



Report to the GAVI Alliance Board

21-22 November 2013

Subject:	Consent Agenda: IRC member emergency appointments
Report of:	Debbie Adams, Managing Director, Law and Governance
Authored by:	Joanne Goetz, Senior Manager, Governance
Agenda item:	02e
Category:	For Decision
Strategic goal:	Alliance operations

Section A: Overview

1 Purpose of the report

- 1.1 The purpose of this report is to ask the Board to consider a recommendation from the Governance Committee to recommend a change in the By-Laws to allow the CEO in concurrence with the Chair of the PPC to appoint IRC members in emergency situations with subsequent ratification by the Board at the next opportunity.

2 Recommendations

- 2.1 The Governance Committee recommended to the GAVI Alliance Board that it:

Amend Article 5.1.1 of the By-Laws to read as follows:

The Independent Review Committee (IRC) is an independent, impartial group of national health programme experts appointed by the Board from a pool nominated by the Secretariat in consultation with partners and others as required by the Board. In emergency situations, the CEO in concurrence with the Chair of the PPC may appoint IRC members with subsequent ratification by the Board. IRC members shall be selected on the basis of their skills, expertise and independence. The IRC serves to guarantee the integrity and consistency of an open and transparent programme funding process.

3 Executive summary

- 3.1 At its meeting on 9-10 October 2013 the PPC confirmed the importance of ensuring full independence of the IRC and that therefore IRC members should continue to be appointed by the Board, as foreseen in the By-Laws.

- 3.2 The PPC recommended that the Governance Committee consider recommending a change to the By-Laws to allow the CEO in concurrence with the Chair of the PPC to appoint IRC members in emergency situations with subsequent ratification by the Board at the next opportunity.
- 3.3 At its meeting on 4 November, the Governance Committee, noting the discussion of the PPC and also taking into account the discussion of the Executive Committee on this proposal during its teleconference on 1 November, confirmed the proposed amendment to the By-Law amendment and recommended that it be approved by the Board.

4 Risk implication and mitigation

- 4.1 If there is no provision in the By-Laws for the appointment of IRC members outside of the normal governance schedule there is a risk that some meetings of the IRC will lack sufficient particular expertise to fully evaluate country applications and/or reports. The inclusion of a provision for emergency appointments in the By-Laws would mitigate this risk.

5 Financial implications: Business plan and budgets

- 5.1 There are no financial implications.

Section B: Content

6 Rationale

- 6.1 Under the current By-Laws, the Board appoints IRC members. During the GAMR process it was brought to light that this had not previously been done. It has been agreed that this will now be done to ensure compliance with the By-Laws.
- 6.2 As the Board only meets twice a year, there is no flexibility to add to the pool when additional or particular types of expertise are needed or when people drop out on short notice. Each IRC meeting (expected to be at least three times a year) requires an appropriate constellation of expertise in multiple areas. As reviewers sometimes have conflicting obligations or cancel at the last minute, there are at times gaps in expertise that cannot be filled through the process currently foreseen in the By-Laws, which requires a long lead time.
- 6.3 Amending the By-Laws to allow for an emergency appointment process would give the flexibility to ensure an appropriate constellation of expertise for each IRC round.
- 6.4 For the following reasons, the PPC proposed that the CEO in concurrence with the PPC Chair could appoint IRC members in emergency situations. Under its Charter, the PPC is responsible for advising on the criteria for and the recruitment of IRC members and for responding to IRC policy recommendations. In addition, in practice the PPC Chair is the most likely Committee Chair to have a public health background. The PPC Chairs'

involvement would add independent and external expertise to the appointment process. Finally, by making the emergency appointments by the CEO in concurrence with the PPC Chair subject to subsequent Board ratification, the Board retains oversight on IRC appointments.

Section C: Implications

7 Impact on countries

7.1 The proposed change to the By-Laws would not have an impact on GAVI countries.

8 Impact on GAVI stakeholders

8.1 The proposed change to the By-Laws would not have an impact on GAVI stakeholders.

9 Impact on Secretariat

9.1 The proposed change to the By-Laws would greatly facilitate the work of the Secretariat when additional types of expertise are needed or when reviewers have conflicting obligations or are unable to attend IRC meetings at the last minute.

10 Legal and governance implications

10.1 There are no legal and governance implications other than those outlined in this report.

11 Consultation

11.1 The Programme and Policy Committee and the Governance Committee.

12 Gender implications

12.1 Efforts would be made to ensure that each IRC has an appropriate gender balance and expertise.