

## FOR INFORMATION

The Governance Committee of the GAVI Alliance Board has held two meetings since the November 2009 board meeting. This paper provides a brief summary of issues discussed.

### Governance Committee Update

The Governance Committee is responsible for ensuring the smooth operations of GAVI's governance structure. It serves as a nominating body for new board members, evaluates and oversees the functioning of other committees, and develops and enforces key governance policies. This is a summary of Governance Committee activities as a result of its meetings on 17 March and 19 April:

**Chair/Vice Chair Participation:** The Governance Committee recommended the Board amend the By-Laws to ensure that if a Representative Board Member is appointed Chair or Vice Chair of the Board or of any Board Committee, that individual will not express his/her applicable Eligible Organisation or Eligible Constituency viewpoint in deliberations nor participate in voting at any Board or Board Committee meeting. The Board later approved this amendment.

**Second Board Seat for CSOs:** Governance Committee Member Alan Hinman informed the Committee that the CSO constituency would request the Board to create a second seat for the constituency. A paper on this issue is included in the board pack (Doc 20).

**Gender Policy Guidelines:** The Governance Committee reviewed and recommended to the Board a set of guidelines for integrating GAVI's Gender Policy into the Board's nominations process and, in particular, to assist the Board in achieving greater gender balance. A paper on this issue is included in the board pack (Doc 18).

**Board Composition:** The Committee nominated and the Board appointed two board members and five alternate board members. Additional board member candidates are being considered for nomination at the Committee's 15 June meeting. These nominations will be tabled to the Board in due course.

**Committee Composition:** Committees were refreshed for the 2010 year. In particular, the Board welcomed Gustavo Gonzalez-Canali as chair of the Programme and Policy Committee and expressed its thanks to Sissel Hodne-Steen who chaired the Committee since October 2008. Additional nominations will be tabled to the Board in due course.

**Board/Committee Self-Assessment:** The self-assessments for the Board, Executive Committee, and Governance Committee are being completed and the results presented to the Board toward the conclusion of the June board meeting. The initial rounds of self-assessment identified the value of better risk oversight, crafting committee workplans, and improving and expanding the board member orientation process; each of these areas have or are being addressed by committees and the Secretariat governance team.

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**Recruitment of a New Board Chair:** The Governance Committee agreed on a process for appointing a new Board Chair as well as the terms of reference for the position. The Committee founded a subcommittee of eight board members to lead the process. The subcommittee is chaired by George W. Wellde, Jr. and board members interested in being considered for the Board Chair position, or who would like to refer candidates, may contact the subcommittee chair.

**Chair/Vice Chair Evaluation:** The Governance Committee delegated to the other sitting committee chairs the responsibility to craft and implement a performance evaluation of the Board Chair and Board Vice Chair. The results are due by the end of the year.