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Subject           **Consent Agenda – as at 3 December 2024**

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Agenda item   **01d**

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Category       **For Decision**

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### **Section A: Introduction**

Seven 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/282625>

### **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 – Board Chair Recruitment**

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

**Endorse** the amendments to the process for the appointment of Board Chair and that in line with this amended process (Annex A to Doc 01d), as read with Section 4.B of the Governance Committee Charter that it:

- a) **Delegate** to the Governance Committee the authority to set up and oversee the process for the recruitment of a Board Chair to succeed Professor José Manuel Barroso at the end of his term on 31 December 2025; and;
- b) **Delegate** to the Governance Committee the authority to establish a Search Committee for this purpose.

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

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

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

- **Ana de Pro Gonzales** as an Unaffiliated Board Member, effective 1 January 2025 and until 31 December 2027
- **Anna Sedgeley** as an Unaffiliated Board Member, effective 1 January 2025 and until 31 December 2027
- **Alexandra Rudolph-Seemann** as Board Member representing Germany on the donor constituency cluster anchored by Germany in the seat currently held by Clarisse Paolini of France, effective 1 January 2025 and until 31 December 2025
- **Brian Erazo Muñoz** of Honduras as Board Member representing the implementing country constituency in the seat currently held by Anahit Avanesyan of Armenia, effective 1 January 2025 and until 31 December 2027

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

- **Anne Schuchat** as an Unaffiliated Board Member, effective 1 January 2025 and until 31 December 2027
- **Robert Lucien Kargougou** of Burkina Faso as Board Member representing the implementing country constituency, effective 1 January 2025 and until 31 December 2027

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

- **Brian Erazo Muñoz** of Honduras as Alternate Board Member to Anahit Avanesyan representing the implementing country constituency, effectively immediately and until 31 December 2024
- **Frode Forland** as Alternate Board Member to Karin Berlin representing Norway on the donor constituency cluster anchored by Norway in the seat currently vacant, effective immediately and until 31 December 2025
- **Cécile Billaux** as Alternate Board Member to Alexandra Rudolph-Seemann representing the European Commission on the donor constituency cluster anchored by Germany in the seat currently held by Alexandra Rudolph-Seeman of Germany, effective 1 January 2025 and until 31 December 2025
- **Lena Nanushyan** of Armenia as Alternate Board Member to Brian Erazo Muñoz representing the implementing country constituency, effectively immediately and until 31 December 2027

- d) **Reappoint** the following Alternate Board Members:
- **Silvia Lutucuta** of Angola as Alternate Board Member to Robert Lucien Kargougou representing the implementing country constituency, effective 1 January 2025 and until 31 December 2027
- e) **Reappoint** the following as Chair of the Programme and Policy Committee effective 1 January 2025:
- **Anne Schuchat** (Board Member) until 31 December 2025
- f) **Appoint** the following to the Market-Sensitive Decisions Committee effective 1 January 2025:
- **Anne Schuchat** (Board Member) until 31 December 2025
  - **Robert Lucien Kargougou** (Board Member) until 31 December 2025
  - **Cécile Billaux** (Alternate Board Member) until 31 December 2025
- g) **Appoint** the following to the Audit and Finance Committee
- **Sara Baiocco** (Committee Delegate), effective immediately and until 31 December 2025
  - **Ana de Pro Gonzales** (Board Member), effective 1 January 2025 and until 31 December 2025
- h) **Appoint** the following to the Governance Committee:
- **Frode Forland** (Alternate Board Member), effective immediately and until 31 December 2025
  - **Anna Sedgeley** (Alternate Board Member), effective 1 January 2025 and until 31 December 2025
  - **Alexandra Rudolph-Seemann** (Board Member), effective 1 January 2025 and until 31 December 2025
- i) **Appoint** the following to the Programme and Policy Committee:
- **Onei Uetela** (Alternate Board Member), effective immediately and until 31 December 2025
  - **Clarisse Paolini** (Committee Delegate), effective 1 January 2025 and until 31 December 2025
- j) **Reappoint** the following to the Programme and Policy Committee effective 1 January 2025:
- **Brian Erazo Muñoz** (Board Member) until 31 December 2025

### **Decision Three – Independent Review Committee Appointments**

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

- a) **Appoint** as new Independent Review Committee (IRC) members the individuals listed in Annex B to Doc 01d, for a three-year term from March 2025 until March 2028;
- b) **Approve** the extension of the IRC members listed in Annex C to Doc 01d for a further three-year term until March 2028.

### **Decision Four – Delegation of Authority Policy**

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

**Approve** the revised Delegation of Authority Policy attached as Annex D to Doc 01d

### **Decision Five – Independent Review Committee Terms of Reference**

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

**Approve** the proposed amendments to the Independent Review Committee (IRC) Terms of Reference attached as Annex E to Doc 01d

### **Decision Six – Waiver to Independent Review Committee Terms of Reference**

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

**Agree** to extend the waiver of the requirement for an independent review, as outlined in the Independent Review Committee Terms of Reference, to enable Secretariat-led reviews in 2025 for i) specific low-risk requests (i.e. a subset of vaccine switches and Middle-Income Country (MIC) applications); and ii) up to ten requests for other support types (incl. new vaccine support)

### **Decision Seven – Programme Funding Policy**

The Gavi Alliance Audit and Finance Committee **recommends** to the Gavi Alliance Board that it:

**Approve** the revised Programme Funding Policy as set out in Annex F to Doc 01d