



Report to the GAVI Alliance Board

18-19 June 2014

Subject:	Consent agenda: Board and Committee member nominations
Report of:	Debbie Adams, Managing Director, Law and Governance
Authored by:	Kevin A. Klock
Agenda item:	02a
Category:	For Decision
Strategic goal:	Alliance operations

Section A Overview

1 Purpose of the report

- 1.1 The Governance Committee will meet on 17 June to review nominations received and will verbally update the Board at its meeting on 18 June.

2 Recommendations

- 2.1 On 17 June 2013, the Governance Committee will consider recommending to the Board that it:

(a) **Appoint** the following Board Members:¹

- **Stephen Zinser** as an Unaffiliated Board Member in the seat formerly held by Dwight L. Bush effective immediately until 30 June 2017.
- **Olivier Charmeil** as Board Member representing the industrialised vaccine industry constituency in the seat currently held by Johan Van Hoof effective 1 August 2014 until 31 July 2017.
- **Adar Poonawalla** as Board Member representing the developing vaccine industry constituency in the seat currently held by Mahima Datla effective 1 July 2014 until 30 June 2017.

¹ Candidate biographies are located in Section B.

(b) **Appoint** the following Alternate Board Members:

- **Javier Hernández Peña** of Spain as Alternate Board Member to Angela Santoni of Italy representing the Italy and Spain donor constituency in the seat formerly held by José Luis Solano effective immediately until 31 December 2014.
- **Katherine Taylor** as Alternate Board Member to Jenny Da Rin representing the Australia, Japan, Korea, and the United States of America donor constituency in the seat currently held by Robert Clay effective 1 July 2014 until 30 June 2015.
- **Laura Laughlin** as Alternate Board Member representing the industrialised vaccine industry constituency in the seat currently held by Olga Popova effective 1 August 2014 until 31 July 2017.
- **Seif Seleman Rashid** of Tanzania as Alternate Board Member to Ruhakana Rugunda of Uganda representing the developing country constituency in the seat currently held by Hussein Ali Mwinyi effective immediately until 31 December 2014.

(c) **Reappoint** the following Alternate Board Member:

- **Juliman Fuad** as Alternate Board Member to Adar Poonawalla representing the developing vaccine industry constituency until 30 June 2017.

(d) **Appoint** the following persons as members of the Governance Committee until the Committee is refreshed:

- **Bheri Ramsaran** effective immediately
- **Ruhakana Rugunda** effective immediately
- **Laura Laughlin** in the seat currently held by Olga Popova effective 1 August 2014.

(e) **Appoint** the following persons as members of the Investment Committee effective immediately until the Committee is refreshed:

- **Stephen Zinser**
- **Ross Leach** as a Committee Delegate representing the United Kingdom, Canada, and Ireland donor constituency.

(f) **Appoint** the following persons as members of the Programme and Policy Committee until the Committee is refreshed:

- **Erik Bossan** as a Committee Delegate representing the industrialised vaccine industry constituency in the seat currently held by Klaus Stohr effective 1 August 2014.

- **Jason Lane** as a Committee Delegate representing the United Kingdom, Canada, and Ireland donor constituency in the seat currently held by Raj Baisya effective immediately.

(g) **Reappoint** the following persons as members of the Evaluation Advisory Committee:

- **Mira Johri** as Independent Expert until 31 July 2017
- **Rob Moodie** as Independent Expert until 31 July 2017.

2.2 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 those nominations.

3 Executive Summary

Process

3.1 On 18 March 2014, the Secretariat notified the Board that members should submit candidates for Board and committee membership by 20 May so they could be forwarded to the Governance Committee in time for its meeting on 17 June. The Board was reminded on 2 May.

Unaffiliated

3.2 The Governance Committee formed a Recruitment Subcommittee to recruit candidates for upcoming unaffiliated Board member vacancies. It reviewed a role specification and retained a search consultant to assist in its recruitment efforts. The role specification noted that GAVI takes a gender-sensitive approach to its governance structure and stated that it was looking for candidates who could serve on and perhaps chair either the Audit and Finance Committee or Investment Committee.

3.3 Several candidates with a robust background in investment and audit were identified by the Recruitment Subcommittee, and have met with one or more of the Board Chair, the Audit and Finance Committee Chair, the Investment Committee Chair, and CEO. The Recruitment Subcommittee recommended Stephen Zinser, a former member of the GAVI Fund Affiliate Board, for appointment to the Alliance Board in June in the seat formerly held by Dwight Bush. It is anticipated that he would join the Investment Committee immediately and, in fact, he attended the Committee's 24 April 2014 meeting as a guest of the Committee Chair.

3.4 A number of other candidates have reached the short-list stage and have had interviews. It is hoped that one or more candidates would be put forward to fill anticipated year-end vacancies.

Industrialised country governments

- 3.5 Following Ambassador Solano's decision to step down as an alternate, the Secretariat received on 13 March 2014 a nomination from the Spanish Ministry of Foreign Affairs for Javier Hernández to serve as alternate.
- 3.6 Also, the Secretariat was informed of Robert Clay's upcoming retirement and received a nomination for Katie Taylor from USAID to serve as Jenny Da Rin's alternate representing the Australia, Korea, Japan, and United States constituency.

Developing country governments

- 3.7 In January 2014, Deputy Minister Rashid was elevated to Minister of Health. At the World Health Assembly, the Anglophone Africa constituency met and agreed to nominate Minister Rashid as the new alternate member in place of Minister Mwinyi as he is no longer Minister of Health in Tanzania.

Industrialised country vaccine industry

- 3.8 The International Federation of Pharmaceutical Manufacturers and Associations (IFPMA), which represents the industrialised country vaccine industry, informed the Secretariat that it modified its constituency working procedures; these were tabled to the Governance Committee and are available to Board members upon request.
- 3.9 On 10 March 2014, the Secretariat received a letter with the nominations to represent the constituency. The candidates put forward are Olivier Charmeil from Sanofi Pasteur as Board member, Laura Laughlin from Sanofi Pasteur as alternate and member of the Governance Committee, and Erik Bossan from Pfizer as PPC Committee Delegate. The gender policy was taken into consideration in determining the nominees.

Developing country vaccine industry

- 3.10 The Developing Countries Vaccine Manufacturers Network (DCVMN), which represents the developing country vaccine industry, sent a letter on 9 May 2014 to the Secretariat nominating a new Board member and renewing the current alternate. The constituency also sent to the Secretariat its revised working procedures, which were shared with the Governance Committee and are available to Board members upon request. The constituency regrets that it was not able to nominate candidates representative of the gender balance.

4 Risk implication and mitigation

- 4.1 There is capacity risk for the Board if recommended candidates are not appointed and empty seats are not quickly filled after terms expire.

5 Financial implications: Business plan and budgets

- 5.1 There are no financial implications.

Section B Board member biographies

6 Unaffiliated

- 6.1 **Stephen Zinser** is Chief Executive Officer and Co-Chief Investment Officer of ECM Asset Management. ECM was co-founded in February 1999 by Stephen. ECM was set up as an independent asset management company focused on the European fixed income credit markets which grew rapidly following the advent of the Euro. ECM reached €21 billion assets under management in 2007.
- 6.2 In January 2007, Wachovia Bank acquired a majority stake in ECM. ECM is now fully owned by Wells Fargo Bank and operates as an autonomous boutique under the Wells Fargo umbrella. Stephen remains involved on a full time basis in the running of the business and the management of the investment portfolios.
- 6.3 Prior to co-founding ECM, Stephen held posts at Merrill Lynch International, London from 1993 to 1999 following a 13 year career at The Chase Manhattan Bank which he joined straight from Cornell in 1979.
- 6.4 Stephen is a Member of Gonville and Caius (Cambridge) College Development Campaign Board where he advises on fund raising and other matters.
- 6.5 Stephen is married to Cristina Quazzo and has lived in London since 1985. From his first marriage, he has three children: Emily, Jennifer and Katherine. Stephen's interests include economic history, financial markets, tennis, golf, scuba diving and travel.

7 Industrialised country vaccine industry

- 7.1 **Olivier Charmeil** was appointed CEO of Sanofi Pasteur, the Vaccines Division of Sanofi, in January 2011. Olivier, previously Senior Vice President Global Operations Asia/Pacific and Japan, reports directly to Christopher A. Viehbacher, Chief Executive Officer, Sanofi, and is a member of the Sanofi Executive Committee. He began his career in the Mergers & Acquisitions department of Bank of the European Union, from 1989 to 1994. Olivier joined Sanofi Pharma in 1994 as head of Business Development. Subsequently, he held various posts within the Group, including Chief Financial Officer (Asia) for Sanofi-Synthélabo in 1999 and Attaché to the Chairman, Jean-François Dehecq in 2000, before being appointed as Vice President, Development within the Sanofi-Synthélabo International Operations Directorate, where he was responsible for China and support functions. In 2003, Olivier Charmeil was appointed CEO of Sanofi-Synthélabo France, before taking the position of Senior Vice President, Business Management & Support within the Pharmaceutical Operations Directorate. In this role, he piloted the operational integration of Sanofi-Synthélabo and Aventis. He was appointed to Senior Vice President, Asia/Pacific & Japan, Pharmaceutical Operations, in February 2006. Olivier Charmeil was born in 1963. He is a graduate of HEC (Ecole

des Hautes Etudes Commerciales) and of the Institut d'Etudes Politiques in Paris.

8 Developing country vaccine industry

8.1 **Adar Poonawalla** is the CEO & Executive Director of Serum Institute of India Ltd., Pune - SIIIL - World's largest vaccine manufacturer and India's No.1 Biotech Company. He holds a degree in Management from University of Westminster, London. He has followed as well courses in Biotechnology and Management in London. In the year 2001, he became active into the day-to-day activities of Serum Institute of India, and is now fully shouldering the responsibilities with his father, Dr Cyrus Poonawalla. His main objective is to take the operations of SIIIL at further heights by creating surplus manufacturing capacities to meet the global demand for vaccines. He was fully involved in getting new products licensed and prequalified by the World Health Organization for supplies to United Nations Agencies such as UNICEF, PAHO.

8.2 He is actively involved in the Research & Development of newer vaccines such as Pneumococcal Conjugate, Rotavirus, and HPV with the aim to make them available and affordable for the under-privileged populations. Mr. Adar Poonawalla has personally initiated and launched the Serum Institute's Oral Polio Vaccine which has helped bridging the anticipated demand-supply gap. He played a major role in the acquisition of Bilthoven Biologicals, a Netherlands based Government Vaccine manufacturing company, with the vision to manufacture and make available and affordable the IPV vaccine.

8.3 Mr. Adar Poonawalla is Executive Director of Poonawalla Investments & Industries Pvt. Ltd. and Poonawalla Shares & Securities Pvt. Ltd., as Trustee of: Serum Institute of India Research Foundation, (recognized research centre by Dept. of Biotechnology, Govt. of India and also by University of Pune); Jehangir Hospital; Minoo Mehta Memorial Trust. He believes in global philanthropy and has made donations of several millions of doses of our products to different countries. The donations made are already responsible for running 2 schools for the under-privileged students and one large hospital which is almost in the final stage of completion, where the services will be offered to the poor and needy at the most affordable fees.

Section C Alternate Board member biographies

9 Industrialised country governments

9.1 **Javier Hernández Peña** has been the Deputy Director General for Development Policies in the General Secretariat for International Development Cooperation at the Spanish Ministry of Foreign Affairs and Cooperation since 2012. Before this position, he was the Deputy Director General for Institutional Affairs in the Secretariat of State for the European

Union. He has also had several diplomatic appointments worldwide and was part of the negotiation of the Cotonou Agreement. Javier Hernández Peña has a degree in Law, specialised in European Community Law.

- 9.2 **Katherine Taylor** is deputy assistant administrator for the Bureau for Global Health at USAID. She formerly served as the executive director of the Center for Interfaith Action on Global Poverty (CIFA), a global health and development organization based in Washington D.C. Katie worked for General Electric for nearly 20 years in a wide variety of businesses, including its health care, transportation and mortgage units. A multilingual executive, she has lived and worked in the Americas, Europe, the Middle East, North Africa and Asia. Katie held a number of leadership positions at GE: in the health care industry within GE Healthcare International as managing director of strategic market development and as CEO of the GE Healthcare Mexico operation, as well as in other GE divisions – GE Corporate Business Development and e-Business, GE Transportation Systems (locomotives), GE Americom (satellites) and the GE Capital Mortgage Corporation. Before joining CIFA, she was vice president for International Business Development for the University of Pittsburgh Medical Center. Katie has a B.A. in political science from Yale University, a graduate Certificate of Political Studies from the Institut d'Etudes Politiques de Paris and an M.S. in international business from Georgetown University. She has two children and a large extended family on both sides of the Atlantic.

10 Developing country governments

- 10.1 **Dr Seif Seleman Rashid** is Minister of Health and Social Welfare of the United Republic of Tanzania. He also serves as Member of Parliament for the Rufiji constituency. Previously he served as Deputy Minister until his elevation to Minister in January 2014. Prior to this he was Director of Health for the Red Cross in Tanzania. For many years he served as Planning & Development Coordinator for the Ilala Municipality in Tanzania and has also served as an Assistant Medical doctor and a clinical officer. He has published articles on a wide range of topics including Diabetes, HIV, smoking habits, Hypertension, and non-communicable diseases.
- 10.2 Minister Rashid has a PhD in medical science from the University of Newcastle upon Tyne, a Masters in International Health from Queen Margaret College, and an Advanced Diploma in clinical medicine from the KCMC Medical School, Tanzania.

11 Industrialised country vaccine industry

- 11.1 **Laura Laughlin** joined Sanofi Pasteur as Associate Vice-President, Vaccination Policy in May 2013. Her primary areas of focus are Polio and Endemic diseases. She is responsible for the liaison role with GAVI and Global Health Organizations on behalf of Sanofi Pasteur and Shantha, and has been a member of the IFPMA GVPWG since her arrival at Sanofi Pasteur. Previously with Merck & Co., Inc. / MSD, Laura has a diverse experience in marketing, access/advocacy & general management in

pharma and vaccines. She led Regional launch team efforts for HPV in Central Eastern Europe, Middle East Africa. Laura's last position at Merck was Managing Director, North/West Africa, where she was responsible for integration of the Merck / Schering Plough merger, with P&L accountability for Algeria, Morocco, Tunisia, and West Africa. She worked actively across those countries for improved industry dialogue with Government, including establishment of a recognized Industry Association in Algeria. Laura received a Master of International Business Studies degree from the University of South Carolina.

12 Developing country vaccine industry

- 12.1 **Juliman Fuad** is currently the Production Director at PT BioFarma in Indonesia. Prior to this position, he was a Senior Manager for Procurement in the same company. He has been working in the pharmaceutical industry for nearly 25 years. He graduated in the Department of Pharmacy from the Institute of Technology and holds a Master in Operation Management, both obtained in Bandung, Indonesia.

Section D EAC independent experts

13 Biographies

- 13.1 **Mira Johri** is Professor in the Department of Health Administration, University of Montreal School of Public Health, and a researcher in the Division of Global Health at the University of Montreal Hospital Research Centre. Building on an interdisciplinary training in ethics, economics and epidemiology, her research makes use of quantitative evaluation methods and aims to better integrate concerns for equity and fairness into health policy. Dr Johri is particularly interested in maternal and child health in low- and middle-income countries. Her current work focuses on equitable access to childhood vaccines. Dr Johri received her PhD at McGill University and her MPH at Yale University.
- 13.2 **Rob Moodie** is the inaugural Chair of Global Health at the Nossal Institute for Global Health, University of Melbourne. He has 30 years of experience in planning and evaluating health programs in Australia, Africa, Asia and the Pacific. He was the inaugural Director of Country Support for UNAIDS in Geneva from 1995-98, and the CEO of VicHealth from 1998-2007. He is Chair of the National Preventative Health Taskforce and was a member of the Commission on AIDS in the Pacific. He chaired the technical advisory panel of Avahan, the Gates Foundation's HIV prevention program in India, from 2004-2009. He has particular interests in non-communicable diseases, HIV/AIDS and teaches a number of courses here and in Mozambique on public health leadership and health promotion. He has co-edited and co-authored four books including Promoting Mental Health, Hands on Health Promotion and his latest, Recipes for a Great Life written with Gabriel Gate.

Section E Implications

14 Impact on countries

14.1 There is no impact on countries.

15 Impact on GAVI stakeholders

15.1 There is no impact on stakeholders.

16 Impact on Secretariat

16.1 There is no impact on the Secretariat.

17 Legal and governance implications

17.1 Governance implications are listed throughout this paper.

18 Consultation

18.1 Consultation occurring prior to submission of this paper is reviewed in Section A, part 3.

19 Gender implications

19.1 The Board gender guidelines state that the Board is gender-balanced if the ratio of men to women is within 60%-40%.

19.2 The Board currently has 16 men (59%) and 11 women (41%), plus one seat vacant. 12 alternates are men (71%) and 5 are women (29%), plus one seat vacant.

19.3 If the Board appoints all of the candidates in this paper, (and exceptionally extends the Chair's term), the Board balance would be:

(a) Board: 18 men (64%) and 10 women (36%)

(b) Alternates: 11 men (65%) and 6 women (35%), one seat vacant