

## Consent agenda

*GAVI Alliance Board meeting  
Dar es Salaam, Tanzania, 4-5 December 2012*



# Decision 1: Board/ Committee member appointments (1/14)

The GAVI Alliance Board:

(a) **Appointed** the following Board members:

- **Orin Levine** as Board Member representing the Bill & Melinda Gates Foundation in the seat currently held by Christopher J. Elias effective 1 January 2013 until his successor is appointed and qualified.
- **Zulfiqar A. Bhutta** as Board Member representing research and technical health institutes in the seat currently held by Anne Schuchat effective 1 January 2013 until 31 December 2015.
- **Awa Marie Coll-Seck** of Senegal as Board Member representing developing country governments in the seat formerly held by Toupta Boguena (Chad) effective immediately until 31 December 2015.

# Decision 1: Board/ Committee member appointments (2/14)

- **Andrei Usatii** of Moldova as Board Member representing developing country governments in the seat currently held by Guillermo González González (Nicaragua) effective 1 January 2013 until 31 December 2015.
- **Anders Nordström** as Board Member representing the new Denmark, the Netherlands, Norway, and Sweden donor constituency effective immediately until 31 December 2014.
- **Simon Bland** as Board Member representing the new Canada, Ireland, and United Kingdom donor constituency effective immediately until 31 December 2013.
- **Robert Clay** as Board Member representing the new Australia, Japan, Korea, and the United States of America donor constituency effective 1 January 2013 until 30 June 2013.
- **Richard Sezibera** as an Unaffiliated Board Member effective immediately until 31 December 2015.

# Decision 1: Board/ Committee member appointments (3/14)

(b) **Reappointed** the following Board member:

- **Dagfinn Høybråten** as an Unaffiliated Board Member effective immediately until 31 December 2014.

# Decision 1: Board/ Committee member appointments (4/14)

(c) **Appointed** the following the Alternate Board members:

- **Hussein Ali Mwinyi** of Tanzania as Alternate Board Member to Christine J. D. Ondo (Uganda) representing developing country governments effective immediately until 31 December 2014.
- **Dorothee Kinde Gazard** of Benin as Alternate Board Member to Awa Marie Coll-Seck (Senegal) representing developing country governments in the seat formerly held by Fatchou Gakaitangou (Chad) effective immediately until 31 December 2015.
- **Pe Thet Khin** of Myanmar as Alternate Board Member to A.F.M. Ruhul Haque (Bangladesh) representing developing country governments effective immediately until 31 December 2014.
- **Walter Seidel** as Alternate Board Member to Gustavo Gonzalez-Canali representing the European Commission, France, Germany, Luxembourg donor constituency effective immediately until 31 December 2013.

# Decision 1: Board/ Committee member appointments (5/14)

- **Paul Richard Fife** as Alternate Board Member to Anders Nordström representing the new Denmark, the Netherlands, Norway, and Sweden donor constituency effective immediately until 31 December 2014.
- **Micheline Gilbert** as Alternate Board Member to Simon Bland representing the new Canada, Ireland and United Kingdom donor constituency effective immediately until 31 December 2013.
- **Jenny Da Rin** as Alternate Board Member to Robert Clay representing the new Australia, Japan, Korea, and the United States of America donor constituency effective 1 January 2013 until 30 June 2013.
- **Samba O. Sow** as Alternate Board Member to Zulfiqar A. Bhutta representing research and technical health institutes in the seat currently held by Stefan Kaufmann effective 1 January 2013 until 31 December 2015.

# Decision 1: Board/ Committee member appointments (6/14)

(d) **Reappointed** the following Alternate Board members:

- **Suresh Jadhav** as Alternate Board Member to Mahima Datla representing the developing country vaccine industry effective immediately until 30 June 2013.
- **Nila Heredia Miranda** of Bolivia as Alternate Board Member to Andrei Usatii (Moldova) representing developing country governments effective 1 January 2013 until 30 June 2013.

# Decision 1: Board/ Committee member appointments (7/14)

(e) **Appointed** the following members of the Executive Committee effective 1 January 2013 until the committees are refreshed for the 2014 year:

- Dagfinn Høybråten (Chair)
- Geeta Rao Gupta (Vice Chair)
- Wayne Berson (unaffiliated)
- Ashutosh Garg (unaffiliated)
- George W. Wellde, Jr (unaffiliated)
- Orin Levine (Gates Foundation)
- Flavia Bustreo (WHO)
- Jenny Da Rin (Australia)
- Christine J. D. Ondo (Uganda)
- [World Bank]
- Seth Berkley (non-voting)



# Decision 1: Board/ Committee member appointments (8/14)

(f) **Appointed** the following members of the Audit and Finance Committee effective 1 January 2013 until the committees are refreshed for the 2014 year:

- Board members
  - Wayne Berson (unaffiliated) (Chair)
  - Dwight Bush (unaffiliated)
  - Yifei Li (unaffiliated)
- Board alternates
  - Micheline Gilbert (Canada)
- Committee delegates
  - Derek Strocher (World Bank)
  - Dirk Gehl (Germany)
  - Tom Hunstad (Norway)
  - Ludovica Soderini (Italy)

# Decision 1: Board/ Committee member appointments (9/14)

(g) **Appointed** the following members of the Governance Committee effective 1 January 2013 until the committees are refreshed for the 2014 year:

- Board members
  - Geeta Rao Gupta (Chair)
  - Simon Bland (UK)
  - Dwight Bush (unaffiliated)
  - George W. Wellde, Jr (unaffiliated)
  - Maria C. Freire (unaffiliated)
  - Seth Berkley (non-voting)
- Board alternates
  - Nicholas Alipui (UNICEF)
  - José Luis Solano (Spain)
  - Olga Popova (industrialised vaccine industry)
  - Samba O. Sow (research and technical health institutes)

# Decision 1: Board/ Committee member appointments (10/14)

(h) **Appointed** the following member of the Governance Committee effective 1 January 2013 until 30 June 2013:

- Board member
  - Alan Hinman (CSOs)

(i) **Appointed** the following members of the Investment Committee effective 1 January 2013 until the committees are refreshed for the 2014 year:

- Board members
  - George W. Welde, Jr (unaffiliated) (Chair)
  - Dwight Bush (unaffiliated)
  - Ashutosh Garg (unaffiliated)

# Decision 1: Board/ Committee member appointments (11/14)

(j) **Appointed** the following members of the Programme and Policy Committee effective 1 January 2013 until the committees are refreshed for the 2014 year:

- Board members
  - Gustavo Gonzalez-Canali (France) (Chair)
  - Zulfiqar A. Bhutta (research and technical health institutes)
  - Seth Berkley (non-voting)
- Board alternates
  - Steve Landry (Gates Foundation)
  - Jean-Marie Okwo-Bele (WHO)

# Decision 1: Board/ Committee member appointments (12/14)

- Committee delegates
  - Clarisse Loe Loumou (CSOs)
  - Tedros Adhanom Gebreyesus (Ethiopia)
  - A Jan Naeem (Afghanistan)
  - Salif Samake (Mali)
  - Abigail Robinson (UK)
  - Susan McKinney (USA)
  - Lene Lothe (Norway)
  - Jos Vandelaer (UNICEF)
  - Robert Oelrichs (World Bank)
  - Klaus Stohr (industrialised vaccine industry)

# Decision 1: Board Committee member appointments (13/14)

- (k) **Appointed** the following member of the Programme and Policy Committee effective 1 January 2013 until 30 June 2013:
- Board alternate:
    - Suresh Jadhav (developing country vaccine industry)

# Decision 1: Board/ Committee member appointments (14/14)

(I) **Appointed** the following members of the Evaluation Advisory Committee:

- Independent expert
  - Fred Binka effective 1 January 2013 until 31 December 2015
- Board members
  - Alan Hinman (CSOs) effective immediately until 30 June 2013
  - Angela Santoni (Italy) effective immediately until the committees are refreshed for the 2014 year
- Alternate Board member
  - Samba O. Sow (research and technical health institutes) effective immediately until the committees are refreshed for the 2014 year

*Board members who were candidates for these positions, or whose organisations or constituencies provided candidates for these positions, did not participate in discussion or voting on those appointments.*

# Decision 2: Board Chair appointment

- The GAVI Alliance Board:
  - **Appointed** Dagfinn Høybråten as Chair of the Board with individual signatory authority effective 1 January 2013 and until 31 December 2014.

*Dagfinn Høybråten did not participate in discussion or voting on his appointment.*



# Decision 3: Committee Chair appointments

- The GAVI Alliance Board:
  - **Appointed** the following chairs of the committees until the committees are refreshed for the 2014 year:
    - **Wayne Berson** as Chair of the Audit and Finance Committee
    - **George W. Wellde, Jr** as Chair of the Investment Committee
    - **Gustavo Gonzalez-Canali** as Chair of the Programme and Policy Committee
    - **Sania Nishtar** as Chair of the Evaluation Advisory Committee

*Candidates for these positions did not participate in discussion and voting on their appointments.*

*Dagfinn Høybråten (Executive Committee) and Geeta Rao Gupta (Governance Committee) are statutorily appointed to chair their respective committees. Geeta Rao Gupta is also statutorily appointed as Vice Chair of the Executive Committee.*

# Decision 4: Independent Auditor Selection and Evaluation Policy

- The GAVI Alliance Board:
  - (a) **Approved** the GAVI Alliance Independent Auditor Selection and Evaluation Policy attached as Annex 1 to Doc 2d.
  - (b) **Appointed** KPMG SA/AG as the independent auditor of the GAVI Alliance for the financial year ending 31 December 2012.
  - (c) **Appointed** KPMG SA/AG to provide Swiss tax services for the GAVI Alliance for the financial year ending 31 December 2012.
  - (d) **Appointed** KPMG LLP to provide United States tax services for the GAVI Alliance for the financial year ending 31 December 2012.

# Decision 5: By-Law and Committee charter amendments (1/6)

- The GAVI Alliance Board:
  - (a) **Amended** the By-Laws and committee charters as follows to implement the Board-approved business planning process:
    - **By-Laws Article 7.1 (Functions of the Secretariat):** The bullet point that states “prepare the strategic plan and related work plans and budgets that demonstrate the value for money and efficiency of the GAVI Alliance” is deleted and replaced with:

*Prepare the strategic plan for review and approval by the Board.*

*To implement the strategic plan, prepare draft business plans and budgets in consultation with Alliance partners in accordance with these By-Laws, the committee charters, and any additional instructions from the Board.*

# Decision 5: By-Law and Committee charter amendments (2/6)

- **Executive Committee Charter:** The sentence in Section 3 that states “Based on approved priorities, guide and oversee the process of strategic planning and the development of the GAVI annual work plan and budget and make recommendations to the Board on the adoption thereof” is deleted and replaced with:

*Based on approved priorities, guide and oversee the process of strategic planning and the development of the business plan, and make a final recommendation to the Board on the business plan and budget, normally upon the recommendation of the Programme and Policy Committee and the Audit and Finance Committee.*

# Decision 5: By-Law and Committee charter amendments (3/6)

- **Audit and Finance Committee Charter:** The sentence in Section 4 that states “Review the GAVI Alliance work plan budget, and the GAVI Secretariat administrative budget, and make a recommendation to the Board whether to approve them” is deleted and replaced with:

*Review together with the Programme and Policy Committee the programmatic and financial aspects of the draft business plan and budget and make a joint recommendation to the Executive Committee.*

# Decision 5: By-Law and Committee charter amendments (4/6)

- **Programme and Policy Committee Charter:** The sentence in Section 4 that states “Oversee the development of the GAVI Work Plan by the Secretariat and partners for the consideration of the Board” is deleted and replaced with:

*Review the programmatic aspects of the business plan and make suggestions to the Secretariat.*

*Review together with the Audit and Finance Committee the programmatic and financial aspects of the draft business plan and budget and make a joint recommendation to the Executive Committee.*

# Decision 5: By-Law and Committee charter amendments (5/6)

(b) **Amended** the Investment Committee Charter as follows to align it with the Board decision to merge the Investment Policy and Cash Investment Policy:

- **References to Cash Investment Policy:**

Section 1 language stating “Supervision and management of cash assets consistent with the objectives stated in the Cash Investment Policy” is deleted.

All other references to “Cash Investment Policy” are deleted.

# Decision 5: By-Law and Committee charter amendments (6/6)

(c) **Amended** the Audit and Finance Committee Charter as follows to align it to the Delegation of Authority Policy adopted by the Board:

- The sentence in Section 5 of the Audit and Finance Committee Charter that states “Review changes to GAVI’s banking structure and make a recommendation to the Board whether to approve them” is deleted and replaced with:

*Review changes to GAVI’s banking structure and keep the Board informed of any significant changes.*





[www.gavialliance.org](http://www.gavialliance.org)