

Gavi Alliance Board Meeting

6 April 2022

Hotel Ermitage, Evian-les-Bains, France

1. Opening Remarks

- 1.1 Noting that the meeting had been duly convened and finding a quorum of members present, the meeting commenced at 16.45 Evian time on 6 April 2022. Prof José Manuel Barroso, Board Chair, chaired the meeting which was held in closes session.
- 1.2 The Chair welcomed participants to the first formal Board meeting of 2022, noting that this was also the first in-person Board meeting since December 2019. He informed the Board that two members - Faisal Sultan and Yibing Wu - had joined the meeting by phone.
- 1.3 The Board Chair briefly introduced the agenda, and explained that he would ask Seth Berkley, CEO, and Anuradha Gupta, DCEO, to leave the meeting room for the third item on the agenda (Annual CEO Performance Review) given the confidential nature of this item.

2. Consent Agenda

- 2.1 Professor Barroso informed the Board that there were two decisions on the consent agenda:
 - The appointment of Lucy Elliot as Managing Director, Audit and Investigations; and
 - Amendments to the Market-Sensitive Decisions Committee Charter.
- 2.2 He explained that both items had been discussed in committees and that relevant documentation had been shared with the Board ahead of the meeting. As there had been no requests to place any of these items on the main agenda, he confirmed that these decisions would be covered in the review of decisions at the end of the Board meeting.
- 2.3 Closing this agenda item, Professor Barroso informed the Board that they would have the opportunity to meet the incoming Managing Director for Audit and Investigations at the drinks reception for the Board retreat later in the day. He then asked Seth and Anuradha to leave the meeting before the discussion of Item 3.

Decision One

The Gavi Alliance Board:

Appointed Lucy Elliott as Managing Director Audit and Investigations effective immediately and until her successor is appointed and qualified.

Decision Two

The Gavi Alliance Board:

Approved the amendments to the Gavi Alliance Market-Sensitive Decisions Committee Charter as set out in Annex A.

3.0 CEO Annual Performance Review 2021

Due to the confidential nature of this item, a separate note of discussions has been shared with Board and Alternate Board Members by the Board Chair.

4.0 Any Other Business

- 4.1 Professor Barroso welcomed Dr Berkley back to the meeting.
- 4.2 As no items had been raised under this item, the Board Chair asked Brenda Killen, Director of Governance and Secretary to the Board, to review the decisions agreed with the Board.
- 4.3 The Board Chair informed the Board that the CEO Recruitment Search Committee, which he leads, would meet on 7 April to choose an executive search firm to support the Board in the recruitment of a new CEO in 2023. Noting the importance he attaches to this recruitment, he added that he would be seeking a second mandate as Board Chair to enable him to lead the Board through this significant leadership transition.
- 4.4 After determining there was no further business, the meeting was brought to a close.

Prof José Manuel Barroso
Chair of the Board

Ms Brenda Killen
Secretary to the Board

Attachment A

Participants

Board members

- José Manuel Barroso, Chair
- Sarah Goulding, Vice Chair
- Omar Abdi
- Kwaku Agyeman-Manu
- Beth Arthy
- Anahit Avanesyan
- Bernhard Braune
- Megan Cain
- Awa Marie Coll Seck
- Roger Connor
- Margaret (Peggy) Hamburg
- Zsuzsanna Jakab
- Mohamed Jama (Alternate)
- Naguib Kheraj
- Mansukh Mandaviya
- Violaine Mitchell
- Marta Nunes
- Helen Rees
- Teresa Ressel
- John-Arne Røttingen
- Anne Schuchat
- Faisal Sultan
- Juan Pablo Uribe
- Rafael Vilasanjuan
- Yibing Wu
- Seth Berkley (non-voting)

Regrets

- Edna Yolani Batres
- Afsaneh Beschloss
- Mahima Datla
- Charlemagne Marie Ragnag-Néwendé Ouedraogo
- Bounfeng Phoummalaysith
- Xiang Shu

Alternates Observing

- Takeshi Akahori
- Susan Elden
- Gabriella Fésüs
- Atul Gawande
- Joris Jurriëns
- Silvia Lutucuta
- Bvudzai Magadzire
- Francesca Manno
- Alaa Murabit
- Etleva Kadilli
- Kate O'Brien
- Saad Omer
- Michael Kent Ranson
- Lia Tadesse
- An Vermeersch