

SUBJECT:	CONSENT AGENDA: OFFICER APPOINTMENT
Report of:	Seth Berkley, MD, Chief Executive Officer
Authored by:	Kevin A. Klock, Head of Governance and Assistant Secretary
Agenda item:	02b
Category:	For Decision
Strategic goal:	Alliance operations

Section A: Overview

1. Purpose of the report

- 1.1 This paper proposes appointing the new Director of Governance as Secretary to the Board.

2. Recommendations

- 2.1 The Board is requested to:

Appoint Philip Armstrong as Secretary with individual signatory authority effective 1 August 2015 and until his successor is appointed and qualified.

3. Executive summary

- 3.1 Debbie Adams, Managing Director, Law & Governance, announced last year that she would leave Gavi at the end of 2014. Subsequently, a review of the role was undertaken and it was determined to re-split the leadership of the legal and governance teams. This resulted in the creation of a Director of Governance position, recognising the wish to have a full-time, experienced leader in Geneva who will bring a dedicated, first-class background.
- 3.2 Following a tender process, the CEO mandated Russell Reynolds Associates as the search partner. An extensive international search took place which yielded four short-listed candidates who were interviewed by most members of the Executive Team. Philip Armstrong emerged as the candidate of choice. He was interviewed by Dagfinn Høybråten on 20 February 2015 and had a conversation with Kevin Klock, the current interim Director of the Governance team, on 23 February.

3.3 Seth Berkley appointed Mr Armstrong to the position, effective 1 August 2015 and informed the Board by email in May, noting that the Board would be asked to also appoint him as Secretary at its June 2015 meeting.

4. Risk implication and mitigation

4.1 The Secretary is a key position that should not remain unfilled. However, the Board mitigated this risk when it appointed Kevin Klock as Assistant Secretary in 2008.

5. Financial implications: Business plan and budgets

5.1 There is no additional compensation to the Director of Governance for serving as Secretary. Therefore, there are no financial implications.

Section B: Biography

6. Philip Armstrong

6.1 Philip Armstrong is currently Senior Advisor, Corporate Governance at the International Finance Corporation (IFC), part of the World Bank Group. He previously led the Global Corporate Governance Forum which has been integrated into IFC's Corporate Governance Group. Philip is a widely acknowledged expert on corporate governance and was closely involved with the internationally-acclaimed King Reports on Corporate Governance in South Africa. He was instrumental in producing the Commonwealth Guidelines on corporate governance and served as an expert resource on corporate governance for the New Partnership for Africa's Development (NEPAD) initiative in Africa at its inception.

6.2 Philip is a corporate secretary by profession and has had a distinguished and varied career in executive and senior management in a number of South Africa's prominent companies, including as senior vice president and corporate secretary of Anglo American Corporation. He has served on a number of boards of companies, governing bodies of professional institutions, and policy initiatives in South Africa and around the world. Philip currently serves on the board of governors of the International Corporate Governance Network (a coalition of investors representing assets under management of some US\$ 23 trillion) and advisory bodies in Australia, Brazil, Turkey, United Kingdom, and the United States.