

# CONSENT AGENDA

BOARD MEETING

7-8 December 2022, Geneva, Switzerland

# Recommendation 1: Consent Agenda: Board Chair Reappointment

The Gavi Alliance Governance Committee recommends to the Gavi Alliance Board that it:

- a) Reappoint José Manuel Barroso as an Unaffiliated Board member through to 31 December 2025; and
- b) Reappoint José Manuel Barroso as Board Chair, with individual signatory authority on behalf of the Gavi Alliance, for a second term through to 31 December 2025.

# Recommendation 2: Consent Agenda: Board Committee Chair Appointment

The Gavi Alliance Governance Committee **recommends** to the Gavi Alliance Board that it:

**Appoint** Yibing Wu as Chair of the Investment Committee effective 1 January 2023 and until 31 December 2023.

# Recommendation 3: Consent Agenda: Board and Committee nominations (1/5)

The Gavi Alliance Governance Committee recommends to the Gavi Alliance Board that it:

a) Appoint the following Board Members:

- **Mphu Ramatlapeng** as an Unaffiliated Board member in the seat currently held by Margaret (Peggy) Hamburg effective 1 January 2023 and until 31 December 2025.
- **Gabriella Fésüs** as Board Member representing the European Commission on the donor constituency cluster anchored by Germany in the seat currently held by Bernhard Braune of Germany, effective 1 January 2023 and until 31 December 2023.
- **Saad Omer** as Board Member representing the research & technical health institutes constituency in the seat currently held by Marta Nunes, effective 1 January 2023 and until 31 December 2023.
- **Andrew (Drew) Otoo** as Board Member representing the vaccine industry industrialised countries in the seat currently held by Roger Connor, effective 1 January 2023 and until 31 December 2025.

# Recommendation 3: Consent Agenda: Board and Committee nominations (2/5)

b) Reappoint the following Board Members:

- **John Arne Røttingen** as Board Member representing Norway on the donor constituency cluster anchored by Norway, effective 1 January 2023 and until 31 December 2023.

c) Appoint the following Alternate Board Members:

- **Jérémie Forrat-Jaime** as Alternate Board Member to Gabriella Fésüs representing France on the donor constituency cluster anchored by Germany in the seat currently held by Gabriella Fésüs of the European Commission, effective 1 January 2023 and until 31 December 2023.
- **Rhoda Wanyenze** as Alternate Board Member to Saad Omer representing the research & technical health institutes constituency in the seat currently held by Saad Omer, effective 1 January 2023 and until 31 December 2025.
- **Joan Benson** as Alternate Board Member to Drew Otoo representing the vaccine industry industrialised countries constituency in the seat currently held by An Vermeersch, effective 1 January 2023 and until 31 December 2025.

# Recommendation 3: Consent Agenda: Board and Committee nominations (3/5)

d) **Reappoint** the following Alternate Board Members:

- **Francesca Manno** as Alternate Board member to Takeshi Akahori representing Italy on the donor constituency cluster anchored by Japan, effective 1 January 2023 and until 31 December 2023.
- **Joris Jurriëns** as Alternate Board member to John Arne Røttingen representing the Netherlands on the donor constituency cluster anchored by Norway, effective 1 January 2023 and until 31 December 2023.

e) **Reappoint** the following to the Market-Sensitive Decisions Committee effective 1 January 2023:

- **José Manuel Barroso** (Board Chair) until 31 December 2023
- **Gabriella Fésüs** (Board Member) until 31 December 2023

# Recommendation 3: Consent Agenda: Board and Committee nominations (4/5)

- f) **Appoint** the following to the Governance Committee effective 1 January 2023:
- **Deena Shiff** (Board Member) until 31 December 2023
  - **Joan Benson** (Alternate Board Member) until 31 July 2023
  - **Jérémie Forrat-Jaime** (Alternate Board Member) until 31 December 2023
- g) **Reappoint** the following to the Governance Committee effective 1 January 2023:
- **John-Arne Røttingen** (Board Member) until 31 December 2023
- h) **Reappoint** the following to the Audit and Finance Committee effective 1 January 2023:
- **Joshua Tabah** (Alternate Board Member) until 31 December 2023

# Recommendation 3: Consent Agenda: Board and Committee nominations (5/5)

- i) **Appoint** the following to the Programme and Policy Committee effective 1 January 2023:
- **Beth Arthy** (Board Member) until 31 December 2023
  - **Adrien de Chaisemartin** (Committee Delegate) until 31 December 2023
  - **Hanna Nohynek** (Independent Expert) until 31 December 2023
- j) **Reappoint** the following to the Programme and Policy Committee effective 1 January 2023:
- **Bernhard Braune** (Committee Delegate) until 31 December 2023



# Recommendation 4: Consent Agenda: Independent Review Committee appointments

The Gavi Alliance Governance Committee recommends to the Gavi Alliance Board that it:

Appoint as new IRC members the individuals listed in Annex A to Doc 01d, effective immediately and until 31 March 2025.

# Recommendation 5: Consent Agenda: Amendment to Board and Board Committee Operating Procedures

The Gavi Alliance Governance Committee recommends to the Gavi Alliance Board that it:

Amend Section 25.1 of the Board and Board Committee Operating Procedures to read as follows:

Appointment and term: The CEO shall be selected by the Board based on merit, in a non-political, open and competitive manner. The CEO shall be appointed to renewable terms of **three** year.

# Recommendation 6: Consent Agenda: COVAX Facility Governance

The Gavi Alliance Governance Committee **recommends** to the Gavi Alliance Board that it:

- a) **Dissolve** the COVAX Shareholders Council with effect on 31 December 2022;
- b) **Dissolve** the COVAX Consensus Group with effect on 31 December 2022;
- c) **Approve** the amendments to the Terms of Reference of the COVAX AMC Engagement Group as set out in Annex B to Doc 01d;
- d) **Approve** the amendments to the Market-Sensitive Decisions Committee Charter as set out in Annex C to Doc 01d; and
- e) **Extend** the term of the COVID-19 Vaccination Delivery Support Temporary Steering Committee to 30 April 2023.

# Recommendation 7: Consent Agenda: IFFIm CEPI Arrangement

The Gavi Alliance Audit and Finance Committee **recommends** to the Gavi Alliance Board that it:

**Approve** an Assessment Framework exemption to allow funding for CEPI's non-COVID-19 programmes. This exemption shall be applicable only to the transactions related to a single Australian grant (not exceeding AUD 50 million) and a single Spanish grant (not exceeding EUR 75 million) intended for CEPI's support.

# Recommendation 8: Consent Agenda: Appointment of Independent Auditor

In accordance with the Gavi Independent Auditor Selection and Evaluation Policy, the Gavi Alliance Audit and Finance Committee **recommends** to the Gavi Alliance Board that it:

- a) **Reappoint** Deloitte SA as the independent auditor of Gavi for the 5-year term from 2023 to 2027; and
- b) **Reappoint** Deloitte Tax LLP as external tax consultant of Gavi for the 5-year term from 2023 to 2027.

# Recommendation 9: Consent Agenda: Amendment of Audit and Investigations Terms of Reference

The Gavi Alliance Audit and Finance Committee recommends to the Gavi Alliance Board that it: Approve the amended Audit and Investigations Terms of Reference attached as Annex D to Doc 01d.

# Recommendation 10: Consent Agenda: Gavi support for Inactivated Poliovirus Vaccine

The Gavi Alliance Programme and Policy Committee recommends to the Gavi Alliance Board that it:

Approve continuation of the IPV support approach approved in 2019, namely that countries are exempt from Gavi eligibility and co-financing policies until polio eradication and the withdrawal of bOPV from routine immunisation schedules.

# Thank you