

## Electronic Report to the Board

# Appointment of the Members of the Standing Committees

GF/B35/ER02  
Board Decision

PURPOSE: This report provides for Board approval, the Board Chair and Board Vice-Chair's recommended candidates to serve as Committee Members of the three Standing Committees of the Board.

1. GF/B35/EDP02: Appointment of Committee Members.

This document is part of an internal deliberative process of the Global Fund  
and as such cannot be made public.

# I. Decision Point

1. Based on the rationale described below, the following electronic decision point is recommended to the Board:

## ***Decision Point GF/B35/EDP02: Appointment of Committee Members***

- 1. The Board acknowledges the nominations for membership of the Board's Audit and Finance Committee (the "AFC"), Ethics and Governance Committee (the "EGC"), and Strategy Committee ("SC"), as set forth in GF/B35/ER02".***
- 2. Accordingly, the Board approves the appointment of the following individuals to serve as voting members of the Committees listed below, representing the Board constituencies listed by their name:***
  - a. Audit and Finance Committee***
    - i. Gregoire Lacoïn, European Commission Constituency;***
    - ii. Sylvie Bourdenet, France Constituency;***
    - iii. Erika Satterwhite, Private Sector Constituency;***
    - iv. Anthony Richard Garnett, United Kingdom Constituency;***
    - v. Michael Ruffner, United States Constituency;***
    - vi. Soltan Mammadov, Eastern Europe & Central Asia Constituency;***
    - vii. Thamer Al Hilfi, Eastern Mediterranean Constituency;***
    - viii. Grace Rwakarema, Eastern and Southern Africa Constituency;***
    - ix. Sugata Ghosh Dastidar, South East Asia Constituency; and***
    - x. Han Mengjie, Western Pacific Region Constituency.***
  - b. Strategy Committee***
    - i. Philippe Meunier, France Constituency;***
    - ii. Heiko Warnken, Germany Constituency;***
    - iii. Eiji Hinoshita, Japan Constituency;***
    - iv. Lennarth Hjelmaker, Point Seven Constituency;***
    - v. Kieran Daly, Private Foundations Constituency;***
    - vi. Rico Gustav, Communities Constituency;***
    - vii. Jorge Saavedra, Developing Country NGOs Constituency;***
    - viii. Vinand Nantulya, Eastern and Southern Africa Constituency;***
    - ix. Joel Mayowa, West and Central Africa Constituency; and***
    - x. LV Fan, Western Pacific Region Constituency.***

- c. Noting that the Chairs of the Technical Review Panel and the Technical Evaluation Reference Group serve as non-voting members of the Strategy Committee, the Board appoints the following individuals to serve as additional non-voting members of the Strategy Committee, representing the Board constituencies listed by their name:**
- i. Sheikh Mubashar, WHO Constituency; and**
  - ii. Melanie Renshaw, Partners Constituency.**
- d. Furthermore, the Board appoints Alexandru Cebotari to serve as a non-voting member of the Audit and Finance Committee, representing the World Bank, and notes that the remaining non-voting member of the Audit and Finance Committee that will represent one of the non-voting, ex-officio members of the Board will be subsequently appointed.**
- 3. Additionally, the Board approves the appointment of the following individuals, with their nominating Board constituency listed by their name, to serve in their personal capacity as voting members of the Ethics and Governance Committee:**
- a. Jacques Mader, Canada Switzerland Australia Constituency;**
  - b. Sarah Boulton, United Kingdom Constituency;**
  - c. Sandy Thurman, United States Constituency;**
  - d. Jason Wright, Developed Country NGOs Constituency;**
  - e. Archil Talakvadze, Eastern Europe & Central Asia Constituency; and**
  - f. Mirta Roses Periago, Latin America and Caribbean Constituency.**
- 4. The Board notes each Committee Member appointed under this decision point shall begin their term upon approval of this decision point and serve for two years or until the appointment of their respective successor.**

2. In January 2016, the Board endorsed the establishment of the enhanced governance structures of the Global Fund formed by five bodies: the Board, the Coordinating Group and three new Standing Committees of the Board.
3. The three new Standing Committees of the Board are as follows:
  - i. The Audit and Finance Committee (the “AFC”);
  - ii. The Ethics and Governance Committee (the “EGC”); and
  - iii. The Strategy Committee (the “SC”).
4. Given the conclusion of the 35<sup>th</sup> Board Meeting in April 2016, the new Standing Committees of the Board now replace the Strategy, Investment and Impact Committee (“SIIC”), the Finance and Operational Performance Committee (“FOPC”) and the Audit and Ethics Committee (“AEC”).
5. In accordance with the Charters of the AFC, EGC and SC, as well as the Operating Procedures of the Board and Committees, the Board Leadership requested the constituencies of the Board to submit nominations for Committee Members based on the skills, experience and competencies required to fulfil the mandate of each Standing Committee.
6. Following a robust nomination and selection process, the Board Leadership recommends the list of constituency-nominated candidates outlined in the decision point above to serve as Committee Members of the AFC, EGC and SC for a two-year term or until the appointment of their successors, starting from the date the decision point presented in this repo is approved.

## II. Relevant Past Decisions

Relevant past Decision Point	Summary and Impact
<b>GF/B34/EDP07: Enhanced Governance Structures (January 2016)<sup>1</sup></b>	<p>On 28 January 2016 the Board approved the enhanced governance structures of the Global Fund formed by five bodies: the Board, the Coordinating Group and three new Standing Committees of the Board (i.e., AFC, EGC and SC). The new Standing Committees of the Board replace the FOPC, AEC and SIIC, respectively, whose current terms end upon the conclusion of the 35<sup>th</sup> Board meeting in April 2016.</p> <p>Following this Board decision, and in anticipation for the handover between Committee Leaderships, on 29 January the Board Leadership launched a call for nominations for neutral, non-voting Committee Chairs and Vice-Chairs according to the new Committee Charters and the Operating Procedures of the Board and Committees.</p>
<b>GF/B31/EDP04: Appointment of Board Constituency representatives to the Finance</b>	<p>On 28 April 2014 the Board approved the appointment of new Committee Members in accordance with its charter. All these Committee Member roles were filled in with nominations submitted by constituencies of the Board, according to the FOPC Committee Charters and were appointed to serve two-year terms or until the</p>

<sup>1</sup> GF/B34/EDP07: Approval of the Enhanced Governance Structure  
<http://www.theglobalfund.org/Knowledge/Decisions/GF/B34/EDP07/>

Relevant past Decision Point	Summary and Impact
<b>and Operational Performance Committee (April 2014)<sup>2</sup></b>	appointment of their successors. The decision point presented in this electronic report appoints members to serve on the FOPC's successor committee.
<b>GF/B31/DP13: Appointment of Audit and Ethics Committee Members (March 2014)<sup>3</sup></b>	On 7 March 2014 the Board approved the appointment of five of the total eight current members of the AEC including one constituency-nominated Committee Member. The decision point presented in this electronic report appoints members to serve on the AEC's successor committee.
<b>GF/B31/DP14: Appointment of Strategy, Investment and Impact Committee Members and Launch of New Call for Nominations of Members of the Finance and Operational Performance Committee (March 2014)<sup>4</sup></b>	<p>On 7 March 2014 the Board approved the appointment of current members of the SIIC. All these Committee Member roles were filled in with nominations submitted by constituencies of the Board, according to the SIIC Committee Charter and were appointed to serve two-year terms or until the appointment of their successors. Two SIIC members. The decision point presented in this electronic report appoints members to serve on the SC's successor committee.</p> <p>The Chair of the Technical Review Panel and the Technical Evaluation Reference Group served as non-voting members of the SIIC. This will also be the case under the SC Charter.</p>
<b>GF/B30/EDP06: Appointment of Board Constituency representative to the Audit and Ethics Committee (January 2014)<sup>5</sup></b>	On 14 January 2014, the Board appointed an additional constituency-nominated Committee Member of the AEC. The decision point presented in this electronic report appoints members to serve on the AEC's successor committee.

### III. Background

7. In early 2014, the Board appointed individuals to serve as voting and non-voting Committee Members, in accordance with the relevant Committee Charter, in the FOPC, SIIC and AEC for terms of two years or until the appointment of their successors.

8. In January 2016, the Board endorsed the establishment of the enhanced governance structures which led to the replacement of the FOPC, SIIC and AEC by three new Standing Committees of the Board, namely, the AFC, EGC and SC. In accordance with the Charters of the AFC, SC and EGC and the Operating Procedures of the Board and Committees, the Board Leadership requested the voting constituencies to submit nominations for the vacant Committee Member roles based on the skills,

<sup>2</sup> GF/B31/EDP04: Appointment of Board Constituency representatives to the Finance and Operational Performance Committee <http://www.theglobalfund.org/Knowledge/Decisions/GF/B31/EDP04/>

<sup>3</sup> GF/B31/DP13: Appointment of Audit and Ethics Committee Members <http://www.theglobalfund.org/Knowledge/Decisions/GF/B31/DP13/>

<sup>4</sup> GF/B31/DP14: Appointment of Strategy, Investment and Impact Committee Members and Launch of New Call for Nominations of Members of the Finance and Operational Performance Committee <http://www.theglobalfund.org/Knowledge/Decisions/GF/B31/DP14/>

<sup>5</sup> GF/B30/EDP06: Appointment of Board Constituency representative to the Audit and Ethics Committee <http://www.theglobalfund.org/Knowledge/Decisions/GF/B30/EDP06/>

experience and competencies required to fulfil the mandate of each Standing Committee, and the roles of Committee Members.

9. The appointment of the proposed Committee Members is based on the nominations received from the relevant constituencies of the Board, and on the basis of the selection process made by the Board Leadership. There will be a separate process to appoint non-voting independent members of the AFC and EGC, in line with their respective Charters.

10. In accordance with the SC, AFC and EGC Charters, nominations for Committee Member roles were requested as follows:

**Table 1: Committee positions open to Board constituency groups**

Committee	Committee Member Role and the Constituencies Eligible to Nominate Candidates
Audit and Finance Committee	<ul style="list-style-type: none"> <li>• <b>Five</b> voting representatives of constituencies from the implementer group;</li> <li>• <b>Five</b> voting representatives of constituencies from the donor group; and</li> <li>• <b>Two</b> representatives of the non-voting, ex-officio members of the Board, one of which shall be the World Bank, with each such individual acting in a non-voting, ex-officio capacity</li> </ul>
Ethics and Governance Committee	<ul style="list-style-type: none"> <li>• <b>Three</b> voting members nominated by constituencies of the implementer group, serving in their personal capacity; and</li> <li>• <b>Three</b> voting members nominated by constituencies of the donor group, serving in their personal capacity.</li> </ul>
Strategy Committee	<ul style="list-style-type: none"> <li>• <b>Five</b> voting representatives of constituencies from the implementer group;</li> <li>• <b>Five</b> voting representatives of the constituencies from the donor group; and</li> <li>• <b>Two</b> representatives of the non-voting, ex-officio members of the Board, each acting in a non-voting, ex-officio capacity</li> </ul>

11. To further note that, in accordance with the SC Charter, the Chairs of the Technical Review Panel and the Technical Evaluation Reference Group serve as non-voting members of the SC.

12. When assessing individual nominations, the Board Leadership has taken into account the factors outlined below in accordance with the Operating Procedures:

- i. how each nominee’s skills and experience match the mandate of the relevant Committee, according to its Charter;
- ii. whether they could fulfil the responsibilities of Committee Members according to the Board and Committee Member Roles and Responsibilities; and
- iii. balanced representation among Board constituencies and voting groups.

## IV. Nomination and selection process

13. On 7 March 2016, the Board Leadership launched the call for nominations for Committee Member roles of the AFC, EGC and SC, to be submitted following an open and transparent process agreed within each constituency. Table 2 presents the number of nominations per roles submitted by the extended deadline of 30 March 2016:

**Table 2: Total number of nominations received for each Committee Member Roles**

Committee	Role	Total number of nominations received
Audit and Finance Committee	Donor seat	5
	Implementer seat	6
	Non-voting, ex-officio seat	1
Ethics and Governance Committee	Donor seat	4
	Implementer seat	7
Strategy Committee	Donor seat	8
	Implementer seat	11 <sup>6</sup>
	Non-voting, ex-officio seat	4

14. It is worth mentioning that the total number of male nominees doubled the total number of female nominees submitted by Board Constituencies to serve on the Standing Committees. In particular, for the Strategy Committee, the male to female ratio of submissions was 3:1. This represented a challenge to obtain a better overall gender balance in the committee memberships.

15. A preliminary review of the supporting documentation for nominations was conducted by the Transitional Governance Committee (“TGC”), in line with its mandate, to ensure that each candidate’s profile met the core competencies matched against a) the relevant Committee Charter, and b) key responsibilities for Committee Member roles outlined in the Operating Procedures. All nominees were also requested to submit a Declaration of Interest to the Ethics Official to address any potential ethics or conflicts of interest issues. The TGC did not rank candidates in terms of best suitability to serve on the relevant committee or present a specific proposal to shortlist a set of candidates.

16. As stated in paragraph 11, the Board Leadership reviewed all the nominations submitted by constituencies taking into consideration the input provided by the Ethics Official and the TGC.

17. As a last step in the selection process, the Board Leadership consulted with all members of the Coordinating Group<sup>7</sup>, to provide final input on the shortlisted candidates. Table 3 sets out the candidates recommended by the Board Leadership to the full Board for approval.

<sup>6</sup> One constituency submitted two candidates for the Strategy Committee

<sup>7</sup> The new Committee Chairs of the AFC, SC and EGC were appointed by the Board on 04 March 2016, GF/B34/EDP14: Appointment of the Chairs and Vice-Chairs of the Standing Committees of the Board

**Table 3: Candidates for incoming Committee Members**

Audit and Finance Committee		
Voting	Gregoire Lacoïn	European Commission Constituency
Voting	Sylvie Bourdenet	France Constituency
Voting	Erika Satterwhite	Private Sector Constituency
Voting	Anthony Richard Garnett	United Kingdom Constituency
Voting	Michael Ruffner	United States Constituency
Voting	Soltan Mammadov	Eastern Europe & Central Asia Constituency
Voting	Thamer Al Hilfi	Eastern Mediterranean Constituency
Voting	Grace Rwakarema	Eastern and Southern Africa Constituency
Voting	Sugata Ghosh Dastidar	South East Asia Constituency
Voting	Han Mengjie	Western Pacific Region Constituency
Non-voting, ex-officio	Alexandru Cebotari	World Bank
Ethics and Governance Committee (each of whom serve in their personal capacity)		
Voting	Jacques Mader	Canada Switzerland Australia Constituency
Voting	Sarah Boulton	United Kingdom Constituency
Voting	Sandy Thurman	United States Constituency
Voting	Jason Wright	Developed Country NGOs Constituency
Voting	Archil Talakvadze	Eastern Europe & Central Asia Constituency
Voting	Mirta Roses Periago	Latin America and Caribbean Constituency
Strategy Committee		
Voting	Philippe Meunier	France Constituency
Voting	Heiko Warnken	Germany Constituency
Voting	Eiji Hinoshita	Japan Constituency
Voting	Lennarth Hjelmaker	Point Seven Constituency
Voting	Kieran Daly	Private Foundations Constituency



Voting	Rico Gustav	Communities Constituency
Voting	Jorge Saavedra	Developing Country NGOs Constituency
Voting	Vinand Nantulya	Eastern and Southern Africa Constituency
Voting	Joel Mayowa	West and Central Africa Constituency
Voting	LV Fan	Western Pacific Region Constituency
Non-voting, ex-officio	Sheikh Mubashar	WHO
Non-voting, ex-officio	Melanie Renshaw	Partners Constituency

18. As such, based on the process outlined above and the decision point in section I in this report, the Board Leadership presents to the Board the constituency-nominated individuals listed in Table 3 for appointment to serve as Committee Members of the Standing Committees of the Board. Based on the ongoing work of the SIIC, FOPC and AEC as well as Board priorities, the incoming Committee Members will serve for two year term starting from the date the decision point presented in this report is approved or until the appointment of their successors.

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