

# Polio Oversight Board Terms of Reference

## Purpose

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The Polio Oversight Board (POB), comprised of the heads of agencies of core GPEI partners, provides close oversight of the GPEI and programme management, and ensures high-level accountability across the GPEI partnership. The POB receives and reviews input from the various advisory and monitoring bodies (IMB, SAGE, GCC) and operational information from the Strategy Committee (SC). The POB's directives are implemented by the SC through the various programme management bodies, whereas the Finance Accountability Committee provides financial oversight and transparency. The POB meets quarterly. The POB's deliberations are also informed by the global Polio Partners Group (PPG).

## Objectives

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- Provide oversight and ensure high-level accountability across the GPEI partnership
- Set strategic direction and provide guidance for the program on key decisions and issues
- Assess program progress and risks through use of regular and consistent reporting mechanisms managed and coordinated by the Strategy Committee (SC)
- Ensure timely decisions are made and risk mitigation plans developed to facilitate the success of the program and partnership
- Each Agency Head to ensure barriers are alleviated and all available resources and mechanisms are brought to bear within each respective agency
- Cultivate accountability and donor / country stakeholder engagement
- Implement financial accountability and transparency measures through the Finance and Accountability Committee with respect to Endgame goals and financials. The FAC will review and provide information on financial needs, sources of funds, timeliness of donor pledges to commitment, resource allocations and expenditures, and financial risks to the program.
- Decisions will be made by consensus and by voting. The voting procedure is outlined in Appendix I.

## Structure

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### Lead:

The chair serves for a period of 24 months and rotates among the POB members. The CDC Director to chair for two years, starting in January 2015.

### Secretariat:

The Chair's agency will fill this responsibility as secretariat. The CDC POB secretariat is comprised of a lead coordinator, a communications specialist and an executive assistant. Additional positions can be filled as further needs arise.

Duties of the Secretariat are as follows:

- Compile the agenda for POB calls and consultation with the Chair, Agency Chairs and the Strategy Committee (SC).
- Collect, edit and distribute decision papers for POB meetings, as required by the agenda.
- Organize logistics for conference calls, or in-person meetings.

- Send out meeting materials to POB members, the SC chair and Polio Partners Group (PPG) co-chairs 7 working days prior to the scheduled meeting.
- Take minutes and circulate for comments.
- Act as the knowledge management focal point for the POB and archive all relevant documents, decisions and memos.
- Provide quarterly feedback from POB meetings through publishing meeting minutes on the GPEI website, as well as providing the SC and Finance and Accountability Committee (FAC) with a detailed list of follow up and action items.

#### **Membership:**

- Heads of each agency: CDC-Director; Rotary International-President ; UNICEF-Executive Director; WHO-Director General; BMGF – President of Global Development
- All POB members will attend or designate an alternate representative. If a board member is unable to attend a board meeting, he/she should communicate his/her absence in advance of the meeting and provide the name and contact information of the designated representative.

#### **Participants of POB in-person meeting:**

- PPG Co-Chairs
- Independent Monitoring Board Chair
- Major donors (estimated at \$50M and above)
- Each agency will have their designated SC member also in attendance
- Presenters for each agenda topic if not already included

#### **Roles of Major Donors:**

- Major donors (estimated at \$50M and above) are invited to attend POB in-person meetings
- For the in-person meetings, Major Donors will receive a complete briefing package and can provide input during those meetings
- Major Donors may request special sessions and provide input to the POB directly prior to the POB in-person meetings

PPG co-chairs may be asked by consensus of the POB to review and provide feedback on decision papers and that they will review decision papers upon request of POB

## **Operations**

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#### **Meetings**

Three conference calls a year and at least one face to face meeting will be held at a designated time (e.g., GAVI Board Meeting, UNGA, or other opportune time). The POB Chair will propose meeting dates and ask for consensus by voting. POB members will assess for the need for any additional meetings based on the risks and issues of the program.

#### **Meeting materials**

Meeting materials will be distributed by the Secretariat 7 working days in advance of the meeting to all POB members as well as to the PPG.

- Agenda is to be vetted by the SC and reviewed by the POB members in advance of the meeting

- Materials for each agenda item will be assigned through the SC to each responsible working group. Deadlines will be set in collaboration with the SC and Secretariat
- SC will be accountable to the POB on security framework, budgets, and resource mobilization, as well as program strategy and management effectiveness and report out using consistent templates and documents. The set agenda items will be the responsibility of the designated agency and should be prepared by the proposed deadlines: risk register and scorecard – CDC and EOMG; financial update – FMT.
- A FAC update will be requested as a standing agenda item for each POB call and meeting

### Meeting minutes

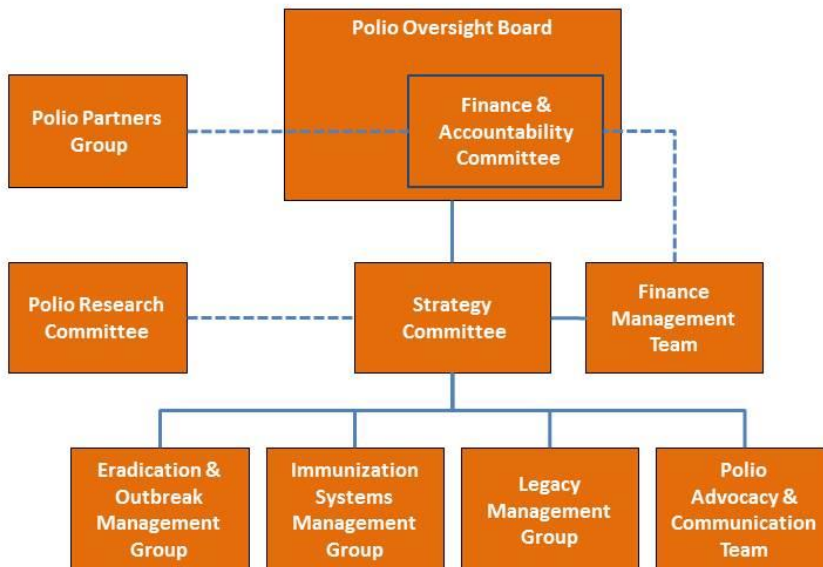
- Chair Secretariat will designate a note-taker and send around the draft minutes to the PSC and POB for review and approval.
- Minutes from the in person meetings and calls will be posted to the GPEI website.
- Action items and follow ups from POB meetings and calls will be the responsibility of each designated agency and owner and will be reviewed by the Chair prior to tasking. The POB Secretariat maintains the list of action items and works with the SC on deliverables

## Approval

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These Terms of Reference have been approved by the Polio Oversight Board in its meeting on February 27<sup>th</sup>, 2015 and will be reviewed annually.

### GPEI Governance



## Appendix I

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### Polio Oversight Board: Procedures for voting

The procedures outlined below will go into effect once adopted by consensus of all five Polio Oversight Board Members.

1. Eligible voters
  - 1.1. Each agency of the POB will have one vote.
  - 1.2. That vote may be exercised by the POB member him/herself (i.e., the head-of-agency) or by someone specifically designated by the POB member to represent him or her.
2. Definition of a Quorum
  - 2.1. In order for a quorum to be achieved, at least four of the five POB agencies must be present at the time of the vote
  - 2.2. No decisions may be taken by the POB in the absence of a quorum
3. Definition of Consensus
  - 3.1. Consensus is defined as a lack of objection by any POB member where a quorum is present.
4. Voting procedures
  - 4.1. Decision memos
    - 4.1.1. At least seven calendar days in advance of the POB meeting, the POB Chair shall provide each POB member with any decision memos to be considered at the meeting. Those memos shall clearly state the choices to be considered.
    - 4.1.2. During the POB meeting, the decision memo under consideration may be modified by consensus of all member present
  - 4.2. Decision by consensus
    - 4.2.1. For all measures under consideration, the POB will first attempt to reach consensus.
    - 4.2.2. Only after attempts to reach a consensus have failed will the matter be placed to a vote.
    - 4.2.3. Alternatively, the POB may decide by consensus to delay consideration of a matter to a later meeting.
  - 4.3. Voting procedures when consensus cannot be achieved
    - 4.3.1. The POB Chair will call for a vote among POB members who are present in the quorum.
    - 4.3.2. The measure under consideration will be accepted only by majority vote. In the event of a tie, the measure will not be accepted.
5. Dissemination of POB Decisions
  - 5.1. Within one week after each POB meeting, the POB Chair will disseminate the decision memo to all members of the POB as well as to the heads of the PPG, to be shared with that group.
  - 5.2. In addition, the decision memo shall be made publicly available to the GPEI (for example, by placing the document on its web site).
  - 5.3. The posted documents will include the decision memo as adopted along with either:
    - 5.3.1. a note stating that the decision was taken by consensus majority and was adopted
    - 5.3.2. or, in the event of a tie, that the measure will not be accepted and will be brought back for evaluation and consideration.