financing the operation of Welsh Water in its area of appointment and managing Welsh Water's business so that water and sewerage services are delivered at the lowest sustainable cost to customers, while always ensuring that Welsh Water is able to carry out its functions and responsibilities in accordance with its Licence and other legal obligations.

Under its constitution, which cannot be changed without the consent of Members or Ofwat, Glas Cymru cannot diversify into other commercial activities. Glas Cymru's constitution also requires that the Board of Glas Cymru at all times has a majority of non-executive directors (the same also applies to Welsh Water).

The Board currently comprises a non-executive chairman, Bob Ayling, five non-executive directors, John Bryant (Senior Independent Director), Geraint Talfan Davies, Tony Hobson, Professor Stephen Palmer and James Strachan; and three executive directors, Nigel Annett, Chris Jones and Peter Perry. The Board of Glas Cymru and the Board of Welsh Water have the same directors. Brief details on each director are set out in Appendix 1 to this document.

## **WELSH WATER - A NOT FOR PROFIT COMPANY**

Glas Cymru is concerned with the strategic direction of Welsh Water and in particular the way in which Welsh Water is financed and governed. The Glas Cymru not for profit business model ensures that the business is managed in the best interests of Welsh Water, its customers and the environment in Welsh Water's region.

### **How Welsh Water is financed**

The water industry is very capital intensive and the cost of paying a return on money raised to finance assets is Welsh Water's single biggest cost, currently absorbing nearly a third of annual revenues. Since privatisation, Welsh Water has invested over £6 billion in its network of assets to deliver water quality and environmental improvements, and it will invest a further £1.1 billion in the next five years (2010-2015). With this level of investment the proportion of revenues absorbed by financing costs will continue to rise.

Glas Cymru financed its acquisition of Welsh Water by the issue of £1.9 billion long dated maturity, high quality "investment grade" bonds. This is the key feature of Glas Cymru's strategy. By demonstrating and reinforcing the fact that Welsh Water, a monopoly providing an essential public service, is a very low risk business Glas Cymru has reduced Welsh Water's cost of finance and generated significant cost savings for the benefit of Welsh Water and its customers.

Part of these savings has been used to reduce bills and improve service for Welsh Water customers. This is because all financial surpluses arising from lower financing costs are retained or re-invested for the benefit of Welsh Water, its customers and the environment - instead of going to equity shareholders as dividends. The balance of savings is retained in the business to grow financial reserves which will protect Welsh Water against the risk of adverse trading conditions in the future.

## How the Glas Cymru business model has reduced risk

Ways in which Glas Cymru has reduced the risk for bondholders investing in the Company include:

[Strong financial reserves](#) ... Having started in 2001 with reserves of just over £100 million - these had grown to almost £1.1 billion by March 2010.

[No diversification risk](#) ... Glas Cymru's constitution limits its purpose to that of financing and operating Welsh Water's assets so as to ensure the proper carrying out of functions and responsibilities in accordance with Welsh Water's Licence. The worry that Glas Cymru might diversify into other risky activities is thereby removed.

[Competitive procurement](#) ... is a precondition to the delivery of efficient and high levels of customer service and, in part, due to Glas Cymru's business model being different from other companies, this is closely monitored by Ofwat and other key stakeholders to ensure that Welsh Water adopts best practice and gives best value to its customers.

As previously explained, until April 2010 the day to day operation and maintenance of Welsh Water's network of water and sewerage assets was outsourced to specialist utility contractors, but these activities are now managed by Welsh Water directly. Other functions such as capital investment and maintenance and support services (e.g. billing and income, IT, laboratories and sampling and network development services) continue to be outsourced.

Welsh Water retains ultimate control of all activities carried out under contract. It is not locked-in to any one contract partner or set of working arrangements and contracts operate on a transparent basis so that Welsh Water retains access to all staff, information and knowledge required to meet its legal and regulatory obligations.

[Licence changes](#) ... In 2001, Glas Cymru agreed a package of changes to Welsh Water's Licence, which reinforced the independence of Welsh Water and ensured its assets are "ring fenced" (i.e. that they could not be used for any other purpose).

Rating Agencies scrutinise Welsh Water's performance on behalf of bond investors, who have substantial rights and protections. Should Welsh Water's financial position ever begin to deteriorate, bondholders can progressively require changes to be made to remedy any shortfall in performance, and in extreme circumstances bondholders can appoint new directors in order to protect their investment. Bondholders are therefore also involved in active monitoring of Welsh Water to ensure that the company performs efficiently and effectively; and this is an important discipline in keeping the business commercially focused.

## HOW WELSH WATER HAS PERFORMED UNDER GLAS CYMRU'S OWNERSHIP

### Extract from Chairman's statement: 2010 Annual Report

"As Glas Cymru approaches its tenth anniversary it is a pleasure to be able to report another year of solid progress for Welsh Water, with real improvements in a number of key areas supported by a record investment for the longer term.

I believe that we have come a long way in that time and have established that 'not-for-profit' ownership of a long term industry providing an essential public service can work and work well. Under Glas Cymru's ownership Welsh Water is now financially secure and has delivered a step change improvement in performance for our customers in terms of bills, service standards and the quality of their environment. Welsh Water is well placed to tackle the significant challenges it now faces following Ofwat's price determination that will see average household bills in the region £30 lower in real terms in five years' time than they were last year.

Ten years ago, Welsh Water had the highest water bill in the industry and the second highest sewerage bill, something that our customers found difficult to understand in such a wet part of the country. This year our water bill is below the industry average and our sewerage bill is closer to the industry average – an achievement that has been possible only because of Welsh Water's sector-leading record of cost reduction that also made possible an annual 'customer dividend' that has been unique in the industry.

Financing efficiency has been one of our most important successes, and is the key to ensuring that the public service we provide is affordable. Under Glas Cymru's ownership we have created financial reserves of over £1 billion by reducing gearing from 93% at the acquisition of the company in 2001 to 71% today, funded 'customer dividends' of more than £150 million and achieved the best credit ratings in the sector. With 60% of our total borrowings being index-linked, interest costs last year fell by a third and a £140 million index-linked bond issue in March 2010 put the business in a strong liquidity position with its capital expenditure requirements for the next regulatory period now largely pre-funded.

But financing efficiency is only part of the picture. In the regulated water industry much of what matters to customers and to the environment can be measured, compared and judged. Welsh Water was one of the poorest performers on this basket of measures 10 years ago, but by 2005 had improved to the best in the industry. In the years since 2005 we have suffered some setbacks, but we have been determined to rectify any shortfalls and to invest whatever is necessary to restore Welsh Water's position as a consistently leading water company on all the measures that matter for customers and for the environment."

## Extract from Managing Director's Report: 2010 Annual Report

"The past year has been an important one for Welsh Water: the conclusion of Ofwat's five-yearly price review has set significant challenges for us, and we have had to make difficult decisions on the future shape of the business in order to meet them. At the same time we can report another year of solid progress, including record capital investment, all designed to improve our service to customers, to safeguard the environment, and to bring our performance up to the high level to which the whole team aspires.

### Performance

Our most important responsibility is safe drinking water. Overall compliance with water quality standards in 2009 remained very high at 99.94%, and there were fewer water quality incidents in 2009 although still more than the average for the water sector. To improve the reliability of our water supply network we have accelerated £200 million of investment to refurbish and upgrade 26 water treatment works, with priority given to those, mostly in North Wales, that have previously relied on single stage treatment of high quality source waters.

Schemes totalling £83 million at Cwellyn, Harlech and Penybont in North Wales and at Crai, Cwmbran and Talybont in South Wales, were completed during the year. Pending completion of this major improvement programme, we also installed additional ultra violet treatment at 23 sites to protect against the risk to public health posed by cryptosporidium in particular.

Wales, with only 15% of the British coastline, secured a record 50 Blue Flag awards – more than a third of the total awarded to all of the UK - for the 2010 summer season, and all 81 designated bathing beaches in Wales passed the mandatory European standard for coastal water quality. In addition, a record 48 Green Coast awards for rural beaches were secured. Wales also continues to have some of the highest quality rivers in the UK with more than 90% being classed by the Environment Agency as having good or very good chemical and biological water quality.

On the wastewater side, compliance with discharge consents at our wastewater treatment works slipped to 99.9%, from 100% in 2008, and there were seven serious pollution incidents caused by asset breakdown, compared with just three in the previous year but 17 in the year before that. Getting back to sector-leading performance on environmental protection, which Welsh Water has achieved in the past, is a high priority.

Our relatively strong water resource position was reinforced during the year by the completion of a £7 million scheme in Anglesey to link two supply zones thereby further reducing the risk of shortages during droughts. Alongside water efficiency, managing leakage is important to ensure that we are able to maintain supplies during droughts and last year we again achieved Ofwat's leakage reduction target despite a doubling of the number of bursts following the freezing weather at the start of 2010.

Customer satisfaction, as measured by quarterly tracking research, reached a record high, with 83% of customers saying they were satisfied with the overall service provided by Welsh Water. This high standing was confirmed by Ofwat's independent research into customer satisfaction, with Welsh Water ranked as the second highest of the 10 water and sewerage companies.

Against this encouraging picture, we still have more complaints than average about discoloured tap water. Moreover, we judge that more than half of the contacts we received last year from our customers could have been avoided - and one of the most important benefits we will secure from our £100 million IT modernisation programme will be to equip our customer facing staff with the information they need to deliver outstanding customer service. A key element of this programme is the establishment of a new operational control centre at St Mellons near Cardiff which will open towards the end of 2010.

Last year the number of sewer flooding incidents fell by nearly 20%, from 392 to 317. We know that the very worst customer service failing is flooding from overloaded or blocked sewers and during the year we completed 92 schemes to reduce the risk of internal and external sewer flooding for over 460 properties, cutting the 'at risk' register to 250. Over the last five years we have invested £67 million on upgrading our sewer network reducing the risk of repeat flooding for over 1,200 properties. The Consumer Council for Water uses 'Leading Edge Tables' to identify areas of good practice and last year Welsh Water came top for the level of service it provides when dealing with a problem caused by flooding from a public sewer.

#### Value for money

As our Chairman states, Welsh Water has made great strides in reducing bills to something much closer to the average across England and Wales. Sector-leading cost reduction and financing efficiency has allowed us to sustain an annual 'customer dividend' that is unique in the industry. Last year the 'customer dividend' reduced each bill by £22 and brought the total sum returned to our customers in this way to more than £150 million since 2003.

Affordability has been at the heart of our plans since the start and it is very clear to us that many of our customers face real hardship in paying their water bill, particularly in the current economic climate. So, we have developed a unique range of customer assistance tariffs which, together with our Customer Assistance Fund, has helped 27,000 customers to afford their water bill.

The Ofwat price review has set some very challenging targets for us for the next five years. While our plans for £1.3 billion of capital investment were largely endorsed, we have been set the demanding target of reducing our controllable operating costs by 20%. As a result, the average household customer's bill will fall in real terms over the next five years. With bills falling, and in order to marshal our financial resources in what is still a very difficult economic environment, the Board has decided to postpone any further 'customer dividends' until it is once again prudent to do so.

#### Outsourcing strategy

Since Glas Cymru acquired Welsh Water in 2001, we have employed an outsourcing strategy to ensure that our customers get the best value for money from a competitive marketplace for each element of the value chain. To date, around 85% of our costs have been covered by outsourcing arrangements.

Our key contracts with United Utilities and Kelda for the operation of Welsh Water's water and wastewater assets provided for a 'price and performance review' in 2009 to coincide with Ofwat's Final Determination of price limits for the next five years. After an exhaustive process, we were not able to agree terms that were acceptable to United Utilities and Kelda while satisfying us that we could reach our targets for both cost reduction and improved customer service.

United Utilities since 2001 and Kelda Water Services since 2005 have made an enormous contribution to improving the performance and especially the efficiency of Welsh Water. The business is in better shape to tackle the new challenges ahead than it would have been but for this important contribution from both companies.

Despite bringing the asset operations under the direct control of Welsh Water, some 60% of annual operating and capital expenditure will remain subject to competitive tender, still the highest percentage in our sector.

### Looking ahead

The challenge of reducing our costs, while continuing to improve our service to customers and ensuring a high degree of sustainable protection for the environment, will be testing. But I am confident that with the commitment of our newly unified team, together with our commercial partners, we will rise to the challenge. The way in which our staff right across the business have responded to the significant challenges that arose during the year is remarkable. Their continuing commitment and enthusiasm is the key to our success in serving our customers and to looking after this long term and important industry for future generations."

## MEMBERSHIP

*Glas Cymru is a "company limited by guarantee", registered under the Companies Act 1985. The Members of Glas Cymru are similar to shareholders in a public limited company but they do not receive dividends, nor do they have any other financial interest in the Company.*

Members have a duty to carry out their important corporate governance role in such a way as to support Welsh Water's primary objective of providing high quality water supply and sewerage services at the lowest sustainable cost.

Under the company's constitution no Member can serve for longer than ten years, and, in practice, initial appointments will be for period of between two and five years. The Board believes that around fifty external Members is large enough a number to embrace the key stakeholder perspectives served by Welsh Water, although it may be necessary to rise above this number in the short term to allow an orderly succession of Members.

Membership is personal and Members will not be selected to represent any particular community, group or interest.

Members of Glas Cymru will have an important role in supporting the Company, carrying out the corporate governance appropriate to a large commercial company providing an essential public service upon which some three million people rely. More detail on the role of Members is provided over-page under "[Your Questions Answered](#)".

The Board of Glas Cymru has published a Membership Policy that describes the process for the selection and appointment of Members. An independent Membership Selection Panel will seek and then consider applications for Membership and make recommendations to the Board in accordance with the Membership Policy.

The chairman of the independent Membership Selection Panel is Janet Lewis Jones. She was previously a senior official in the Home Office, served in both the Cabinet Office and the Privy Council Office and has a strong background in the water industry, having been involved in the privatisation of the water industry in 1989. Other Members of the Panel are Arthur Walford (who was previously General Counsel and Company Secretary of BUPA, which is also a commercial enterprise structured as a company limited by guarantee), Derek Jones (formerly a senior civil servant with the Welsh Assembly Government and now Director of Business and Strategic Partnerships at Cardiff University) and Geraint Talfan Davies, a non-executive director of Glas Cymru.

The Membership Selection Panel will follow an open selection process as detailed in the Membership Policy. The Board may appoint as Members only those individuals who are recommended to it by the Membership Selection Panel, although appointment as a Member is entirely at the discretion of the Board.

In line with the policy of openness and transparency on which Glas Cymru has been founded, the Register of Members (giving the names and brief details of Members) will be published on the Company's website. This is required of all Members and consent for this is given by submission of an application for membership.

## **YOUR QUESTIONS ANSWERED**

### **What does a Member do?**

Members perform the corporate governance role normally carried out by shareholders in companies that have a share capital. This means scrutinising the performance of Welsh Water against its commercial and other targets as well as against water industry benchmarks for quality of service and cost efficiency.

In order to perform this role, Members have the formal right:

- To attend general meetings of the Company and speak and vote on matters considered at these meetings;
- To receive a copy of the Company's annual report and accounts;
- To inspect the Company's statutory registers and the Directors' service contracts; and
- To vote on the appointment or re-appointment of the Company's Directors and Auditors.

In carrying out these corporate governance duties, it is a specific duty of Members to act at all times in a personal capacity and in the best interests of the Company.

This means that Members must not:

- Take decisions or exercise rights as members for any financial or other gain for themselves, their family or their associates;
- Use their position as members to promote private interests or to frustrate or influence decisions of the company in an improper manner; or
- Engage in conduct that would bring the Company's name or reputation into disrepute.

Any breach of this duty would be likely to cause the Board to consider terminating Membership.

### **How much time will being a Member take and how will Members be kept informed?**

Members are invited to attend two Members meetings a year - an Annual General Meeting in July, and a half-year meeting in December. At these meetings the directors and senior management of Welsh Water will report on the performance of the business and discuss strategic and performance plans and targets for the years ahead. Members will have direct opportunity to question the directors on their stewardship of the business. Members will also be given the opportunity to visit facilities, attend openings etc, to maintain their interest in and develop their knowledge of the activities of Welsh Water.

Glas Cymru also communicates with Members through a "members only" website and by the occasional written Bulletin from the Managing Director. Through these, Members are regularly updated on the performance of the business and on topical key issues being addressed at any time.

Any questions, or points of clarification, which arise from Members Meetings or communications, may be raised via the Company Secretary at any time.

### **Will Members be liable for the activities or finances of Glas Cymru?**

Yes, but only up to a maximum of £1 each. This small liability would arise only if the Company is ever "wound up" in circumstances where the Company cannot meet its debts in full. Apart from this nominal sum, Members are not liable in any way for the activities or finances of Glas Cymru or Welsh Water.

### **Who decides who will be invited to become Members?**

Members will be selected and appointed in accordance with the Membership Policy. This is a public document available from Glas Cymru's website. The Membership Selection Panel, which has an independent Chairperson, will seek and consider written applications and make recommendations to the Board of Glas Cymru. The Board can only appoint Members from individuals recommended to it by the Membership Selection Panel.

### **What sort of person is Glas Cymru looking for to become a Member?**

Anyone with an interest in Welsh Water and its activities and, in particular, individuals who have the time, experience, knowledge and skills to carry out the important governance role of Members. In addition, the Board is looking to appoint individuals who compliment existing Members such that, overall, the Membership remains broadly reflective of the various stakeholder interests that Welsh Water serves.

The Membership Selection Panel has recommended that Membership would benefit, in particular, from more Members from Herefordshire, more women Members and younger Members. The Panel also believes it would be advantageous to have more Members with experience of management of larger businesses, customer representation (including issues such as a disability and financial hardship), ethnic minorities, and key business sectors such as agriculture and tourism.

**Please note:** the Board will not appoint as a Member any individual who it believes to be seeking appointment to pursue any particular goal or interest that is inconsistent with the overall purpose of Glas Cymru.

### **Do I have to be a customer of Welsh Water to be a Member?**

No. However, a large proportion of Members will live in the area served by Welsh Water.

### **How do I become a Member?**

By submitting an Application Form, a copy of which can be downloaded from the Welsh Water website ([www.dwrcymru.com](http://www.dwrcymru.com)) or can be obtained from the Company Secretary (see Further Information below).

The Membership Selection Panel will only consider and make recommendations to the Board on the basis of written applications.

### **How long are Members appointed for?**

This can vary. The initial term of appointment will be between two and five years, and is typically three years. This will be specified in the invitation to become a Member. No Member can serve for more than a total of ten years.

### **If I apply to become a Member will there be an interview or a process of election?**

No. Members will be selected solely on the basis of a written application. Members become members by invitation, they are not elected.

### **Can membership be taken away from me?**

Yes - but only in extreme circumstances. Only if an individual breaches the duties of Membership is the Board (on the recommendation of the Membership Selection Panel) likely to have cause to consider withdrawing membership from any individual.

### **Can I resign my membership?**

Yes - at any time by writing to the Company Secretary. A resignation will be effective at the time it is recorded in the Register of Members, immediately after the Company Secretary has notified the Board at its next meeting

### **Will Members have any direct say in the direction or policies of the Company?**

No, that is not part of the role of a Member. The management of the business, including the setting of its strategic direction, is for the Board, which is accountable to industry regulators, investors and Members for its management of the business. This is the same as in a shareholder owned company.

Members will, however, be an important source of experience and views and the Board would wish to take full advantage of this on certain key policy matters. Members provide a valuable link between Welsh Water and the communities it serves, and the Company would wish to use Member experience to ensure our policies and priorities are aligned to customer needs, and that the Board is in touch with public perception of the company's performance.

### **Will Members be able to use their position as a Member to take up complaints or other causes on behalf of Welsh Water customers?**

No. Membership is personal and Members are not representatives of any constituency or community. However, Members are likely to know about Welsh Water and its key policies and procedures and will be able make these known to anyone who approaches them. Members asked to take an interest in any issue should advise the Company Secretary in order that such an approach can be recorded and, if appropriate, taken up directly with a complainant or other interested party.

### **Can I transfer my Membership?**

No. Members are appointed in a personal capacity. Membership is not something that can be given away or transferred.

### **Will Members get paid?**

No. Members do not get paid. Glas Cymru will, however, reimburse reasonable expenses incurred by Members (e.g. travel or accommodation expenses in relation to attendance at Members Meetings).

## **How do Members fit in with the bond investors?**

Bondholders have invested very substantial sums in Welsh Water. This is "at risk" capital - i.e. if Welsh Water were ever to get into financial difficulties, it would be bond investors, not Members, who would suffer losses. Bond investors therefore have very substantial rights and protections as investors in Welsh Water.

Should Welsh Water's financial position deteriorate, bondholders can progressively require changes to be made so as to remedy any shortfall in performance. In extreme circumstances bondholders can require that additional Directors be appointed, should this be necessary in order to protect their investment. In practice, were there ever to be a problem with the performance or management of Welsh Water, the non-executive directors, regulators and/or the bond investors would require corrective action before it became a matter for Members.

## **FURTHER INFORMATION**

To receive an application form and a copy of Glas Cymru's Membership Policy please visit the Welsh Water website [www.dwrcymru.com](http://www.dwrcymru.com). Alternatively, a "Members Information Pack" may be requested by email: [company.secretary@dwrcymru.com](mailto:company.secretary@dwrcymru.com), or by writing to the Company Secretary, Glas Cymru Cyfyngedig, Pentwyn Road, Nelson, Treharris, Mid Glamorgan CF46 6LY.

## **Next Steps**

If, having read this briefing, you would like to be considered for appointment as a Member of Glas Cymru you should complete and return the application form. All applications will be considered equally on their merit in strict accordance with the Board's Membership Policy.

Appointment as a member is entirely at the discretion of the Board, which will form its decision after receiving a recommendation from the Membership Selection Panel. If the Board determines not to appoint any individual then a reason will be provided. The decision of the Board is final.

**Attached**

**Appendix 1:** Details of the Board of Directors, who, under the company's Articles of Association, are also Members of Glas Cymru.

**Appendix 2:** Details of the Members of Glas Cymru as at 12 July 2010.

## Appendix 1

**The Board of Directors currently comprises three Executive Directors and six Non-Executive Directors (including the Chairman of the Board).**



### **Bob Ayling Chairman**

Appointed a Non-Executive Director in April 2008, Mr Ayling (63) became Chairman of Glas Cymru in July 2010. He is also Vice-Chairman of Dyson Limited and Chairman of the International Dispute Resolution Centre. A solicitor by profession, with 20 years in the City of London and as a senior government legal advisor at the Department of Trade and Industry, he was Managing Director and Chief Executive of British Airways plc from 1993 to 2000. He is also a former Chairman of Holidaybreak plc and non Executive Director of Royal & Sunalliance Insurance Group.



### **Nigel Annett Managing Director**

Appointed Managing Director in January 2005, Mr Annett (51) has been an Executive Director of Glas Cymru since April 2000, and of Dŵr Cymru (Welsh Water) since May 2001. He was previously a Director of Welsh Water between 1992 and 2000, prior to which he held various investment banking positions with Schroders, County Natwest and Wasserstein Perella.



### **Chris Jones Finance Director**

Appointed Finance Director of Glas Cymru in April 2000 and of Dŵr Cymru (Welsh Water) in May 2001, Mr Jones (46) was previously Director of Regulation of Welsh Water and South Wales Electricity Plc. Before joining Welsh Water in 1995, he was a Director at National Economic Research Associates and, prior to that, worked for HM Treasury. He is a Non-Executive Director of the Principality Building Society and Deputy Chairman of The Prince's Trust - Cymru.



### **Peter Perry Operations Director**

Appointed Operations Director in July 2006, Mr Perry (48) has a civil engineering background. He was formerly the Chief Operating Officer for United Utilities Operational Services (UUOS), with responsibility for its then operational contract with Welsh Water and UUOS's water interests in Scotland and Ireland. Prior to joining UUOS he worked for Dŵr Cymru (Welsh Water) for over 17 years. He is also a Director (representing Wales) at The Water Regulations Advisory Service, the national body specifying standards for materials and workmanship used in potable water supply.



**John Bryant Non-Executive Director and Senior Independent Director**

Appointed a Non-Executive Director in March 2001. Mr Bryant (66) is a former Chief Executive of British Steel and, until December 2000, was Joint Chief Executive of Corus Plc. He is a Non-Executive Director of Costain Group Plc, and was a Non-Executive Director of Bank of Wales Plc between 1996 and 2001.



**Geraint Talfan Davies Non-Executive Director**

Appointed a Non Executive Director in July 2000, Mr Davies (66) is a former journalist whose career spanned both public and private sector broadcasting (including Controller of BBC Wales throughout the 1990s). He is Chairman of the Institute of Welsh Affairs and of Welsh National Opera and a trustee of The Media Standards Trust. He is also a former Chairman of the Arts Council of Wales.



**Tony Hobson Non-Executive Director**

Appointed a Non-Executive Director in February 2001. Mr Hobson (62) is the Chairman of The Sage Group plc and Northern Foods Plc, and of Changing Faces – the UK charity that supports people who have disfigurements of the face or body. A Chartered Accountant, he was previously Group Finance Director of Legal & General Group Plc for fifteen years until his retirement in 2001.



**Prof Stephen Palmer Non-Executive Director**

Appointed a Non-Executive Director in October 2009, Professor Palmer (58) is Professor of Epidemiology and Public Health at Cardiff University, where he is the inaugural Cochrane Professor of Epidemiology, and he chairs the Wales Chief Medical Officer's Health Protection Committee. From 2003 until July 2010 he has been Director of the Health Protection Agency's chemical hazards division, local and regional services division, and head of profession for epidemiology in the HPA. A fellow of the Faculty of Public Health and the Royal College of Physicians, he has been an influential figure in public health for over 25-years. He has a long CV of previous public health professional functions and has written many books and peer reviewed papers on infectious diseases and chemical hazards.



**James Strachan Non-Executive Director**

Appointed a Non-Executive Director in June 2007. Mr Strachan (56) is a Non-Executive Director of Legal & General Group Plc, JP Morgan Asian Investment Trust, the Financial Services Authority, Sarasin and Partners LLP and Social Finance Limited. He is a Visiting Fellow in risk and regulation at LSE. Former roles include: Chairman of the Audit Commission, a Non-Executive Director of the Bank of England and of Care UK plc, a Board member of Ofgem (the energy regulator), chairman of the charity RNID and Managing Director of Merrill Lynch.

## Appendix 2

### At 12 July 2010 there were 58 independent Members of Glas Cymru

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**Nigel Beidas** (Tregarth)

Now a stockbroker in Bangor, Mr Beidas is an investment professional of 20 years standing, and is a former Head of Equities for Confederation Life Insurance.

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**Nicholas Bennett** (Cardiff)

Chief Executive of Community Housing Cymru, Mr Bennett is also a member of the Welsh Language Board and of the telecommunications regulator's (Ofcom) Advisory Panel for Wales. He was previously a regional policy advisor at the Wales European Centre in Brussels and was a special advisor to the Welsh Assembly Government.

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**Philip Bishop** (Cardiff)

Recently retired as Head of the Water and Environment Branch of the Welsh Assembly Government (WAG), Mr Bishop is a senior civil servant with many years experience in the fields of environment, transport and economic development, including in the Department of Trade and Industry, the Welsh Office and WAG.

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**Peter Boak** (Port Talbot)

Currently on sabbatical.

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**Byron Butler** (Bridgend)

A retired wholesale butcher, Mr Butler is a Deputy Lord Lieutenant for Mid Glamorgan. A former JP of over thirty years experience, he has previously been a High Sheriff of Mid Glamorgan (1995/96), a member of the BSI Consumer Policy Committee and a clerk to the Brackla Community Council.

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**David Clarke** (Penarth)

A retired Administration Director for a private company in Cardiff, Mr Clarke is Chairman of Linc-Cymru Housing Association Limited. He also holds a number of voluntary and community positions.

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**Jennifer Cole** ([Barry](#))

A retired National Officer for the Banking, Insurance and Finance Union in Wales, Ms Cole has lived in Wales for over 20 years.

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**Helena Crennell** ([Holywell](#))

A retired civil servant and former Senior Agricultural Advisory Officer to MAFF/ADAS, Mrs Crennell is an "independent person" for Clwyd CC in the investigation of complaints against social services. She is also an active member of RNLI and Flintshire Citizens Advice Panel.

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**Roger Dale** ([Anglesey](#))

An environmental consultant and non-executive director of a landfill business in North West Wales, Mr Dale was an employee of Welsh Water until 2000 where he held various operational and asset planning posts in both the water and sewerage business.

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**David Davies** ([Whitland](#))

Current president of the National Farmers Union Cymru, an organisation which represents 15,000 farmers in Wales, Mr Davies is a dairy farmer and a magistrate.

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**Elsa Davies** ([St Clears](#))

Formerly Chief Executive of the National Playing Field Association, Mrs Davies' professional background is in education. She is currently a member of the governing Councils of the University of Wales and Swansea University and a member of their audit committees. As well as being active on a number of local voluntary organisations, she reports for the community pages of the Carmarthen Journal. Mrs Davies is a Lieutenant of the Royal Victorian Order.

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**Geoffrey Daw** ([Llandudno](#))

A civil engineer, Mr Daw is a member of the executive committee of the Civil Engineering Contractors Association of Wales. He previously worked for a contract partner of Welsh Water for 15 years.

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**James Driscoll** (Cardiff)

Currently a self-employed management consultant, Dr Driscoll was formerly the senior UK partner at PricewaterhouseCoopers with responsibility for regional economic development and inward investment. He is a member of the Welsh Industrial Development Advisory Board, which advises the National Assembly for Wales on matters of financial assistance to industry, and the Institute of Welsh Affairs. He also advises and sits on the Boards of a number of Welsh based commercial enterprises.

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**Anthony Ducroq** (Newport)

Currently a Business Advisor for the Local Enterprise Agency, Newport and Gwent Enterprise, Mr Ducroq is a former Welsh Water employee with over 30-years water sector experience having held roles involving administration, press/media relations and customer service. He also has his own antiques business with his wife.

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**John Egan** (Aberystwyth)

A self employed heating engineer, Mr Egan is also an NVQ lecturer in plumbing for Ceredigion County Council.

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**Angela Elniff-Larsen** (Merthyr Tydfil)

Angela is currently director of Angles Consulting, an organisation specialising in providing advice and support to Niche Enterprise and economic and social development. She was previously an Associate Director with Ecotec Research and Consulting and Chief Executive of Community Enterprise Wales and has over twenty years experience of working in business, social and economic regeneration.

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**Elizabeth Esau** (Cardiff)

A senior schoolteacher, Mrs Esau is a Welsh speaker and an education consultant for a waste awareness campaign in Cardiff. She has previously worked on secondment as an education coordinator for Welsh Water, assisting in the establishment of the Environmental Education Centre at Cog Moors WWTW and in promoting links with business.

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**Arwyn Evans** (Llantrisant)

A Chartered Civil Engineer, Mr Evans is Director and General Manager of the George Wimpey branded housebuilding business in South Wales, which is part of Taylor Wimpey Plc., the UK's largest housebuilder. Mr Evans holds a MBA from the Rotterdam Business School, and prior to his current role worked for Taylor Woodrow in an engineering, project management, and production director capacity on numerous civil engineering and building projects in the UK and overseas, including a significant period in Africa.

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**John Evans** (Abergavenny)

A retired solicitor, Mr Evans has a strong interest in the environment - he is chairman of The Elan Valley Trust, and a member of the Campaign for the Protection of Rural Wales, the Gwent Wildlife Trust and The Wye Forum.



**Ogwyn Evans** (Carmarthen)

A farmer, Mr Evans is County Chairman of Farmers Unions of Wales. He also represents over 200 dairy farmers on the Board of First Milk, and has been awarded an Associateship of the Royal Agricultural Society of Great Britain in recognition of services to agriculture.



**Philip Evans** (Llandudno)

A local councillor and magistrate, Mr Evans is a former employee of Welsh Water who retired in 2005 after 30 years of having held various roles in planning and sewerage administration in North Wales. He has also represented rail passengers in North Wales for over ten years, and is currently a member of the Passenger Panel for Arriva Trains Wales.



**James Foreman-Peck** (Vale of Glamorgan)

Director of the Welsh Institute for Research in Economics and Development, at Cardiff University Business School, Professor Foreman-Peck is a former Economic Advisor at HM Treasury and Fellow of St Antony's College, University of Oxford.



**Patricia Forrest** (Penarth)

A geologist and chartered engineer, Mrs Forrest is Managing Director of Waste Management Consultancy Limited and has over 20 years experience of complex waste and environmental management and construction projects in the public and private sectors. She is also a former independent member of Water Voice and spent 15 years representing consumer interests in Wales.



**Keith Gillard** (Rhondda)

Until recently the Chief Executive of the Mid Glamorgan Education Business Partnership, Mr Gillard is a former teacher and chief examiner in geography who was awarded an OBE in 1998 for services to education. He also played a key role in the establishment of Welsh Water's award winning Cilfynydd Education Centre.

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**Leonard Hancock** (Bridgend)

A chemist by qualification, Mr Hancock has significant experience in advising businesses in Wales on environmental matters; he is a former Director of Training with Arena Network, prior to which he was Operations Director for the environmental and analytical testing and consultancy business, Acer Consultants.

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**Andrew Herbert** (Cardiff)

An employee of Welsh Water, Mr Herbert is an electrical engineer and holds an MBA in Business Administration.

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**Richard Hibbs** (Llandudno)

A consultant with a strong academic record, Mr Hibbs works for Integral Business Support Ltd providing advice and business support in the areas of operational research and procurement. He is a past chairman of the Snowdonia National Park Authority Standards Committee.

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**Gerald Holtham** (Nantymoel)

An economist with 15 years experience in the City of London, Mr Holtham is currently Chief Investment Officer with Morley Fund Management, which manages investments valued at over £110bn. He is also a Director of the Welsh Whisky Company.

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**Maurice Hughes** (Haverfordwest)

A mechanical engineer and former managing director in the motor industry, Mr Hughes was Leader of Pembrokeshire County Council between 1999 and 2004. He is currently a member of the training organisation ELWA, a Board member of the Welsh Centre for Health, and he acts on behalf of a variety of charity organisations in Pembrokeshire.

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**Ian Hunter** (Fishguard)

Now a management development consultant working mainly with small businesses and charities, Mr Hunter is also a psychotherapist and executive coach. He previously practised as an optometrist and was until 2005 Chief Executive of the UK Association of Optometrists. A member of the Court of Cardiff University, he was made an OBE in 1998.

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**Iwan Huws** (Y Felinheli)

Until recently the Director Wales for The National Trust, Mr Huws, who is a zoologist and an ecologist by qualification, is chairman of the ITV Wales Advisory Council. He was previously chief executive of Snowdonia National Park Authority and is a former member of the BBC Broadcasting Council for Wales.

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**Sarah Jenkins** (Carmarthen)

Ms Jenkins is a Chartered Accountant who recently sold her Practice after working for a number of years as a sole practitioner. She now provides services as a business advisor for new businesses and projects. A Welsh speaker, she is a former Board Member of Dyfed Powys Probation Trust and also represented the voluntary sector on the Carmarthenshire Objective 1 Partnership Board.

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**Bryn Parry Jones** (Caernarfon)

A former employee of Welsh Water who retired after 30 years of providing financial and operational management services, Mr Jones has recently completed a 4-year role as an Office Manager with Bangor University.

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**Tegryn Jones** (Cardiff)

Chief Executive of The Pembrokeshire Coast National Park Authority, Mr Jones is also a member of the Wales Environmental Protection Advisory Committee. He was previously Chief Executive of the environmental charity Keep Wales Tidy (2004-2009) and is a former Policy Director with the General Teaching Council for Wales.

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**Huw Jones** (Port Talbot)

A chartered civil engineer with 23 years experience in the delivery and management of drainage and coastal projects. Huw is employed at the Cardiff Office of MWH, one of the world's largest providers of water services, having spent over 20 years in local government in Swansea. He became an elected member to the Committee for ICE Wales in 2008 and is also a member of CIWEM.

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**Michael Jordan** (Montgomery)

A former Commander in the Royal Navy, Mr Jordan brings a different perspective of governance as the recently retired Secretary and Chief Executive for the Anglican Diocese of Portsmouth.

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**Liza Kellett** (Cardiff)

Chief Executive of the charity Community Foundation in Wales, Ms Kellett has previously worked with social enterprise organisations in Yorkshire helping homeless and other less advantaged members of society.

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**Joan Kostenko** (Machynlleth)

Mrs Kostenko is a former hotel/restaurant proprietor and retired welfare rights and advice consultant. She is currently a Lay Inspector with Her Majesty's Crown Prosecution Service Inspectorate and holds a number of voluntary and charitable positions.

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**Paul Loveluck** (Montgomery)

Mr Loveluck is President of The National Museums and Galleries of Wales and Chair of the Wales New Deal Task Force. He is a former Chief Executive of the Wales Tourist Board (1984-1996) and of the Countryside Council for Wales (1996 - 2002).

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**Margaret Minhinnick** (Porthcawl)

A former teacher and one of the founder members of and former chief spokesperson for Friends of the Earth Cymru, Mrs Minhinnick is currently a Director of Sustainable Wales. She has regularly appeared on TV and spoken in public on environmental matters.

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**Brian Morgan** (Penarth)

Director of the Creative Leadership and Enterprise Centre at the Cardiff Business School, Professor Morgan is also chairman of the companies Welsh Whisky and Brecon Carreg. He is a former chief economist at the Welsh Development Agency and senior policy advisor to government (including DTI and Welsh Affairs Select Committee).

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**Jeffrey Morgan** (Treharris)

Now an environmental consultant, Mr Morgan retired after over 40 years working in the water industry in Wales, where he was latterly Environment and Education Manager for Welsh Water. He is also a member of the Cwm Taf Community Health Council.

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**Patrick Moriarty** (London)

Now an investigator working for the Local Government Ombudsman, Mr Moriarty was a Non-Executive Director of Welsh Water between 1996 and 2001, prior to which he was a Member of the Customer Services Committee for Wales. He was also previously Vice Chairman of Gwent Health Authority and owned his own house-building company in Monmouthshire.

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**Derek Osborn** (Vale of Glamorgan)

A former senior civil servant, Mr Osborn is a UK appointed member of the EC Economic and Social Committee and chairs the European Sustainable Development Observatory. He was previously a founding member of the UK Sustainable Development Commission and is a former non-executive director of Severn Trent plc.

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**David Lloyd Owen** (Llangoedmor)

A former City analyst, Dr Owen is Managing Director of Envisager, Head of Research at WHEB Venture Partners and a member of the Pictet Water Fund, WHEB Sustainability Fund and XPV Capital's Advisory Boards. He has published six books on the business of water management and markets, over 300 articles and presentation papers on the sector and is a columnist for Global Water Intelligence.

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**Simon Pickering** (Chepstow)

Mr Pickering is employed by Passenger Focus, the consumer watchdog for the UK rail industry, as the Passenger Link Manager for Wales. His previous roles include that of a business management consultant with Citizens Advice Cymru working with individual citizens advice bureaux across Wales, with particular responsibility for social inclusion and equality.

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**Eileen Pohl** (Newport)

A retired Customer Care Manager with Lloyds TSB, Mrs Pohl is also a former member of Water Voice Wales.

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**Hugh Price** (Vale of Glamorgan)

A solicitor and partner with Hugh James Solicitors in Cardiff, Mr Price specialises in insurance matters. He is a former Deputy District Judge in the High Court.

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**Victoria Provis** (London)

Currently a partner with Odgers Ray & Berndtson (a leading executive search consultancy) and head of its Cardiff office, Ms Provis is an experienced human resources and corporate marketing professional. She is also a Council Member of the Princes Trust Cymru, and Vice-Chair of Governors and Member of the General Council of the United World College of the Atlantic..

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**Martin Roblin** (Swansea)

An environmental scientist by qualification, Mr Roblin is a former Wastewater Operations Manager who worked in the water industry in Wales for over 30 years.

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**Colin Rosser** (Brecon)

Now semi-retired, Mr Rosser is a consultant advising on international trade and business development. Until 1997 he was employed as Managing Director of Welsh Water International Limited, prior to which he held various senior planning and business development roles with the Hyder plc group.

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**Barbara Spanjers** (Hereford)

Now working with a start-up business in Herefordshire, Mrs Spanjers previously held financial trustee roles with private investment companies in Ontario, Canada, where she also owned an orchard farm business.

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**Robert Squire** (Colwyn Bay)

A member of Conwy County Borough Council, Councillor Squire has extensive experience in public health as a former Chief Environmental Health Officer and north Wales president of the Chartered Institute of Environmental Health.

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**David Such** (Chepstow)

A electrical engineer of 30 years experience in the UK and overseas, Mr Such is a Director of Such Salinger Peters (Consulting Engineers). He is a recreational diver, and frequently dives in Welsh waters.

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**Denis Taylor** (Newport)

Until his retirement as Head of Economic Regulation, Mr Taylor worked for Welsh Water for 26 years with the company - mainly working in financial and tariff management.

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**Lynnette Thomas** (Cardiff)

Ms Thomas is Director of Operations of DECIPHer (the Centre for the Development and Evaluation of Complex Interventions for Public Health Improvement at Cardiff University) and a Board Member of the Countryside Council for Wales. She has relevant experience in health education and health promotion, in social policy and equal opportunities, and in European and environmental policy: former roles include Head of Partnerships and Communications with the Wales Centre for Health and Policy Manager - Strategy with the Wales European Centre, Brussels.

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**Raymond Thomas** (Merthyr Tydfil)

Currently a Councillor of Merthyr Tydfil CBC (where was a former Leader of the Council), Mr Thomas was previously employed by Welsh Water for some 26 years, including in customer services. He is also a former Chair of the South Wales Police Authority.

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**Anne-Marie Thompset** (Pontyclun)

Formerly Head of Carbon Trust in Wales, and a former Commercial Manager promoting green energy generation in Wales, Ms Thompsett now heads up a Business Coaching company. A qualified environmental scientist, trainer and business coach, and winner of the Welsh Women of the Year Management Achievement Award 2003, Ms Thompsett has a strong track record in leadership and management.

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**Sir Adrian Webb** (Cowbridge)

Sir Adrian is currently the Chair of the Wales Employment and Skills Board, a Commissioner with the UK Commission for Employment and Skills, and a Member of the Administrative Justice and Tribunals Council (where he is chair of the Welsh Committee). He is a former chairman of the Pontypridd and Rhondda NHS Trust and a former the vice-chancellor of the University of Glamorgan and has extensive experience of audit, risk management and governance in the public and not for profit sectors for health and education. He is also a non-executive director of the National Assembly for Wales, and a former director of Education Learning Wales (ELWA).

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