

Gavi Alliance Board Meeting

11 January 2024

Virtual Meeting

1. Chair's Introduction

- 1.1 Noting that the meeting had been duly convened and finding a quorum of members present, the meeting commenced at 14.00 Geneva time on 11 January 2024. Prof José Manuel Barroso, Board Chair, chaired the meeting.

2. CEO Appointment

- 2.1 José Manuel Barroso, Board Chair, introduced this item, noting that it had been just six months since the CEO recruitment process had been relaunched and the CEO Search Committee reinstated. He expressed his delight in being able to present the outcome of the Search Committee and its recommendation, also supported by the Governance Committee, that Dr Sania Nishtar be appointed as Gavi CEO from 18 March 2024.
- 2.2 The Chair noted that both the Search Committee and the Governance Committee had unanimously supported this recommendation.
- 2.3 He referenced the materials shared with the Board earlier that day and which outlined the broad and inclusive approach which had been taken by the Search Committee, supported by Russell Reynolds Associates. They had followed a rigorous and intensive process, during which candidates from all backgrounds and all parts of the world had been considered. He provided information in relation to the total number of applications received, those longlisted, shortlisted and interviewed.
- 2.4 He recalled that the Search Committee had undergone unconscious bias training and in this context each member of the Committee had been assigned an ongoing role in the search which was designed to mitigate against the effects of unconscious bias through the process.
- 2.5 The Board Chair noted that actions had been taken to build on lessons learned from the previous recruitment process, not least the endorsement of the Search Committee that the new CEO be provided with dedicated transition coaching and advice as a critical factor to ensuring success in the role.
- 2.6 He noted that Dr Nishtar had demonstrated her expertise across all key elements of the role and brings the emotional intelligence to lead the Secretariat and the international recognition to maintain and raise Gavi's global standing. He also noted that the Search Committee had been impressed by Dr Nishtar's

understanding of Gavi's current context and her clear vision for a collaborative approach as we address the challenges and opportunities that lie ahead of us.

- 2.7 The Chair also thanked Mr David Marlow, on behalf of the Board, for having accepted to step in as interim CEO and ensuring continuity and stability during a difficult period for the Alliance. He recognised Mr Marlow's unfailing commitment not only to maintaining the organisation, but leading important structural and cultural reforms through the operational excellence initiative, culture journey, and Gavi 6.0 development among others. He noted that Mr Marlow had brought Gavi to a stronger position than it was when he took over in August 2023, and confirmed that the Board is impressed, and grateful for, these efforts.
- 2.8 The Chair noted that Mr Marlow will remain as interim CEO until Dr Nishtar takes up her role and that Dr Nishtar and Mr Marlow have already met and discussed their future working arrangements.

Discussion

- The Board was unanimous in its support of the recommendation being presented to them for consideration, fully endorsing the excellent choice of Dr Nishtar to lead the Alliance going forward.
- Board Members commended the Search Committee for their work and acknowledged the support provided by Russell Reynolds Associates, Gavi's Chief People and Experience Officer, Director of Governance and Head of Governance.
- The Board welcomed confirmation that there is already a robust transition and onboarding programme in place for Dr Nishtar with personalised support for her as she embarks on her leadership journey at Gavi.

Decision One

The Gavi Alliance Board:

- a) **Approved** that Dr Sania Nishtar be appointed as Chief Executive Officer (CEO), an Officer with individual signatory authority on behalf of the Gavi Alliance, for a three-year term effective 18 March 2024; and
- b) **Delegated** to the Board Chair, with the guidance of the Search Committee, the authority to conclude and execute an Employment Agreement with Dr Sania Nishtar for her appointment.

3. Review of Decisions

- 3.1 Brenda Killen, Director, Governance and Secretary to the Board, reviewed and agreed the decision with the Board.

4. Closing remarks

- 4.1 After determining there was no further business, the meeting was brought to a close.

Prof José Manuel Barroso
Chair of the Board

Ms Brenda Killen
Secretary to the Board

Attachment A

Participants

Board members

1. José Manuel Barroso, Chair
2. Omar Abdi, Vice Chair
3. Takeshi Akahori
4. Beth Arthy
5. Bruce Aylward
6. Karin Berlin
7. Awa Marie Coll-Seck
8. Jérémie Forrat-Jaime
9. Atul Gawande
10. Mohamed Jama
11. Robert Kargougou
12. Naguib Kheraj
13. Violaine Mitchell
14. Saad Omer
15. Andrew (Drew) Otoo
16. Sai Prasad
17. Mphu Ramatlapeng
18. Teresa Ressel
19. Eduardo Retes (Alternate)
20. Deena Schiff
21. Anne Schuchat
22. Onei Uetela (Alternate)
23. Juan Pablo Uribe
24. Yibing Wu
25. David Marlow (non-voting)

Regrets

1. Anahit Avanesyan
2. Soleh Ayubi (Alternate)
3. Kwaku Agyeman-Manu (Alternate)
4. Budi Gunadi Sadikin
5. Nadeem Jan (Alternate)
6. Silvia Lutucuta (Alternate)
7. Bvudzai Magadzire
8. Kate O'Brien
9. Lia Tadesse
10. Dechen Wangmo (Alternate)

Alternates Observing

1. Joan Benson
2. Lucas de Toca
3. Melissa Hisko
4. Kristine Husøy Onarheim
5. Francesca Manno
6. Leila Pakkala
7. Michael Kent Ranson
8. Alexandra Rudolph-Seeman
9. Rhoda Wanyenze
10. Greg Widmyer

Additional Attendees

Sarah Goulding, Former Gavi Vice Chair and Member of the CEO Recruitment Search Committee
David Sidwell, Former Gavi Board Member and Member of the CEO Recruitment Search Committee
Simon Kingston, Russell Reynolds Associates
Nick Ricketts, Russell Reynolds Associates