

Subject	<b>Consent Agenda – as at 1 December 2025</b>
Agenda item	<b>01d</b>
Category	<b>For Decision</b>

### **Section A: Introduction**

Five recommendations are being presented to the Board under the Consent Agenda for consideration. Detailed information on the items can be found in the relevant Committee papers in a dedicated folder on BoardEffect at:

<https://gavi.boardeffect.co.uk/workrooms/6459/resources/313819>

### **Section B: Actions Requested of the Board**

The Gavi Alliance Board is requested to consider the following recommendations from the Gavi Alliance Governance Committee and the Gavi Alliance Audit and Finance Committee.

#### **Decision One – Waiver to Independent Review Committee (IRC) TOR: Gavi 6.0 Transition and Reprogramming of Country Applications Post Recalibrations**

The Gavi Alliance Governance Committee **recommends** to the Gavi Alliance Board that it:

**Waive** the requirement for an independent review for the reprogramming and no-cost extension of HSS funding for countries with existing IRC approvals to support their transition into consolidated funding levers and aligned grant cycles in 2026.

#### **Decision Two – Reappointment of Independent Review Committee (IRC) members**

The Gavi Alliance Governance Committee **recommends** to the Gavi Alliance Board that it:

**Reappoint** the IRC members listed below for a further three-year term from March 2026 until March 2029.

- Abdul-Aziz Mohammed
- Andrew Azman
- Edward Ouko
- Emmanuelle Espié
- Eusèbe Hounsokou
- Henry Stanley Katamba
- Jean-Paul Paolo
- Jean-Pierre Matwanga

- Marinus M. H. Stassen
- Nkengafac Villyen Motaze
- Ogijo Arome Emmanuel
- Susan Rackstraw
- Sophie Newland
- Soleine Scotney
- Yilchini Ishaku
- Zenaw Adam

*Biographies of all candidates are available from the Secretariat on request.*

### **Decision Three – Board and Committee Appointments**

The Gavi Alliance Governance Committee **recommends** to the Gavi Alliance Board that it:

a) **Appoint** the following Board Members:

- **Nick Lagunowich** as Board Member representing the International Federation of Pharmaceutical Manufacturers & Associations (IFPMA) constituency in the seat currently vacant, effective 1 January 2026 and until 31 December 2028.
- **Onei Uetela** as Board Member representing the civil society organisation in the seat currently held by Bvudzai Magadzire, effective 1 January 2026 and until 31 December 2027.
- **Cécile Billaux** as Board Member representing the European Commission on the donor constituency anchored by the European Commission, effective 1 January 2026 and until 31 December 2028\*.

*\* Annual rotation with the Alternate Board member*

b) **Reappoint** the following Board Members:

- **Ruth Lawson** as Board Member representing the United Kingdom on the donor constituency anchored by the United Kingdom, effective 1 January 2026 and until 25 August 2027.
- **Alexandra Rudolph-Seemann** as Board Member representing Germany on the donor constituency anchored by Germany, effective 1 January 2026 and until 31 December 2027.
- **Ryo Nakamura** as Board Member representing Japan on the donor constituency anchored by Japan, effective 1 January 2026 and until 31 December 2028.

c) **Appoint** the following Alternate Board Members:

- **Julie Hamra** as Alternate Board Member representing IFPMA in the seat currently held by Joan Benson, effective 1 January 2026 and until 31 December 2028.

- **Bvudzai Magadzire** as Alternate Board Member representing the civil society organisation in the seat currently held by Onei Uetela, effective 1 January 2026 and until 31 December 2026.
- **Clarisse Paolini** as Alternate Board Member representing France on the donor constituency anchored by the European Commission, effective 1 January 2026 and until 31 December 2028\*.
- **Johanneke de Hoogh** as Alternate Board Member representing the Netherlands in the donor constituency anchored by Norway.

\* *Annual rotation with the Alternate Board member*

d) **Reappoint** the following Alternate Board Members:

- **Rhoda Wanyenze** as Alternate Board Member to Saad Omer representing the Research and Technical Health Institutes constituency, effective 1 January 2026 until 31 December 2028.
- **Kristen Chenier** as Alternate Board Member to Ruth Lawson representing Canada, effective 1 January 2026 until 31 December 2027.
- **Fleur Davies** as Alternate Board Member to Alexandra Rudolph-Seemann representing Australia, effective 1 January 2026 until 31 December 2027
- **Leone Gianturco** as Alternate Board Member to Ryo Nakamura representing Japan, effective 1 January 2026 until 31 December 2028.

e) **Reappoint** the following as Chair of the Audit and Finance Committee:

- **David Sidwell** until 31 July 2027.

f) **Reappoint** the following as Chair of the Investment Committee:

- **Yibing Wu** until 31 October 2026.

g) **Reappoint** the following as Chair of the Programme and Policy Committee:

- **Anne Schuchat** until 31 December 2027.

h) **Reappoint** the following as Chair of the Evaluation Advisory Committee:

- **James Hargreaves** until 31 December 2026.

i) **Appoint** the following to the Market-Sensitive Decisions Committee effective 1 January 2026:

- **Helen Clark** (Board Chair) until 31 December 2027
- **Omar Abdi** (Board Vice Chair) until 31 December 2027
- **Leila Gharagozloo Pakkala** (Alternate Board Member) until 31 December 2027
- **Kate O'Brien** (Alternate Board Member) until 31 December 2027
- **Greg Widmyer** (Board Member) until 31 December 2027

- **Mekdes Daba** (Board Member) until 31 December 2027
- **Robert Lucien Kargougou** (Board Member) until 31 December 2027
- **Ruth Lawson** (Board Member) until 25 August 2027
- **Cécile Billaux** (Board Member) until 31 December 2027
- **Ryo Nakamura** (Board Member) until 31 December 2027
- **Bvudzai Magadzire** (Alternate Board Member) until 31 December 2026
- **David Sidwell** (Board Member) until 31 July 2027
- **Anne Schuchat** (Board Member) until 31 December 2027
- **Sania Nishtar** (Board Member) until successor appointed

j) **Appoint** the following to the Governance Committee effective 1 January 2026:

- **Omar Abdi** (Board Vice Chair) until 31 December 2027
- **Anna Sedgley** (Board Member) until 31 December 2027
- **Deena Shiff** (Board Member) until 31 December 2027
- **Kate O'Brien** (Board Member) until 31 December 2027
- **Grey Widmyer** (Board Member) until 31 December 2027
- **Hamed Yaqoob Sheikh** (Committee Delegate) until 31 December 2027
- **Sylvain Yuma Ramazani** (Committee Delegate) until 31 December 2027
- **Julie Hamra** (Alternate Board Member) until 31 December 2027
- **Alexandra Rudolph-Seemann** (Board Member) until 31 December 2027
- **Cécile Billaux** (Board Member) until 31 December 2027
- **Marit Viktoria Pettersen** (Board Member) until 31 December 2027
- **Bvudzai Magadzire** (Alternate Board Member) until 31 December 2027
- **Sania Nishtar** (Board Member) until her successor is appointed

k) **Appoint** the following to the Audit and Finance Committee effective 1 January 2026:

- **David Sidwell** (Board Member) until 31 July 2027
- **Ana de Pro Gonzalo** (Board Member) until 31 December 2027
- **Deena Shiff** (Board Member) until 31 December 2027
- **Karen Sørensen** (Board Member) until 31 December 2027
- **Gisela Henrique** (Committee Delegate) until 31 December 2027
- **Lauren Franzel** (Committee Delegate) until 31 December 2027
- **Ashish Makkar** (Committee Delegate) until 31 December 2027
- **Kelly Jarrett** (Committee Delegate) until 31 December 2027
- **Kwaku Agyeman-Manu** (Committee Delegate) until 31 December 2027
- **Abdelkadre Mahamat Hassane** (Committee Delegate) until 31 December 2027
- **Leone Gianturco** (Alternate Board Member) until 31 December 2027
- **Sara Schulz** (Committee Delegate) until 31 December 2027
- **Anna McNicol** (Committee Delegate) until 31 December 2027
- **Onei Uetela** (Board Member) until 31 December 2027

- **Min Soo Kang** (Committee delegate) until 31 December 2027
- l) **Appoint** the following to the Investment Committee effective 1 January 2026:
- **Yibing Wu** (Board Member) until 31 October 2026
  - **David Sidwell** (Board Member) until 31 July 2027
  - **Karen Sørensen** (Board Member) until 31 May 2027
  - **Kwaku Agyeman-Manu** (Committee Delegate) until 31 July 2027
  - **Sai Prasad** (Board Member) until 30 June 2026
- m) **Appoint** the following to the Programme and Policy Committee effective 1 January 2026:
- **Anne Schuchat** (Board Member) until 31 December 2027
  - **Awa Marie Coll Seck** (Board Member) until 30 June 2027
  - **Michael Kent Ranson** (Alternate Board Member) until 31 December 2027
  - **Ephrem Lemango** (Committee Delegate) until 31 December 2027
  - **Kate O'Brien** (Alternate Board Member) until 31 December 2027
  - **Adrien de Chaisemartin** (Committee Delegate) until 31 December 2027
  - **Issa Ouedraogo** (Committee Delegate) until 31 December 2027
  - **Lakshmi Somatunga** (Committee Delegate) until 31 December 2027
  - **Kediende Chong** (Committee Delegate) until 31 December 2027
  - **Mohamed Jama** (Board Member) until 31 December 2027
  - **Brian Erazo Muñoz** (Board Member) until 31 December 2027
  - **Ariane McCabe** (Committee Delegate) until 31 December 2027
  - **Rob Whitby** (Committee Delegate) until 31 December 2027
  - **Birgit Strube** (Committee Delegate) until 31 December 2027
  - **Clarisse Paolini** (Committee Delegate) until 31 December 2027
  - **Hitoshi Murakami** (Committee Delegate) until 31 December 2027
  - **Zainab Naimy** (Committee Delegate) until 31 December 2027
  - **Rajinder Suri** (Committee Delegate) until 31 December 2027
  - **Yoram Siame** (Committee Delegate) until 31 December 2027
  - **Ngashi Ngongo** (Committee Delegate) until 31 December 2027
  - **Sania Nishtar** (Board Member) until successor appointed
  - **Hanna Nohynek** (Independent Expert) until 31 December 2027
- n) **Appoint** the following to the Evaluation Advisory Committee effective 1 January 2026:
- **James Hargreaves** (Independent Expert) until 31 December 2026
  - **Rhoda Wanyenze** (Board Representative) until 31 December 2026
  - **Onei Uetela** (Board Representative) until 31 December 2026
  - **Penny Hawkins** (Independent Expert) until 31 December 2026
  - **Malabika Sarker** (Independent Expert) until 31 December 2026

- **David Hotchkiss** (Independent Expert) until 31 December 2026
- **Adolfo Martinez Valle** (Independent Expert) until 31 December 2026
- **Justice Nonvignon** (Independent Expert) until 31 December 2026
- **Helen Evans** (Independent Expert) until 31 December 2026

*The minutes will note that Board members who are candidates for these positions, or whose organisations or constituencies provided candidates for these positions, did not participate in discussion or voting on these nominations.*

#### **Decision Four – Audit and Investigations Terms of Reference**

The Gavi Alliance Audit and Finance Committee:

**Recommends** to the Gavi Alliance Board that it: Approve the Audit and Investigations Terms of Reference Version 7.0 as set out in Annex A of Doc 01d.

#### **Decision Five – HR Subcommittee Update**

The Gavi Alliance Governance Committee:

**Recommends** to the Gavi Alliance Board that it: Approve the update to the salary scale applicable to Washington DC, with effect from 1<sup>st</sup> January 2026, in line with the findings of the Compensation and Benefit Survey carried out in 2023-2024, according to the Implementation plan outlined in Doc 02.