



## **Expression of Interest**

**are invited from suitably qualified organisation for the delivery of :**

### **Company Secretarial Services**

**The organisation will deliver company secretarial services for three linked organisations, the Royal Victoria Eye and Ear Hospital (RVEEH), the RVEEH Research Foundation and the Acuity Foundation. All three organisations are registered charities with the Royal Victoria Eye and Ear Hospital also being a Section 38 organisation, established by an act of parliament.**

**Applications for the delivery of Company Secretarial services should be submitted in writing including a cover letter outlining your interest and the previous relevant experience of the organisation/ individual. All applications should be sent to the CEO, Royal Victoria Eye & Ear Hospital, Adelaide Road, Dublin 2, no later than:**

**Monday 13<sup>th</sup> October 2025 @ 12 noon**

**Context and Services Description below.**

## **Company Secretarial Services – The Royal Eye and Ear Hospital (RVEEH), Acuity Foundation, Research Foundation**

**Context:** The RVEEH was established by the Dublin Eye and Ear Hospital Act, 1897, transposed into modern Irish law by the [Statute Law Revision Act 2012](#). The Act sets out the [governance structure](#) for the hospital, which is a statutory body (i.e. not incorporated under the Companies Act). The RVEEH is a registered charity with charity tax relief status from Revenue. It has two related entities, both companies limited by guarantee and registered charities: [Acuity Foundation Ireland](#) and the [Royal Victoria Eye & Ear Research Foundation Ltd](#). More information about the RVEEH including the profile and scale of its operations can be found in its [annual reports and financial statements](#).

The RVEEH is subject to a number of corporate governance codes including the Charities Governance Code (CGC), the HSE Code of Governance and the Code of Practice for the Governance of State Bodies (CoP), which under its agreement with the HSE (the Agreement), Section 38 (S.38)<sup>1</sup> bodies are required to use as a guide in drawing up their own codes of governance. These are in addition to healthcare-specific regulation and the battery of general regulation that applies to every corporate entity in Ireland.

Additionally, in its desire to become a world class centre of excellence, the RVEEH has embarked upon a Redevelopment Project designed to be transformational in enhancing its current operating footprint and provision of services. The project is a multi year, multi million capital investment and thus it is anticipated that it will require significant State and external third party funding. Governance and compliance will be a critical cornerstone of this initiative.

Currently, secretarial services to the 20-member Council of the RVEEH and to the boards respectively of the two related companies are provided in combination by the Acting Chief Executive of the RVEEH, his personal assistant and the bodies' external financial and legal advisors. Following a discussion at Council and an external corporate governance review (delivered in September 2024), the President of Council convened a working group to review the provisions for professional support of its governance functions and those of its related companies.

The RVEEH now wishes to formalise and enhance these arrangements by creating a unified Secretarial function which is proportionate to the entities' requirements and resources but which addresses some immediate priorities as a matter of organisational performance and

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<sup>1</sup> Section 38 hospitals are not-for-profit public hospitals that are not directly owned and operated by the Health Service Executive (HSE). Instead, they are funded by the HSE to provide specific services on behalf of the HSE.

best practice, and in the longer term maintains a robust structure of supports that reflects the compliance environment.

## **Services Description**

The services will be provided to the individual boards, primarily through the President and Council of the RVEEH, and to the Chairs and boards of the Acuity Foundation (AF) and the Research Foundation (RF). The successful organisation will provide the following services:

### **Secretarial**

1. Support the charity trustees in the Council and Boards in maintaining adequate records of their meetings including the meetings of sub-committees and working groups, in maintaining the registers legally required under the provisions of the Companies Act and the Charities Act, and in making all relevant compliance returns to the CRO and the Charities Regulatory Authority.
2. Advise the charity trustees in the Council and Boards on the appropriate processes regarding, but not limited to, scheduling of extraordinary Council/Board meetings regarding ad hoc approvals and any other matters that may from time to time require escalation.
3. Support the charity trustees in the Council and Boards in keeping the Terms of Reference of all Council/Board sub-committees under annual review – as provided in their governance manuals - to ensure their scope and accountabilities are reflective of governance code requirements and the needs of the three charities.

### **External compliance**

4. Review and provide recommendations to support the Council members/Directors of the three bodies respectively in ensuring full compliance with their legal obligations as charity trustees, and as set out in the Charities Act and in the Charities Regulator's Charities Governance Code.
5. With reference to the RVEEH's obligations as a S.38 health provider, review and provide recommendations to ensure the Hospital fulfils its legal obligations.
6. Ensure that the charity trustees of Council/Boards are updated on emergent and new legislation/regulatory standards as they relate to the work of the three organisations, providing advice and recommendations as relevant on any additional requirements to deliver best practice, and ensuring compliance with these in line with best practice.
7. As required, assist the charity trustees in the Council and Boards in procuring external corporate governance, skills audit and board evaluation processes and advices, and

support them in ensuring that recommendations including remedial actions are documented and implemented as agreed.

8. Specifically, provide recommendations to ensure compliance and oversight by the charity trustees of State and any external fundraising in support of the proposed redevelopment project currently under consideration, including ongoing governance and any legal requirements regarding disclosure of information.

#### **Governance standards and board development**

9. Support the Council President and Members and Board Chairs/Directors in implementing the standards set out in their own governance manuals, in particular as regards:
  - a. the performance of the risk management function
  - b. ensuring that current profile, skills and core competencies of charity trustees meets the needs of succession and diversity planning
  - c. the recruitment and induction of new members
  - d. the establishment of a formal annual Council/Board effectiveness review programme, incorporating an external evaluation at least every 3 years