
Subject	Governance Committee Chair Report
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Category	For Information
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Section A: Introduction

- This report provides the Board with an update on the activities of the Governance Committee (GC) since the last report to the Board by the Committee Chair in June 2024.
- The GC held an in-person meeting on 5 June 2024 and a virtual meeting on 1 October 2024. The next meeting is scheduled for 3 December 2024.
- In addition to routine business such as Board and Committee nominations, the recruitment of Unaffiliated Board Members, and the governance risk matrix, Committee discussions have focused on the following key topics: (i) the upcoming Gavi Board Chair recruitment process; (ii) Strengthening the Implementing Country Constituency; (iii) the Evaluation Function Review; (iv) the Delegation of Authority Policy; (v) the Collaboration with the Global Financing Facility and Global Fund to Fight AIDS, Tuberculosis and Malaria; and (vi) the Governance of the African Vaccine Manufacturing Accelerator (AVMA) and First Response Fund.
- At its meeting on 3 December 2024, the GC will review proposals for the Board and Board Committee evaluation, discuss Consent Agenda guidelines, examine the Terms of Reference (ToR) for the Independent Review Committee, and continue discussions on the Board Chair recruitment, collaboration with other global health organizations, and the evaluation function review.
- The GC Chair's report is attached as Annex A in the form of a presentation.

Annexes

Annex A: Governance Committee Chair report

GOVERNANCE COMMITTEE CHAIR REPORT

BOARD MEETING

Omar Abdi

4-5 December 2024, Bali, Indonesia

Routine (recurring) work

Board and Committee nominations

Recruitment of Unaffiliated Board Members (GC Subcommittee)

Monitoring of the GC Action Sheet and Forward Workplan

Monitoring of Governance Risk Matrix

Board Chair Recruitment

At its meeting on 1 October 2024, the Governance Committee (GC) was presented with the recruitment process for selecting a new Gavi Board Chair to succeed Professor Barroso upon the conclusion of his second term in December 2025.

It was noted that the Chair of the Governance Committee will lead the recruitment process and will establish a Search Committee in consultation with Board constituencies.

GC members emphasised the importance of ensuring balanced representation on the Search Committee and suggested that early consultations with Board Members take place. The goal is to identify 2-3 final candidates, thereby mitigating the risk of a preferred candidate withdrawing late in the process.

Next steps will be discussed at the GC meeting on 3 December 2024.

Strengthening Implementing Country Constituency

At its meeting on 5 June 2024, the Governance Committee (GC) welcomed Minister Budi Gunadi Sadikin, Board Member and Co-Chair of the Implementing Country Caucus (ICC), and Dr. Retes, Alternate Board Member, to discuss the support needed to enable a more effective role for the ICC.

GC members reaffirmed their support for enhancing the ICC's engagement at both the governance level and within technical committees. The Secretariat committed to exploring additional mechanisms to ensure the ICC's structured and meaningful involvement.

AVMA and Day Zero Financing Facility

On 5 June 2024, the Governance Committee (GC) was briefed on the ToRs of the AVMA (African Vaccine Manufacturing Accelerator) Investors Forum, the Gavi-Africa CDC African Vaccine Manufacturing Forum, and the First Response Fund (FRF) Investors Forum, and endorsed the proposed ToRs which reflected inputs previously provided by the GC in April 2024.

GC members affirmed their support for the decision-making to remain with the Gavi Board for both initiatives (AVMA and FRF) and reiterated their call for regular monitoring and information sharing on both initiatives, in addition to the triennial course correction.

Collaboration with other Organisations

At its meetings on 5 June 2024 and 1 October 2024, the Governance Committee (GC) was updated on the ongoing collaboration between Gavi, the Global Fund (GF) and the Global Financing Facility (GFF), a ToR for the Joint Committee Working Group (JCWG) was shared for endorsement, and a brief on the first JCWG meeting was provided.

GC members emphasised the criticality of country focus and country-based collaboration.

GC members welcomed the update and agreed on the importance of ensuring diversity within the JCWG. While they initially recommended engaging with the Pandemic Fund, UNICEF, WHO, and others to ensure alignment with the Lusaka Agenda, it was later decided, following the first meeting, that membership would not be expanded at this time. The JCWG will contribute to the Lusaka Agenda while maintaining focus on the three defined workstreams.

GC members delegated authority for ToR finalisation and selection of Gavi Board and Committee representatives for the JCWG to the Secretariat. An update on the JCWG's progress will be provided to the GC at the 3 December 2024 GC meeting.

Evaluation Function Review

At its meeting on 1 October 2024, the Governance Committee (GC) received an update on the high-level findings of the ongoing Evaluation Function Review.

GC members noted that the current role and mandate of the Evaluation Advisory Committee (EAC) may no longer be fit for purpose, highlighting concerns regarding ownership and accountability of the Evaluation Policy. They recommended, for example, strengthening the linkages between the EAC and the Programme and Policy Committee (PPC).

GC members also shared their views on various aspects of monitoring and evaluation (M&E), including the responsibility of management, the often overly complex independent external evaluation processes, the application of evaluation findings for remedial actions and course correction, and the need for simplification where feasible.

An update on the Evaluation Function Review will be provided at the 3 December 2024 GC meeting.

Delegation of Authority Policy

On 5 June 2024, the Governance Committee (GC) was presented with the proposed amendments to the Delegation of Authority Policy which had been endorsed by the Director of Governance, the General Counsel and Chairs of the GC and Audit and Finance Committee.

GC members endorsed the proposed amendments and requested that information on further signatory authority delegations be shared periodically.

Unaffiliated Recruitment Subcommittee

On 5 June 2024, the Governance Committee (GC) was updated on the ongoing process for the recruitment of unaffiliated members.

GC members reiterated the importance of seeking geographical diversity in the recruitment process, acknowledging that this continues to be a challenge.

Recommendations to the Board

1 October

- Board Chair Recruitment (*Consent Agenda for December Board meeting*)
- Delegation of Authority Policy (*Consent Agenda for December Board meeting*)

3 December *to be considered for inclusion on Consent Agenda for December Board meeting*

- Board and Committee Appointments
- Independent Review Committee Appointments
- Independent Review Committee Terms of Reference

Thank you