

# Polio Oversight Board Terms of Reference

## Purpose

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The Polio Oversight Board (POB), comprised of the heads of agencies of core Global Polio Eradication Initiative (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, PPG) 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 (FAC) provides financial oversight and transparency. All POB meetings are documented and posted on the GPEI website.

## Objectives

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- Provide oversight and ensure high-level accountability across the GPEI partnership.
- Set strategic direction and provide guidance for the programme on key decisions and issues.
- Assess programme progress and risks through use of regular and consistent reporting mechanisms managed and coordinated by the SC.
- Ensure timely decisions are made and risk mitigation plans developed to facilitate the success of the programme and partnership.
- 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 FAC 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 programme.
- 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 is selected from among the POB members. The BMGF President of Global Development to chair for two years, starting in February 2017.

### Secretariat:

The Chair's agency will fill the role of Secretariat.

Duties of the Secretariat are as follows:

- Compile the agenda for POB calls in consultation with the POB Chair, Agency Heads, and the SC.
- Collect, edit and distribute decision papers for POB meetings, as required by the agenda.
- Organize logistics for conference calls and face-to-face meetings.

- Distribute meeting materials to POB meeting participants seven working days prior to meetings.
- Take minutes and circulate for comments.
- Act as the knowledge management focal point for the POB and archive all relevant documents and decisions.
- Provide quarterly feedback from POB meetings through publishing meeting minutes on the GPEI website, as well as providing the SC and 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.
- POB members will attend all scheduled meetings. If a POB member is unable to attend a 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 (those who have pledged \$50M and above since the 2013 Global Vaccine Summit)
- SC members
- Presenters for each agenda topic if not already included

#### **Role 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 the 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

## **Operations**

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### **Meetings**

Three conference calls and at least one in-person meeting will be held each year 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 the need for any additional meetings based on the risks and issues of the programme.

### **Meeting materials**

The Secretariat will distribute meeting materials to POB participants seven working days in advance of each meeting.

- Agenda will 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 programme strategy and management effectiveness and report out using consistent templates and documents.
- A FAC update will be requested as a standing agenda item for each POB call and meeting.

### **Meeting minutes**

- The POB Secretariat will document and distribute draft minutes to the SC and POB for review and approval.
- Minutes from the in-person meetings as well as the teleconference calls will be posted to the GPEI website.

### **Approval**

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These Terms of Reference have been approved by the Polio Oversight Board in its meeting on March 27<sup>th</sup>, 2017 and will be reviewed annually.

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## Appendix I

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### Polio Oversight Board (POB): Procedures for voting

The procedures outlined below will go into effect once adopted by consensus of all five POB 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.