Review of decisions

GAVI Alliance Board meeting
Dar es Salaam, Tanzania, 4-5 December 2012

GAVI ALLIANCE

Decision 1: Board/ Committee member appointments (1/14)

The GAVI Alliance Board:

(a) **Appointed** the following Board members:

- **Orin Levine** as Board Member representing the Bill & Melinda Gates Foundation in the seat currently held by Christopher J. Elias effective 1 January 2013 until his successor is appointed and qualified.
- **Zulfiqar A. Bhutta** as Board Member representing research and technical health institutes in the seat currently held by Anne Schuchat effective 1 January 2013 until 31 December 2015.
- **Awa Marie Coll-Seck** of Senegal as Board Member representing developing country governments in the seat formerly held by Toupta Boguena (Chad) effective immediately until 31 December 2015.

Decision 1: Board/ Committee member appointments (2/14)

- **Andrei Usatii** of Moldova as Board Member representing developing country governments in the seat currently held by Guillermo González González (Nicaragua) effective 1 January 2013 until 31 December 2015.
- **Anders Nordström** as Board Member representing the new Denmark, the Netherlands, Norway, and Sweden donor constituency effective immediately until 31 December 2014.
- **Simon Bland** as Board Member representing the new Canada, Ireland, and United Kingdom donor constituency effective immediately until 31 December 2013.
- **Robert Clay** as Board Member representing the new Australia, Japan, Korea, and the United States of America donor constituency effective 1 January 2013 until 30 June 2013.
- **Richard Sezibera** as an Unaffiliated Board Member effective immediately until 31 December 2015.

Decision 1: Board/ Committee member appointments (3/14)

(b) **Reappointed** the following Board member:

- **Dagfinn Høybråten** as an Unaffiliated Board Member effective immediately until 31 December 2014.

Decision 1: Board/ Committee member appointments (4/14)

(c) **Appointed** the following the Alternate Board members:

- **Hussein Ali Mwinyi** of Tanzania as Alternate Board Member to Christine J. D. Ondoa (Uganda) representing developing country governments effective immediately until 31 December 2014.
- **Dorothee Kinde Gazard** of Benin as Alternate Board Member to Awa Marie Coll-Seck (Senegal) representing developing country governments in the seat formerly held by Fatchou Gakaitangou (Chad) effective immediately until 31 December 2015.
- **Pe Thet Khin** of Myanmar as Alternate Board Member to A.F.M. Ruhal Haque (Bangladesh) representing developing country governments effective immediately until 31 December 2014.
- **Walter Seidel** as Alternate Board Member to Gustavo Gonzalez-Canali representing the European Commission, France, Germany, Luxembourg donor constituency effective immediately until 31 December 2013.

Decision 1: Board/ Committee member appointments (5/14)

- **Paul Richard Fife** as Alternate Board Member to Anders Nordström representing the new Denmark, the Netherlands, Norway, and Sweden donor constituency effective immediately until 31 December 2014.
- **Micheline Gilbert** as Alternate Board Member to Simon Bland representing the new Canada, Ireland and United Kingdom donor constituency effective immediately until 31 December 2013.
- **Jenny Da Rin** as Alternate Board Member to Robert Clay representing the new Australia, Japan, Korea, and the United States of America donor constituency effective 1 January 2013 until 30 June 2013.
- **Samba O. Sow** as Alternate Board Member to Zulfiqar A. Bhutta representing research and technical health institutes in the seat currently held by Stefan Kaufmann effective 1 January 2013 until 31 December 2015.

Decision 1: Board/ Committee member appointments (6/14)

(d) **Reappointed** the following Alternate Board members:

- **Suresh Jadhav** as Alternate Board Member to Mahima Datla representing the developing country vaccine industry effective immediately until 30 June 2013.
- **Nila Heredia Miranda** of Bolivia as Alternate Board Member to Andrei Usatii (Moldova) representing developing country governments effective 1 January 2013 until 30 June 2013.

Decision 1: Board/ Committee member appointments (7/14)

(e) **Appointed** the following members of the Executive Committee effective 1 January 2013 until the committees are refreshed for the 2014 year:

- Dagfinn Høybråten (Chair)
- Geeta Rao Gupta (Vice Chair)
- Wayne Berson (unaffiliated)
- Ashutosh Garg (unaffiliated)
- George W. Wellde, Jr (unaffiliated)
- Orin Levine (Gates Foundation)
- Flavia Bustreo (WHO)
- Jenny Da Rin (Australia)
- Christine J. D. Ondoa (Uganda)
- [World Bank]
- Seth Berkley (non-voting)

Decision 1: Board/ Committee member appointments (8/14)

(f) **Appointed** the following members of the Audit and Finance Committee effective 1 January 2013 until the committees are refreshed for the 2014 year:

- Board members
  - Wayne Berson (unaffiliated) (Chair)
  - Dwight Bush (unaffiliated)
  - Yifei Li (unaffiliated)
- Board alternates
  - Micheline Gilbert (Canada)
- Committee delegates
  - Derek Strocher (World Bank)
  - Dirk Gehl (Germany)
  - Tom Hunstad (Norway)
  - Ludovica Soderini (Italy)

Decision 1: Board/ Committee member appointments (9/14)

(g) **<u>Appointed</u>** the following members of the Governance Committee effective 1 January 2013 until the committees are refreshed for the 2014 year:

- Board members
  - Geeta Rao Gupta (Chair)
  - Simon Bland (UK)
  - Dwight Bush (unaffiliated)
  - George W. Wellde, Jr (unaffiliated)
  - Maria C. Freire (unaffiliated)
  - Seth Berkley (non-voting)
- Board alternates
  - Nicholas Alipui (UNICEF)
  - José Luis Solano (Spain)
  - Olga Popova (industrialised vaccine industry)
  - Samba O. Sow (research and technical health institutes)

Decision 1: Board/ Committee member appointments (10/14)

(h) **<u>Appointed</u>** the following member of the Governance Committee effective 1 January 2013 until 30 June 2013:

- Board member
  - Alan Hinman (CSOs)

(i) **<u>Appointed</u>** the following members of the Investment Committee effective 1 January 2013 until the committees are refreshed for the 2014 year:

- Board members
  - George W. Wellde, Jr (unaffiliated) (Chair)
  - Dwight Bush (unaffiliated)
  - Ashutosh Garg (unaffiliated)

Decision 1: Board/ Committee member appointments (11/14)

(j) **Appointed** the following members of the Programme and Policy Committee effective 1 January 2013 until the committees are refreshed for the 2014 year:

- Board members
  - Gustavo Gonzalez-Canali (France) (Chair)
  - Zulfiqar A. Bhutta (research and technical health institutes)
  - Seth Berkley (non-voting)
- Board alternates
  - Steve Landry (Gates Foundation)
  - Jean-Marie Okwo-Bele (WHO)

Decision 1: Board/ Committee member appointments (12/14)

- Committee delegates
  - Clarisse Loe Loumou (CSOs)
  - Tedros Adhanom Gebreyesus (Ethiopia)
  - A Jan Naeem (Afghanistan)
  - Salif Samake (Mali)
  - Abigail Robinson (UK)
  - Susan McKinney (USA)
  - Lene Lothe (Norway)
  - Jos Vandelaer (UNICEF)
  - Robert Oelrichs (World Bank)
  - Klaus Stohr (industrialised vaccine industry)

GAVI ALLIANCE

Decision 1: Board Committee member appointments (13/14)

(k) **Appointed** the following member of the Programme and Policy Committee effective 1 January 2013 until 30 June 2013:

- Board alternate:
  - Suresh Jadhav (developing country vaccine industry)

Decision 1: Board/ Committee member appointments (14/14)

(I) **Appointed** the following members of the Evaluation Advisory Committee:

- Independent expert
  - Fred Binka effective 1 January 2013 until 31 December 2015
- Board members
  - Alan Hinman (CSOs) effective immediately until 30 June 2013
  - Angela Santoni (Italy) effective immediately until the committees are refreshed for the 2014 year
- Alternate Board member
  - Samba O. Sow (research and technical health institutes) effective immediately until the committees are refreshed for the 2014 year

Board members who were candidates for these positions, or whose organisations or constituencies provided candidates for these positions, did not participate in discussion or voting on those appointments.

Decision 2: Board Chair appointment

- The GAVI Alliance Board:
  - **Appointed** Dagfinn Høybråten as Chair of the Board with individual signatory authority effective 1 January 2013 and until 31 December 2014.

Dagfinn Høybråten did not participate in discussion or voting on his appointment.

Decision 3: Committee Chair appointments

- The GAVI Alliance Board:
  - **<u>Appointed</u>** the following chairs of the committees until the committees are refreshed for the 2014 year:
    - **Wayne Berson** as Chair of the Audit and Finance Committee
    - **George W. Wellde, Jr** as Chair of the Investment Committee
    - **Gustavo Gonzalez-Canali** as Chair of the Programme and Policy Committee
    - **Sania Nishtar** as Chair of the Evaluation Advisory Committee

Candidates for these positions did not participate in discussion and voting on their appointments.

Dagfinn Høybråten (Executive Committee) and Geeta Rao Gupta (Governance Committee) are statutorily appointed to chair their respective committees. Geeta Rao Gupta is also statutorily appointed as Vice Chair of the Executive Committee.

Decision 4: Independent Auditor Selection and Evaluation Policy

- The GAVI Alliance Board:

  (a) **Approved** the GAVI Alliance Independent Auditor Selection and Evaluation Policy attached as Annex 1 to Doc 2d.

  (b) **Appointed** KPMG SA/AG as the independent auditor of the GAVI Alliance for the financial year ending 31 December 2012.

  (c) **Appointed** KPMG SA/AG to provide Swiss tax services for the GAVI Alliance for the financial year ending 31 December 2012.

  (d) **Appointed** KPMG LLP to provide United States tax services for the GAVI Alliance for the financial year ending 31 December 2012.

Decision 5: By-Law and Committee charter amendments (1/6)

- The GAVI Alliance Board:

  (a) **<u>Amended</u>** the By-Laws and committee charters as follows to implement the Board-approved business planning process:

  - **By-Laws Article 7.1 (Functions of the Secretariat):** The bullet point that states "prepare the strategic plan and related work plans and budgets that demonstrate the value for money and efficiency of the GAVI Alliance" is deleted and replaced with:

    Prepare the strategic plan for review and approval by the Board.

    To implement the strategic plan, prepare draft business plans and budgets in consultation with Alliance partners in accordance with these By-Laws, the committee charters, and any additional instructions from the Board.

Decision 5: By-Law and Committee charter amendments (2/6)

- **Executive Committee Charter:** The sentence in Section 3 that states "Based on approved priorities, guide and oversee the process of strategic planning and the development of the GAVI annual work plan and budget and make recommendations to the Board on the adoption thereof" is deleted and replaced with:

  Based on approved priorities, guide and oversee the process of strategic planning and the development of the business plan, and make a final recommendation to the Board on the business plan and budget, normally upon the recommendation of the Programme and Policy Committee and the Audit and Finance Committee.

GAVI ALLIANCE

Decision 5: By-Law and Committee charter amendments (3/6)

- **Audit and Finance Committee Charter:** The sentence in Section 4 that states "Review the GAVI Alliance work plan budget, and the GAVI Secretariat administrative budget, and make a recommendation to the Board whether to approve them" is deleted and replaced with:

  Review together with the Programme and Policy Committee the programmatic and financial aspects of the draft business plan and budget and make a joint recommendation to the Executive Committee.

Decision 5: By-Law and Committee charter amendments (4/6)

- **Programme and Policy Committee Charter:** The sentence in Section 4 that states "Oversee the development of the GAVI Work Plan by the Secretariat and partners for the consideration of the Board" is deleted and replaced with:

  Review the programmatic aspects of the business plan and make suggestions to the Secretariat.

  Review together with the Audit and Finance Committee the programmatic and financial aspects of the draft business plan and budget and make a joint recommendation to the Executive Committee.

Decision 5: By-Law and Committee charter amendments (5/6)

(b) **Amended** the Investment Committee Charter as follows to align it with the Board decision to merge the Investment Policy and Cash Investment Policy:

- **References to Cash Investment Policy:**

  Section 1 language stating “Supervision and management of cash assets consistent with the objectives stated in the Cash Investment Policy” is deleted.

  All other references to “Cash Investment Policy” are deleted.

Decision 5: By-Law and Committee charter amendments (6/6)

(c) **Amended** the Audit and Finance Committee Charter as follows to align it to the Delegation of Authority Policy adopted by the Board:

- The sentence in Section 5 of the Audit and Finance Committee Charter that states "Review changes to GAVI's banking structure and make a recommendation to the Board whether to approve them" is deleted and replaced with:

  Review changes to GAVI's banking structure and keep the Board informed of any significant changes.

GAVI ALLIANCE

Actions: CEO report

- The Board will include Strategic Goal 2 (health systems) as a standing and discrete item on its forward agendas until further notice.
- The Board requested the Secretariat to provide an explanation of changes to the coverage baselines and targets.

GAVI ALLIANCE

Actions: Committee Chair reports

- The Programme and Policy Committee will include the supply situation on its forward workplan.
- The Governance Committee should consider, exceptionally, the extension of the terms of key unaffiliated Board members who would normally not be eligible for reappointment, using the existing flexibilities built into the By-Laws.

Decision 6: Financial Forecast and Programme Funding Envelope approval (1/2)

- The GAVI Alliance Board:
  - **Approved** a Programme Funding Envelope for unrestricted countries from which the Secretariat, under the Programme Funding Policy, shall allot funding to programmes until 31 December 2013, to:

    (a) Endorse or adjust previously endorsed amounts of programme multi-year budgets for existing programmes and new cash programmes for an aggregate amount not exceeding US$ 600 million. (These endorsements would constitute acknowledgement of such budget amounts at the time of allotment but would not constitute a funding approval, decision, obligation or commitment of the GAVI Alliance or its contributors.)

    (b) Establish or adjust near-term liabilities of the GAVI Alliance in respect of endorsed programme budgets for periods ending no later than 31 December 2014 for an aggregate amount not exceeding US$ 1,482 million. (These amounts are a sub-component of endorsed programme budgets.)

Decision 6: Financial Forecast and Programme Funding Envelope approval (2/2)

- The GAVI Alliance Board in session without the participation of US citizens and residents:
  - **Approved** a Programme Funding Envelope for restricted countries from which the Secretariat, under the Programme Funding Policy, shall allot funding to programmes until 31 December 2013, to:

    (a) Endorse or adjust previously endorsed amounts of programme multi-year budgets for existing programmes and new cash programmes for an aggregate amount not exceeding US$ 15 million. (These endorsements would constitute acknowledgement of such budget amounts at the time of allotment but would not constitute a funding approval, decision, obligation or commitment of the GAVI Alliance or its contributors.)

    (b) Establish or adjust near-term liabilities of the GAVI Alliance in respect of endorsed programme budgets for periods ending no later than 31 December 2014 for an aggregate amount not exceeding US$ 20 million. (These amounts are a sub-component of endorsed programme budgets.)

Actions: Financial Forecast and Programme Funding Envelope approval

- Presentation of the forecast should include a clear explanation of the actual spend compared to the previously forecasted spend.

Decision 7: 2013-2014 Business plan and budget (1/2)

- The GAVI Alliance Board:
  - **Approved** the Business Plan structure, including programme objectives, deliverables, activities and their allocation to partners and the Secretariat.
  - **Approved** US$ 51,035,000 for WHO to implement its part of the 2013 Business Plan and US$ 51,280,000 for the WHO part of the 2014 Business Plan as outlined in Figure 3 of Doc 06.
  - **Approved** US$ 14,850,000 for UNICEF for activities under the 2013 Business Plan and US$ 15,900,000 for activities under the 2014 Business Plan as outlined in Figure 3 of Doc 06.
  - **Approved** US$ 10,200,000 for UNICEF for activities as a provisional allocation for the procurement fees for 2013 per the 2012 budget allocation and subject to UNICEF Supply Division clarifying details on the structure of the proposed procurement fees for the 2013-2014 Business Plan to the satisfaction of the Audit and Finance Committee an increase from $10,200,000 to a total of $16,000,000 for 2013 and $18,500,000 for activities under the 2014 business plan as outlined in Figure 3 of Doc 06.

Decision 7: 2013-2014 Business plan and budget (2/2)

- **Approved** US$ 1,710,000 for civil society organisations for activities under the 2013 Business Plan and US$ 1,752,000 for activities under the 2014 Business Plan as outlined in Figure 3 of Doc 06.
- **Approved** US$ 76,996,000 for the Secretariat operating expenses and US$ 3,414,000 for a capital expenditure budget for the 2013 Business Plan and US$ 79,163,000 for the operating expenses for the 2014 Business Plan as outlined in Figure 3 of Doc 06.
- **Approved** US$ 21,672,000 for the implementation of the remainder of the 2013 Business Plan, including AVI TAC, implementation activities and impact assessments and US$ 22,265,000 for the implementation of the remainder of the 2014 Business Plan, including AVI TAC, implementation activities and impact assessments, as outlined in Figure 3 of Doc 06.
- **Approved** the budget carry-forward mechanism described in Annex 8 of Doc 06.
- **Approved** the inclusion of language on gender in Programme objectives 2.1.2 and 2.2.1 as described in Section D, paragraph 6 of Doc 06.

Actions: 2013-2014 Business plan and budget (1/2)

- The Board will add to the June 2013 agenda an item for civil society to make a presentation on its activities in GAVI countries where it is active.
- The Programme and Policy Committee will add to its forward workplan a discussion on the possibility of expanding the number of countries civil society is funded for in the business plan.

GAVI ALLIANCE

Actions: 2013-2014 Business plan and budget (2/2)

- The Board requested that the Secretariat benchmark GAVI's vaccine procurement arrangements.

GAVI ALLIANCE

Decision 8: Long-term funding strategy

- The GAVI Alliance Board:
  - **<u>Approved</u>** GAVI's long-term funding strategy priorities as presented in paragraph 3.4 of the Executive Summary in Doc 07.

Actions: Long-term funding strategy

- The Board will add the long-term funding strategy as a standing item to its forward workplan until the end of 2015.

Actions: Risk management

- The Board requested the Secretariat to regularly integrate the comments of the Independent Review Committees into the risk register.
- The Board will add risk oversight as a standing item on its forward workplan until further notice. At least once per year, this discussion will be in greater depth.

Decision 9: GAVI and fragile states: a country by country approach

- The GAVI Alliance Board:
  - **Approved** GAVI's policy on fragility and immunisation in Annex 1 to Doc 12.

Actions: GAVI and fragile states: a country by country approach (1/2)

- The Board requested that initial country tailored plans be shared with PPC and that regular reports be brought to the PPC to highlight lessons learnt during implementation.
- The Board requested the Secretariat engage with partners that work in humanitarian emergencies in the elaboration of the country tailored approaches

GAVI ALLIANCE

Actions: GAVI and fragile states: a country by country approach (2/2)

- Respond to civil society request that the Secretariat explore the possibility of civil society organisations providing immunisation services in countries having access to GAVI prices in countries selected for a country tailored approach

Decision 10: New strategy for polio eradication: possible GAVI & IFFIm participation

- The GAVI Alliance Board:
  - **Approved** GAVI playing a complementary role to the Global Polio Eradication Initiative (GPEI) in the polio eradication effort, specifically through routine immunisation within GAVI's strategy and mission using existing structures, processes, and procedures. Any change to GAVI's vaccine portfolio should be decided within the framework of the new vaccine investment strategy.
  - **Approved** GAVI exploring the suitability and possible use of IFFIm as one potential financing mechanism to support this activity within GAVI's strategy and mission using existing structures, processes, and procedures.

Actions: Country programmes update

- The Board requested more information on underperforming and graduating countries as part of future reports to the Board.

Decision 11: Health Campus option for Geneva office space

- The GAVI Alliance Board:
  - **Approved** the delegation to the CEO of the authority to negotiate and execute, if appropriate, the contractual arrangements necessary to relocate its Geneva office to the Health Campus, in consultation with the Chair of the Board and the Chair of the Audit and Finance Committee.

GAVI ALLIANCE

Actions: Retreat agenda

- Mid-term review
- Health systems strengthening
- Governance (half day)
- Graduation and related issues
- Post-2015 health agenda

Actions: Additional actions

- The developing country Board members requested that WHO and UNICEF help them to hold regional meetings of their GAVI constituencies, which would also involve civil society.
- The Secretariat was requested to arrange for the developing country Board members to hold a full day meeting prior to GAVI Board meetings.

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