

<b>SUBJECT:</b>	<b>CONSENT AGENDA: COMMITTEE CHAIR APPOINTMENTS</b>
<b>Report of:</b>	Philip Armstrong, Director, Governance
<b>Authored by:</b>	Joanne Goetz, Alexandra Laheurte Sloyka
<b>Agenda item:</b>	02b
<b>Category:</b>	For Decision
<b>Strategic goal:</b>	Alliance operations

## **Section A: Overview**

### **1. Executive Summary**

- 1.1 The Chairs of the Executive Committee and the Governance Committee are statutorily appointed by virtue of their positions as Chair and Vice Chair of the Board, respectively. Chairs of the other Board Committees must be appointed by the Board.
- 1.2 As the terms of the current Chairs of the Audit and Finance Committee, Investment Committee and Programme and Policy Committee come to an end on 31 December 2015, this report outlines recommendations for appointments and reappointments.

### **2. Recommendations**

- 2.1 The Gavi Governance Committee recommends to the Gavi Board that it:
- **Appoint:**
    - **David Sidwell** as Chair of the Audit and Finance Committee effective 1 January 2016 and until 31 December 2017.
  - **Reappoint:**
    - **Stephen Zinser** as Chair of the Investment Committee effective 1 January 2016 and until 30 June 2017.
    - **Richard Sezibera** as Chair of the Programme and Policy Committee effective 1 January 2016 and until 31 December 2017.

*The minutes will note that candidates for these positions did not participate in discussion and voting on their appointments.*

## **Section B: Content**

### **3. Audit and Finance Committee**

3.1 Mr Wayne Berson comes to the end of his term as an Unaffiliated Board Member and as Chair of the Audit and Finance Committee on 31 December 2015. Mr David Sidwell was appointed to the Board as an Unaffiliated Board Member from 1 January 2015 and has been a member of the Audit and Finance Committee during 2015. Mr Sidwell has indicated his willingness to chair the committee and his extensive experience and knowledge make him an excellent candidate. No further nominations have been received.

### **4. Investment Committee**

4.1 Mr Zinser has been the Investment Committee Chair since 1 January 2015. He has indicated his willingness to continue to chair the committee and no further nominations have been received.

### **5. Programme and Policy Committee**

5.1 Dr Sezibera has been the Programme and Policy Committee Chair since 1 January 2015. He has indicated his willingness to continue to chair the committee and no further nominations have been received. At its meeting on 13 November 2015, the Unaffiliated Recruitment Sub-Committee recommended to the Governance Committee that it reappoint Dr Sezibera as PPC Chair.

## **Section C: Risk implication and mitigation and Financial implications**

### **6. Risk implication and mitigation**

6.1 There are no apparent risks.

### **7. Financial implications**

7.1 There are no financial implications.

## **Section D: Implications**

### **8. Impact on countries**

8.1 There is no programmatic impact on Gavi-eligible countries.

### **9. Impact on GAVI stakeholders**

9.1 There is no impact on stakeholders.

### **10. Impact on Secretariat**

10.1 There is no impact on the Secretariat.

## 11. Legal and governance implications

11.1 Governance implications are covered throughout this paper.

## 12. Consultation

12.1 Consultation is noted above.

## 13. Gender implications

13.1 The Guidelines on the Board Gender Balance are silent with regards to committee chairship.

## Section E: Biographies

### 14. David Sidwell

14.1 David Sidwell is Senior Independent Director and Chair of the Risk Committee of UBS, where he is also a member of the Governance and Nominating Committee. Mr Sidwell is also a Director and Chairperson of the Risk Policy and Capital Committee of Fannie Mae in Washington, DC, and a senior advisor at Oliver Wyman in New York. He is a board member and serves on the Audit Committee of Ace Limited, Chairman of the Board of Village Care in New York, and a Director of the National Council on Aging in Washington, DC. Mr Sidwell previously served as Executive Vice President and CFO of Morgan Stanley. Before joining Morgan Stanley he worked for JPMorgan Chase & Co., where, in his 20 years of service, he held a number of different positions, including controller and, from 2000 to 2004, CFO of the Investment Bank. Prior to this, he was with Price Waterhouse in both London and New York. Mr Sidwell graduated from Cambridge University and qualified as a chartered accountant with the Institute of Chartered Accountants in England and Wales.

### 15. Stephen Zinser

15.1 Stephen Zinser is a Co-founder and Chief Executive Officer of Roxbury Asset Management. Roxbury is a London based asset management company focused on the European liquid alternatives market. Its first fund, the Roxbury Credit Events Fund, was launched as a Dublin UCITS in September 2015. Prior to establishing Roxbury, Stephen was Chief Executive Officer and Co-Chief Investment Officer of ECM Asset Management which he co-founded in February 1999. 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. In January 2007, Wachovia Bank acquired a majority stake in ECM. ECM is now fully owned by Wells Fargo. Prior to co-founding ECM, Mr Zinser 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. He is a Member of Gonville and Caius (Cambridge) College Development Campaign Board where he advises on fund raising and other matters.

## **16. Richard Sezibera**

16.1 Richard Sezibera is Secretary General of the East African Community, the regional intergovernmental organisation of the Republics of Kenya, Uganda, the United Republic of Tanzania, Republic of Rwanda and Republic of Burundi. The Community has the ultimate aim of forming a political federation. The partner countries have formed a customs union, a common market, have signed a protocol on monetary union and cooperate on many areas including infrastructure development. Prior to his appointment, Dr. Sezibera served as Minister of Health of the Republic of Rwanda (October 2008 - April 2011), and as a Gavi Board member representing developing country governments. Dr. Sezibera has served in many capacities in the Rwandan government, including Ambassador to the US, Presidential Special Envoy to the Great Lakes Region, and Senior Advisor to the President of Rwanda, where he worked on peace and security, conflict management and resolution, and regional integration issues. Dr. Sezibera is Medical Doctor by profession, a father of five and is married to Ms Eustochie Sezibera.