Governance Committee meeting
10 March
Geneva, Switzerland

1. Chair's report

1.1 Noting that the meeting had been duly convened and finding a quorum of members present. Omar Abdi, Chair of the Governance Committee (GC) opened the meeting at 13.00 Geneva time.

------

2. Board and Committee Evaluation

2.1 The Chair, Omar Abdi, provided framing remarks and informed the Governance Committee (GC) that the Request for Quotations (RFQ) for the Board's External Evaluation was being presented for the Committee's guidance ahead of finalisation and publication.

2.2 Brenda Killen, Director of Governance, outlined the proposed process for issuing the RFQ to procure an external firm to conduct the governance evaluation. She highlighted the need to establish a small Governance Committee group to review proposals and recommend a firm, and she outlined the objectives, timeline, and overall evaluation process.

2.3 She emphasised that the Governance Committee's input would be critical both in shaping the Terms of Reference and throughout the evaluation process.

Discussion

- Governance Committee members emphasised that the upcoming governance review should be forward-looking and strategic, while building on the recommendations and findings of the previous Board evaluation.

- The Committee discussed its role in the evaluation process. It was clarified that the Governance Committee will oversee the evaluation and the implementation of recommendations, supported by a subset of the GC to handle the administrative aspects in terms of reviewing bids and shortlisting of firms.

- Members highlighted the importance of building on past evaluations and recommended that the scope should include Board nomination processes, meeting efficiency, and Board composition and balance. They also suggested expanding the benchmarking component in the RFQ to include Boards that have undergone significant transformation.

- Two Governance Committee members, Deena Shiff and Anna Sedgley, volunteered to review the RFQ technical proposals and develop a shortlist of firms for interviews. It was noted that additional Committee members may participate in the interviews if they wish.

- The Chair concluded by outlining the next steps, including finalising the RFQ, confirming the small team to support the procurement process, and preparing for the Board retreat, where the Evaluation's Terms of Reference will be finalised.

-----

7. Any Other Business

7.1 After determining there was no further business, the meeting was brought to a close.

Brenda Killen
Secretary to the Meeting

Attachment A- Participants

Committee Members - Attendance

1. Omar Abdi (Chair)
2. Deena Shiff
3. Anna Sedgley
4. Kate O’Brien
5. Cécile Billaux
6. Marit Viktoria Pettersen
7. Alexandra Rudolph-Seemann
8. Julie Hamra
9. Bvudzai Magadzire
10. Sania Nishtar

Committee Members - Regrets

11. Hamed Yaqoob Sheikh
12. Greg Widmyer

Secretariat

13. Brenda Killen, Director, Governance
14. Nadine Abu Sway, Senior Manager, Governance
15. Niamh Lawless, Chief Operating Officer, Human Resources
16. Marie Rochat, Senior Administrative Assistant

Observers/Guests

17. Vivian Lopez, Special Adviser, Board Vice Chair and Chair of the Governance Committee
18. Sudhvir Singh, Special Adviser to the