SUBJECT:	**GOVERNANCE COMMITTEE CHAIR REPORT**
Category:	For Information

Section A: Introduction

- This report provides the Board with an overview of the activities of the Governance Committee (GC) since the Board last met in November 2018.

- The GC met by teleconference on 12 February 2019 and had an in-person meeting in Ottawa, Canada, on 26 March 2019.

- In addition to some routine business such as Board and Committee nominations and the recruitment of Unaffiliated Board members, Committee discussions at both meetings focussed primarily on work in relation to the 2019 Board Effectiveness Review and recruitment of a new Chair for the Evaluation Advisory Committee.

- A number of Board and Committee nominations submitted to both meetings have already been circulated to the Board for no objection consent.

- The GC will meet on 24 June 2019, preceding the Board meeting, and it is expected that further recommendations will be put forward to the Board on the consent agenda at its June meeting.

- The GC Chair report is attached in the form of a presentation as Annex A.

Annexes

Annex A: Governance Committee Chair report

GOVERNANCE COMMITTEE CHAIR REPORT

BOARD MEETING
Bill Roedy
26-27 June 2019, Geneva, Switzerland

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Routine (Recurring) Work

- **Board and Committee nominations, including Committee leadership**

- **Recruitment of Unaffiliated Board members** *(GC Subcommittee)*

- **Monitoring of Gender Policy for Board and Committee nominations**

**Board meeting
26-27 June 2019**

Other Work

- **Board Effectiveness Review**
  - Governance Committee (GC) provided input to Board and Committee surveys which were launched in March
  - Review to focus on effectiveness of processes - some open-ended questions to identify issues around governance structures and arrangements, if any
  - Report to be presented by independent consultant to GC at its 24 June meeting

- **Review of Evaluation Advisory Committee Terms of Reference**
  - Evaluation Advisory Committee (EAC) reviewed its Terms of Reference based on the findings and recommendations of a Peer Review of the Gavi Evaluation Function
  - Proposed changes presented to GC at its meeting of 26 March
  - Final draft approved by EAC in April and presented to GC in June. GC agreed to recommend approval to Board *(Consent Agenda)*

**Board meeting
26-27 June 2019**

Recommendations to the Board

12 February

- Board and Committee appointments. Approved by Board by no-objection consent

26 March

- Board and Committee appointments. Approved by Board by no-objection consent

24 June

- Board and Committee appointments *(Consent Agenda)*
- Committee Chair appointments *(Consent Agenda)*
- Delegation of Board Chair Recruitment to Governance Committee *(Consent Agenda)*
- Appointment of Treasurer *(Consent Agenda)*
- Evaluation Advisory Committee Terms of Reference *(Consent Agenda)*
- Appeals Tribunal *(Consent Agenda)*

**Board meeting
26-27 June 2019**

Annex A

Thank you

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