

GOVERNANCE COMMITTEE CHAIR REPORT

BOARD MEETING

Sarah Goulding

22-23 June 2022, Geneva, Switzerland



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Routine (Recurring) Work

- **Board and Committee nominations, including Committee Leadership**
- **Recruitment of Unaffiliated Board Members** (*GC Subcommittee*)
- **Monitoring of application of Guiding Principles on Gender for Board and Committee nominations**
- **Monitoring of Governance Risk Matrix**

CEO Recruitment Process

- At its meeting on 9 February 2022, Governance Committee members noted that the CEO Recruitment Search Committee had reviewed the Request for Proposals (RFP) to seek an independent professional consultant with expertise in executive recruitment to assist in the process, as well as the list of firms with whom the RFP would be shared. The deadline for the submission of bids was 28 February 2022.
- At its meeting on 5 April 2022, Governance Committee members noted that the Search Committee had reviewed the bids received, interviewed preferred candidates and would convene later that week to take a final decision on the firm to be chosen.
- Governance Committee members noted the importance of ensuring a transparent process, whilst managing integrity and confidently, and also noted the importance of ensuring that the Board and other key stakeholders are engaged in the process as the appropriate level.
- Governance Committee members also highlighted the importance of ensuring a diverse pool of candidates for the role and in particular candidates from the global south.

COVAX Facility Governance

- At its meeting on 9 February 2022, Governance Committee members received an update on the outcome of surveys which had been carried out by the COVAX Facility Shareholders Council and the AMC Engagement Group. The very limited response rates to both surveys (<10%) meant that they could not be considered as representative of the views of either group.
- Governance Committee members also noted that the COVID-19 Vaccination Delivery Support Temporary Steering Committee had convened for its first meeting on 2 February 2022.
- Governance Committee members agreed to recommend amendments to the Market-Sensitive Decisions Committee (MSDC) Charter to reflect the decreased number of economies (2) who had chosen to sign an SFP (Self-Financing Participant) 2.0 Framework Agreement, as well as to ensure that the MSDC could continue to take time-sensitive decisions in relation to COVAX Facility transactions.

Governance Discussion at Board Retreat

- At its 9 February 2022 meeting, the Governance Committee provided guidance on potential focus areas for the dedicated discussion on governance planned for the Gavi Board Retreat in April 2022.
- At its meeting on 5 April 2022, the Governance Committee highlighted key areas for Board discussion including:
 - How the Board can shape and support effective governance
 - How Gavi governance can be resilient and nimble at the same time to adapt to future challenges
 - Success factors for Gavi 5.0, since the pandemic
 - How to amplify the voices of implementing countries and ensure they are in the driving seat
 - How to ensure a smooth leadership transition during 2023
- The Governance Committee will have a follow up the outcomes of the retreat discussion at its meeting on 20 June 2022, including integrating the priorities identified by Board Members at the retreat in the Board workplan.

Recommendations to the Board

5 April

- PPC Committee Chair appointment (*Consent Agenda for June Board meeting*)
- Amendments to Market-Sensitive Committee Charter (*Approved by Board at meeting on 6 April 2022*)

20 June - to be considered for inclusion on Consent Agenda for June Board meeting

- Board and Committee appointments
- Appointment of Judge to Appeals Tribunal
- Amendments to Gavi Investment Committee Charter
- Extension of term of COVID-19 Vaccination Delivery Support Temporary Steering Committee

Thank you



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