DECISION FRAMEWORK: REPORT FROM THE GOVERNANCE AND ETHICS COMMITTEE

For Decision

Please note: Board papers are deliberative in nature and, in accordance with the GPE Transparency Policy, are not public documents until the Board has considered them at the Board meeting

1. STRATEGIC PURPOSE

1.1 The purpose of this paper is to present to the Board for approval a decision framework. The framework aims to delineate between what is properly the role for the Board, the respective Committees, and the Secretariat. The Governance and Ethics Committee (GEC), taking into consideration inputs from the Finance and Risk Committee (FRC), the Grants and Performance Committee (GPC) and the Strategy and Impact Committee (SIC) recommends its approval.

1.2 This paper also outlines existing decision-making procedures and presents an additional option for Board consideration.

Summary of GEC, FRC Deliberations

The GEC and FRC jointly discussed and expressed strong support for the decision framework. Both Chairs noted that the framework will help delineate responsibilities within the revised governance structure.

Committee members provided inputs on specific proposed delegations, noting the need to clarify or reformulate some of the proposed delegation. Their inputs have been incorporated in this paper.

Key comments included:

- There is a need to further clarify the use of affirmative vote and how it will be designed technically. The Secretariat noted that that affirmative vote is a practical mean to increase engagement prior to decision. An online tool will be developed on the Committee eTeam site where each Board member can post concerns or questions that the Secretariat will address. The Board Chair will aim at reaching consensus-based decisions and will have the option to schedule a Board call if strong concerns are raised.

Summary of GEC, FRC Deliberations Continued

- It is important that work done at Committee level will not be redone at Board Level. The Secretariat clarified that in addition to Committee Chair reporting out at Board meetings, there will be an annual report to the Board on delegation of authority exercised.

The Secretariat stressed that the Decision Framework is a living document that might be revised over time by the Board. As new mechanisms are developed, such as under the Financial Funding Framework, the Decision Framework will be updated.

Summary of GPC Deliberations

The Committee discussed the decision framework during its May 3-4 meeting. Key comments included:

- The proposed delegation to the Committee with regard to the cancelation of Maximum Country Allocations was considered more appropriate for the Finance and Risk Committee as that Committee recommends Maximum Country Allocations (MCAs) to the Board. More clarification was recommended on the conditions for such cancelations. (This suggestion is reflected in the paper.)
- The proposed delegation to the Committee with regard to the cancelation of uncommitted funds was considered appropriate and complementary if linked to the existing delegation to the GPC to make decision on material revisions to grants. The Committee requested clarification of the decision language in this regard. (The decision language has been revised to reflect this.) The Committee noted the importance of transparency in the process and reporting GPC decisions to the Board.
- The Committee noted that the proposed delegation to the Secretariat to approve material revision to grants where the total grant value is US$10 million or less is not complemented by a delegated authority to approve any resulting cancelations of uncommitted funds. The Secretariat noted that it would defer complex revisions to the GPC and would regularly report to the GPC on any related decisions.

Summary of GPC Deliberations Continued

- With regard to the proposal to limit the use of non-objections to administrative and procedural issues that are not material, the Committee requested clarification that the limitation applies to Board business and not Committee business. *(The paper has been clarified in this regard.)* The Committee uses a non-objection process to approve material revisions to grants whereby in practice Committee members have been actively and deliberately engaging in the process.

- The Chair further noted the importance of a regular dialogue between Committee Chairs to keep one another apprised of Committee business. She also noted that the proposed delegation to the Coordinating Committee or re-assigning tasks to a different or multiple Committees is a significant one. The Chair also noted that further clarification of the role and function of the CC may be needed by the Board.

- The Committee did not object to the modifications proposed to the paper by the Finance and Risk Committee and the Governance and Ethics Committee.

Summary of SIC Deliberations

The Committee discussed the decision framework at its May 11-12 meeting. Key comments included:

- The SIC strongly endorsed the proposed additional delegations to the SIC with the amendment that it be clarified that the delegation with regard to the approval of revisions to FFF-related mechanisms concerns mechanisms for which the Board has already approved the design. The Committee also requested greater clarity as to which components of the FFF specifically are included in this delegation. (*The paper has been clarified in this regard.)*

- The SIC noted the need to further clarify what will be the SIC role in overseeing the implementation of the Financing and Funding Framework.

2. EXECUTIVE SUMMARY

- In view of the overall governance objective to free up the Board's time for more strategic-level discussions and decisions by better utilizing the Committees and Secretariat in governance processes, the Secretariat first reviewed current delegations of authority as defined in the Charter, Committee Terms of Reference or existing Board decisions. Next,

it identified areas for additional delegation to either a Committee or the Secretariat. Both current and proposed delegations are set out in the Decision Framework in Annex 2.

- **The Decision Framework was discussed in detail during the recent face-to-face meetings of the Finance and Risk Committee, the Governance and Ethics Committee, the Grants and Performance Committee, and the Strategy and Impact Committee. Each of the Committees had a robust discussion during which strong support for the Decision Framework was expressed. Some clarifications and modifications were proposed and these have all been incorporated in this paper.**
- The Decision Framework in this paper is a first step. It will be updated consistent with forthcoming Board decisions, including those related to the roll-out of the Financing and Funding Framework. Further delegations are anticipated in the future.
- The Secretariat also reviewed existing decision-making procedures and is proposing a new, timely and efficient electronic voting decision-making procedure for Board approval. The use of the new affirmative vote procedure is limited to Board approval of ESPIG allocations at this time to allow for timelier decision-making. The procedure is interactive, fully transparent, and will utilize the Committee eTeam site as a platform.

3. REQUESTED DECISION

3.1 The Governance and Ethics Committee, having taken into consideration inputs from other Committees, recommends the Board approve the following decision:

BOD/2017/06-XX—<u>Decision Framework</u>: The Board of Directors:

1. Endorses the proposed Decision Framework, as presented in BOD/2017/06 DOC 11 Annex 2.
2. Approves the Affirmative Vote procedure as set out in BOD/2017/06 DOC 11 as the preferred decision procedure to be applied to all education sector program implementation grant (ESPIG) recommendations from the Grants and Performance Committee to the Board.
3. Limits the use of the existing non-objection procedure by the Board to administrative and procedural issues that are not material. Committees may continue to use the non-objection procedure to make decisions.
4. Requests the Governance and Ethics Committee to annually report on the use of delegated decision-making, and review the adequacy of the Decision Framework and report back to the Board as needed, including with recommended adjustments where necessary.

4. BACKGROUND

4.1 During its deliberations in October 2016, the Governance Advisory Group (GAG) concluded that the Board has not maximized the opportunity of having the Committees alleviate

the heavy workload on routine items to better support the Board in its governance and decision-making role. The Board instead has been spending considerable time duplicating Committee discussions and provided limited decision-making authority to the Committees. This has resulted in the Board having insufficient time for strategic issues.

4.2 In December 2016, GAG recommendations resulted in Board approval of a number of improvements that have strengthened Committee terms of reference and service requirements (BOD/2016/12-12/1). The Board also requested "the Committee overseeing governance to further examine a proposed decision framework as a means of delineating between what is properly the role for the Board, the respective Committees, and the Secretariat for approval at its June 2017 meeting" (BOD/2016/12-11).

5. REASONS FOR RECOMMENDATION

5.1 In response to the Board's request for a decision framework to better define the appropriate role of the Board versus the Committees and Secretariat, the proposed Decision Framework in Annex 2 aims to increase the effective use of the Committees by transferring additional delegation of authority to the Committees and the Secretariat, thereby increasing the Board's time for strategic matters.

5.2 A newly proposed electronic decision-making procedure for Board approval of ESPIG allocations will allow for timelier decisions on ESPIG allocations–given that there are now four funding rounds and just two Board meetings–and further increase the Board's time for strategic matters.

Decision-Making Procedures

5.3 There are currently four procedures available to the Board for making decisions:

- **Consensus-based decisions during face-to-face Board meetings**. This is the preferred procedure as it allows the Board to thoroughly discuss issues over the course of a Board meeting.
- **Voting**. While not preferred and rarely used, a decision may be approved by the Board via a vote if there is quorum and a majority of Board members present vote in favor of the decision, provided that such majority includes at least one Board member representing each of the following: (i) developing countries; (ii) donor countries; (iii) CSOs or the private sector/private foundations; and (iv) a multilateral agency.
- **Consensus-based decisions during Board audio calls**. This procedure allows for timely decisions but its effectiveness is often handicapped by technical issues including connection and interpretation issues as well as the limited time available.
- **Non-objection decisions via email**. With this procedure, a proposal is sent to the

Board or a Committee via email. The proposal is automatically approved unless any objections are received, in which case an audio call is scheduled to discuss the proposal to see if consensus can be reached still. This procedure, too, allows for timely decisions. However, it has a number of drawbacks. First, it is only effective with routine, non-controversial proposals. With more complicated proposals, the likelihood of an objection being submitted increases, resulting in the need to schedule an audio call and ultimately increasing the decision-making time and transaction cost. Second, it is a reluctant form of decision-making and discourages Board/Committee engagement in decisions as no action is required to state approval. Furthermore, there is no guarantee that Board or Committee members have received or adequately reviewed the non-objection communication.

5.4 At the December 2016 Board meeting, the Board concurred with the Secretariat's proposal to increase the annual funding rounds for education sector program implementation grants (ESPIGs) from two to four to better accommodate the diverse country planning cycles. The increased number of funding rounds call for a timely Board decision following each funding round. For reasons mentioned above, an audio call or non-objection decision is not desirable. The Secretariat therefore proposes a new decision-making procedure, as follows:

- **Affirmative Board Vote via Email**. With this procedure, a proposed decision is sent to the Board via email. The decision is considered approved if a majority of Board constituencies including at least three out of the four constituency groupings provide their express approval (affirmative vote). Voting rights are extended to authorized individuals of the constituencies. The Secretariat will develop a fully transparent, real-time, interactive online tool on the Committee eTeam site where votes are tracked and identified and comments/questions posted with Secretariat responses as need. If the approval threshold is not met within a two-week time period, the Board Chair, depending on the extent of comments or questions received, may decide to extend the deadline or schedule an audio call. This procedure addresses the deficiencies in the non-objection process while still reducing the need for audio calls or utilizing precious time at Board meeting. It is a practical tool that should drive better-informed consensus-based decisions.

  At this time, the procedure is recommended exclusively for all ESPIG applications following a recommendation from the Grants and Performance Committee to the Board. Going forward, the use of this procedure may be extended to other types of decisions at both Committee and Board level.

Further, as the affirmative vote procedure is a more deliberate way of decision-making than the non-objection procedure, it is recommended that the use of the non-objection by the Board be limited to administrative and procedural issues that are not material (for example, Board meeting summaries and committee appointments at the recommendation of the Board Chair). It is recognized that the non-objection procedure has been an essential tool for the Grants and Performance Committee in its decision-making in particular and the recommendation therefore is to continue to allow Committees to use the non-objection procedure.

Board Delegations to Committees

5.5 There are currently two types of delegations of Board authority to Committees:

- **Full Delegation.** With this delegation, the Committee makes the final decision. Examples include Grants Performance Committee (GPC) approval of accelerated funding requests and material revisions to certain grants, and Strategy and Impact Committee approval of certain types of revisions to the Results Framework. The Committees are asked to report on any decision taken at the next Board meeting.

- **Conditional delegation**. With this delegation, the Committee makes the final decision but only if certain conditions have been met. This conditional delegation is rarely used and in practice is reserved for the Finance and Risk Committee at this time. The Finance and Risk Committee has delegated authority to make decisions on all changes to the standard Financial Procedures Agreement that impact contributors' rights, provided that: 1) The Board receives two weeks' advance notice of the proposed modification. 2) No requests have been received prior to the Finance and Risk Committee meeting from any Board or alternate Board members requesting that the issue be considered formally by the Board. 3) The trustee has been consulted and is in agreement with the change.

5.6 Annex 2 presents current full decision-making authority and options for additional authority to either the Secretariat or a Committee. These additional delegations may be transferred in full, or subject to certain conditions, as recommended by the Committees and determined by the Board.

5.7 According to the proposed Decision Framework, the Committees and the Secretariat will have the following additional delegations of authority:

1. **Grants and Performance Committee:**

- ✓ ***In agreement with the Grant Agent cancel uncommitted funds of an approved grant allocation following a related GPC decision to not approve a proposed material revision to the grant.***

Background/Rationale: the GPC currently has the delegation to make decisions on proposed material revisions to grants, including extensions or other revisions. The GPC agrees that it would be appropriate for the GPC to be given the added delegation of canceling uncommitted funds but only where it is complementary and linked to GPC decisions made on proposed revisions. For example, if the GPC were to deny an ESPIG extension the Committee as a resulting next step could then cancel the remaining uncommitted grant funds. The Committee would report any decisions taken in this regard to the Board at the next regular Board meeting. The Committee could decide to defer complex cancelations to the Board for decision.

Note: in the approval of the Financing and Funding Framework, the Board has mandated the development of a policy for taking appropriate action when GPE domestic financing requirements are not being met (BOD/2017/03-06 7.b.i.). The policy for approval by the end of 2017 may propose delegations to the GPC in this area.

- ✓ ***Approve revisions to all country-level grant policies.***

Background/Rationale: the delegation of authority is limited to policies which are included in the GPC terms of reference (currently: Operational Framework for Requirements and Incentives in Funding Model, Policy on ESPIGs, Guidelines on ESPDGs, Guidelines for Accelerated Support in Emergency and Early Recovery Situations, Standard Selection Process for Grant Agents, Conflict Resolution Procedures, Operational Framework for Effective Support in Fragile and Conflict-Affected States). Revisions cannot have financial implications and must be consistent with the Charter, other key policies and GPE strategic frameworks.

2. Finance and Risk Committee:

- ✓ ***Following a country's written confirmation that it does not intend to apply for all or part of its maximum country Allocation (MCA), approve the cancelation of the respective funds.***

Background/Rationale: The Finance and Risk Committee currently recommends MCA approvals to the Board. Following the approval of an MCA by the Board, the Secretariat sends a letter to the government in question informing it of its MCA, with copy to the Coordinating Agency. Going forward, this letter would include an obligation to the country to state its intent to apply within 18 months of the Board decision. If no response is received within six months, the Secretariat will send a reminder and follow up with a phone call to the Minister of Education every six months.

If no response is received 18 months following the Board's approval of the MCA, the Secretariat would notify the Finance and Risk Committee and may recommend to the Committee the cancelation of the MCA. The Finance and Risk Committee may defer the decision to the Board. The canceled resources would be made available to the Board for reallocation. The Secretariat considers that only a few countries might decide in advance not to apply for their MCA. The Policy on ESPIGs, ESPIG Guidelines, and Country-Level Process Guide would be updated with the MCA notification process and country responsibility to confirm its intent to apply.

- ✓ ***Approve changes to Comprehensive Funding Guidelines.***

Background/Rationale: Comprehensive Funding Guidelines[1] were adopted by the Board in 2013 to guide the Financial Forecast in terms of methodology. The FRC would be empowered to make revisions to it without going back to the Board.

- ✓ ***Accredit new grant agents per existing policies.***

Background/Rationale: The Board-approved Eligibility Expansion Plan includes guidelines for the assessment of newly eligible grant agents (BOD/2013/11-09 and BOD/2013/11 DOC 06A). The proposed delegation would authorize the Finance and Risk Committee to accredit applicant organizations as grant agents, based on review of the Secretariat's assessment of the organization.

3. Strategy and Impact Committeee:

- ✓ ***Approve significant adjustments to core indicators in the Results Framework.***

Background/Rationale: The SIC Terms of reference state that the SIC is responsible for the following: "monitor results annually and make recommendations to the Board on significant adjustments to core indicators, specifically adjustments exceeding 10% of agreed targets for core indicators, changes of core indicators (addition or dropping of indicators)." The proposed delegation would authorize the SIC to make decisions on adjustments exceeding 10% of agreed targets for core indicators, changes of core indicators (addition or dropping of indicators).

This existing delegation of the SIC with regard to indicators would be transferred down to the Secretariat. See section on Secretariat delegations further below for details.

- ✓ ***Approve revisions to Monitoring & Evaluation Strategy.***

Background/Rationale: The SIC is responsible for overseeing evaluations set out in the monitoring and evaluation strategy and may recommend changes to the strategy to the Board

[1] Board paper BOD/2013/05 DOC 07 Annex 6.

based on its expertise. The Committee is therefore best-placed to make decisions on revisions to the strategy.

- ✓ ***Following Board approval of the design of Financing and Funding Framework funding mechanisms, approve revisions to these funding mechanisms that have no material and incremental budget implications.***

Background/Rationale: The SIC mandate now includes making recommendations to the Board on eligibility, allocation, and prioritization frameworks and/or policies for GPE resources at the global and country level (with FRC). The added delegation would expand on this by approving revisions to Board-approved funding mechanisms for which the Board has already approved the design. With regard to the Financing and Funding Framework, the delegation would apply to all mechanisms unless the Board decides otherwise (currently: Knowledge and Innovation Exchange, Advocacy and Social Accountability, Leverage Fund, Education Sector Investment Case).

The added delegation is limited to non-financial revisions and so long as they are consistent with the Charter, other key policies and GPE strategic frameworks. In the exercise of this delegation, the SIC would take into consideration recommendations from other Committees who are overseeing implementation of (parts of) the FFF.

- ✓ ***Approve revisions to global-level policies.***

Background/Rationale: The proposed delegation of authority is limited to policies included in the SIC terms of reference (currently: Strategic Plan, Results Framework, Results Report, Knowledge and Good Practice Exchange Strategy, Financing and Funding Framework (joint responsibility with FRC), Gender Equality Policy and Strategy). Revisions cannot have financial implications and must be consistent with the Charter, key policies, and GPE strategic frameworks. As key policies/strategic frameworks, revisions to the Strategic Plan and Financing and Funding Framework would need to be deferred to the Board (excluding revisions to FFF-related funding mechanisms for which the Board has approved the design, which can be decided by the SIC under the proposed Decision Framework).

4. Coordinating Committee:

- ✓ ***Approve procedural and minor changes to Committee terms of reference provided the changes do not enlarge the scope of authority or mandates.***

Background/Rationale: procedural and minor changes might include revisions to align Committee terms of reference with newly approved Board decisions or changes in terminology. Revisions should be consistent with the Charter, other key policies and GPE strategic frameworks.

- ✓ ***Manage Committee workflow and refer back to the Board any highly political matters.***

Background/Rationale: Committee Chairs could recommend that two or more Committees work jointly on an issue and jointly report back to the Board. Such adjustment to a Board decision could be made at the Coordinating Committee level since all Committee Chairs serve on that Committee. This delegation aims to increase efficiency of Committee work when during the examination of a question a Committee notices the need for another Committee's expertise prior to being able to make an informed recommendation to the Board.

- ✓ ***Change the date of a Board deliverable.***

Background/Rationale: Based on a monthly update by the Secretariat on implementation of Board decisions and Committee Chair exchange of information on their respective Committee workload/issues, the Coordinating Committee could decide to change the date of a Board deliverable. The Board Chair would keep the Board informed of such decisions and their rationale.

5. **Governance and Ethics Committee:**

- ✓ ***Approve procedural revisions to GPE governance policies.***

Background/Rationale: the delegation of authority is limited to policies that are included in the GEC Terms of reference (currently: Board and Committee Operating Procedures; Terms of Reference for Committees, Chair, Board Vice Chair; Conflict of Interest Policy, Communications Protocol on Misuse of GPE Funds, Policy on Transparency, Corporate Engagement Guidelines, Membership Policy, Board and Committee nomination materials and procedures). Revisions cannot have financial implications and must be consistent with the Charter and GPE strategic frameworks.

6. **Secretariat**:

- ✓ ***Recommend ESPIG applications to the GPC.***

Background/Rationale: Until now, the Secretariat has reviewed grant applications for completion, highlighting strengths and weaknesses, but has made no formal recommendations to the GPC. With the strengthening of the Secretariat's quality assurance of grant proposals, going forward, the Secretariat will make clear recommendations for GPC's consideration – both with regard to approval and follow-up actions – to inform the Committee's recommendation to the Board. The GPC would review grant proposals with an emphasis on strategic issues and a review of information and conclusions within each category of the adopted standard methodology, for which it would rely on the Secretariat recommendation followed by discussion by the Committee.

If the Secretariat does not believe a grant proposal is of good quality, the Secretariat can determine that the application should be improved and resubmitted in a subsequent funding round.

- ✓ ***Approve material ESPIG revisions for grants where the total grant value is less than US$10 million.***

Background/Rationale: The GPC currently has the authority to approval all material revisions to all ESPIGS. With a view to unburden the Committee, the proposed delegation authorizes the Secretariat to make decisions on proposed material revisions to smaller ESPIGS, specifically those with a total grant value of US$10 million and less. The Secretariat would defer complex revisions to the GPC and would regularly report to the GPC on any related decisions.

- ✓ ***Approve additional Grant Agent Allocations (formerly known as Supervision Allocations).***

Background/Rationale: In December of 2016, the Board delegated authority to the GPC to make decisions on requests for additional Grant Agent Allocations, which are frequently related to material grant revisions. In cases where the request is not linked to a material revision and subject to GPC approval, it is proposed that the Secretariat approve these conform the Board-approved guidance on the acceptable level of such allocations.[2] (The delegation would only apply to grants approved prior to the second round of 2016. For grants approved after that, the Grant Agent Allocations in included in the grant allocation and any changes thereto are a material grant revision subject to the provisions on revisions in the Policy on ESPIGS.)

- ✓ ***Specify or revise the source of funds for any allocation***

Background/Rationale: This delegation would allow the Secretariat to change the funding source of an approved allocation from one GPE trust fund to another GPE trust fund. For example, in December of 2016, the Board approved an allocation to Ethiopia with the GPE Fund as a funding source. The Secretariat then considered that it would be more beneficial to GPE to partly fund the allocation from the Catalytic Fund in order to accelerate the process of using the remaining cash balance in the Catalytic Trust Funds scheduled to close in 2018 and at the same time maximize available resources in the GPE Fund.

- ✓ ***Update Board policies and Committees TOR, procedures, etc. with Board decisions***

Background/Rationale: At most Board meetings, the Board makes decisions that result in the need to update existing Board policies to reflect the decisions. Is time-consuming and

[2] BOD/2016/12-09—Delegation of Authority of Requests for Additional Supervision Allocations

cumbersome to present the updated language to the Board for approval following the meeting. Therefore, it is proposed that the Secretariat may update policies consistent with Board decisions.

- ✓ ***Approve minor adjustments to non-core indicators in the Results Framework.***

Background/Rationale: This delegation includes making decisions on adjustments exceeding 10% of agreed targets for non-core indicators, changes of non-core indicators (addition or dropping of indicators), and adjustments to core indicators not exceeding 10% of agreed targets for core indicators. This delegation is currently with the SIC and the recommendation is to transfer it to the Secretariat.

The Secretariat already has an existing delegation to make decisions on minor adjustments to non-core indicators, specifically on adjustments not exceeding 10% of agreed targets, any changes to milestones. In addition, any upward adjustments of agreed targets of any indicator

6. NEXT STEPS

6.1 Once the Decision Framework is approved by the Board, the Secretariat will monitor its implementation and update the Decision Framework with any subsequent Board decisions.

6.2 The GEC will report to the Board annually on the use of delegated decision-making, and review the adequacy of the Decision Framework and report back to the Board as needed.

7. PLEASE CONTACT: Ruth Dantzer (mdantzer@globalpartnership.org) or Christine Guétin (cguetin@globalpartnership.org) for further information.

8. ANNEX AND ADDITIONAL INFORMATION

Annex 1 – Decision-Making Procedures

Annex 2 – Existing and Proposed Delegations of Authority

9. REFERENCES

- ✓ Committee Terms of Reference
- ✓ Board and Committee Operating Procedures
- ✓ BOD/2016/12 DOC 15 and BOD/2016/12-11

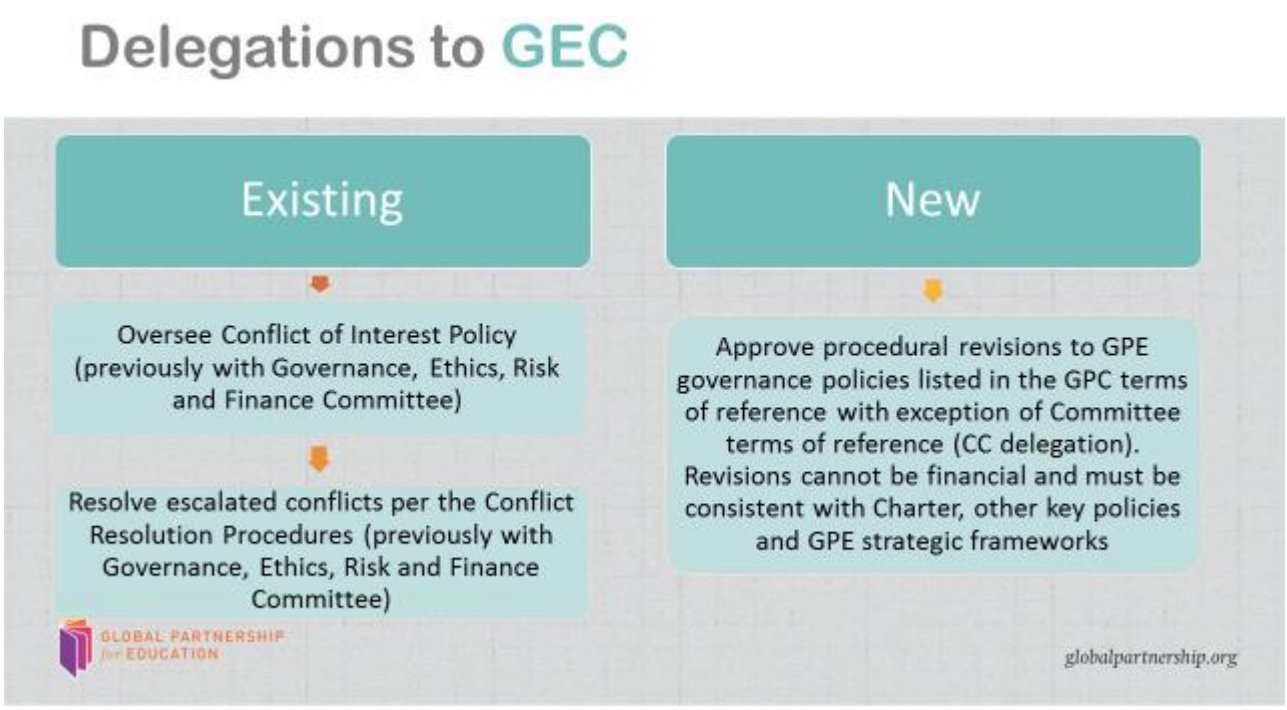
ANNEX 1 – DECISION-MAKING PROCEDURES

Decision-Making Processes	No Board/Committee Discussion	Board/Committee Discussion
Face-to-Face Meeting By consensus or vote.[3]	Consent agenda (includes Committee/ Secretariat/ Working Group recommendations that need no Board discussion) or other administrative and procedural issues that are not material.	Decisions can be based on Secretariat/Working Group/Committee recommendations.
Audio Call		Limited use to items which urgently need Board/Committee discussion. Technical constraints.
Affirmative Approval via Email (NEW; Board-only) Requires express approval of a majority of Board members including from at least three out of the four constituency categories within a two-week period.	When the Board needs to take decisions between meetings. The Secretariat will develop a real-time interactive tool on the Committee eTeam site where votes are tracked and identified and comments/questions posted along with a Secretariat response as required. If the required approval is not reached within a two-week time period, the Board Chair, depending on the extent of comments/questions received, may decide to extend the deadline of schedule an audio call.	
Non-Objection via Email The decision is automatically approved unless an objection is submitted prior to a specified timeline.[4]	At Board level: Use is limited to administrative and procedural issues that are not material. **(NEW)** E.g., meeting summaries, committee appointments at recommendation of Board Chair. At Committee level: a non-objection process is permitted (not allowing non-objections for Committee-level decisions would place a significant additional burden on the GPC specifically, which makes a significant number of decisions on material grant revisions annually using a non-objection procedure).	

[3] **Board level**: requires positive vote from majority of members present, provided that such majority includes at least one Board member representing each of the following: (i) developing countries; (ii) donor countries; (iii) CSOs or the private sector/private foundations; and (iv) multilateral agencies (per Board and Committee Operating Procedures)
Committee level: requires positive vote from majority of Committee members present (excluding the Committee Chair, who is non-voting) per Board and Committee Operating Procedures)

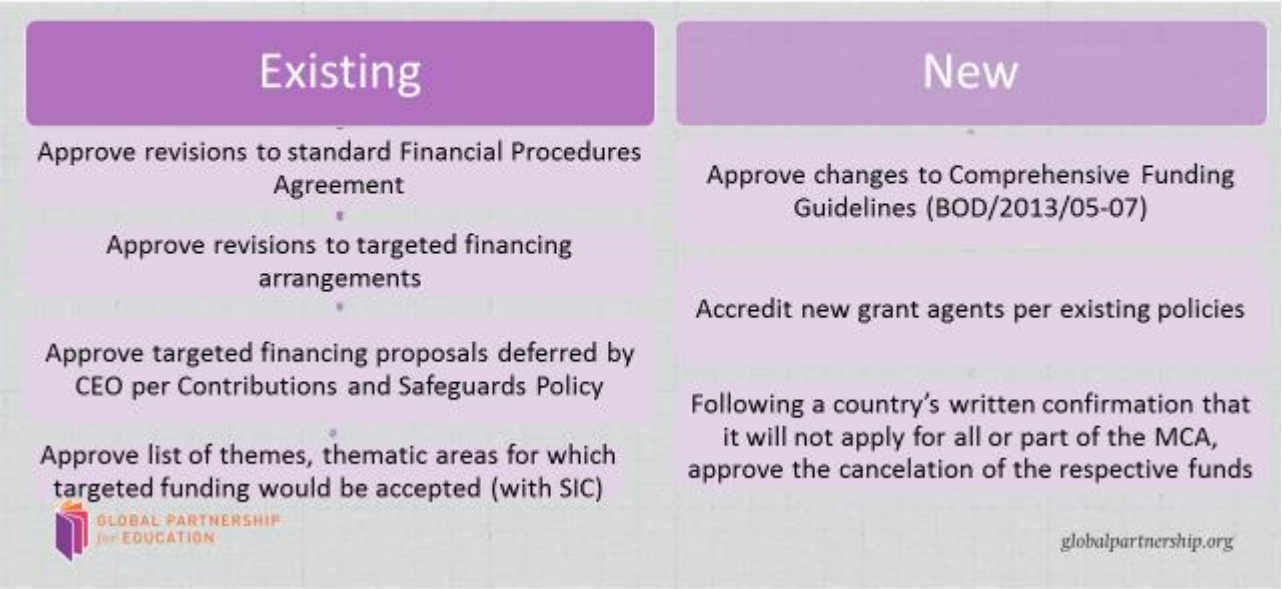
[4] Board members shall be provided with no less than ten (10) calendar days to state an objection. Should an objection be received from any Board member that is not retracted before the deadline for objections, the decision will not be considered approved.

ANNEX 2 – EXISTING AND PROPOSED DELEGATIONS OF AUTHORITY





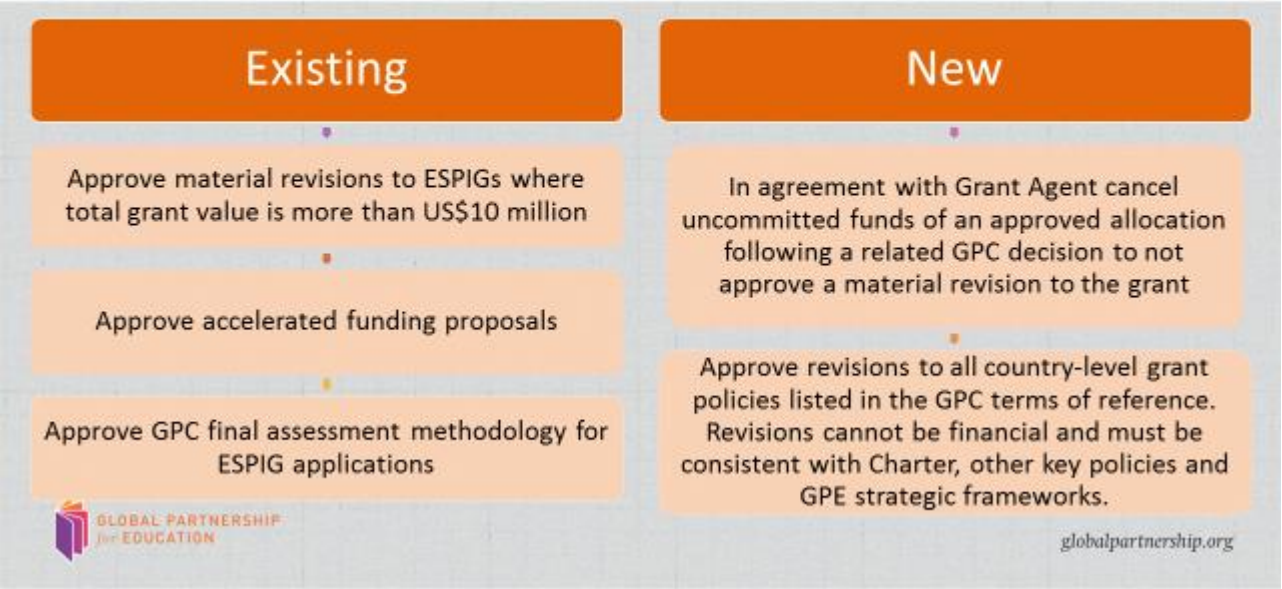
Delegations to FRC



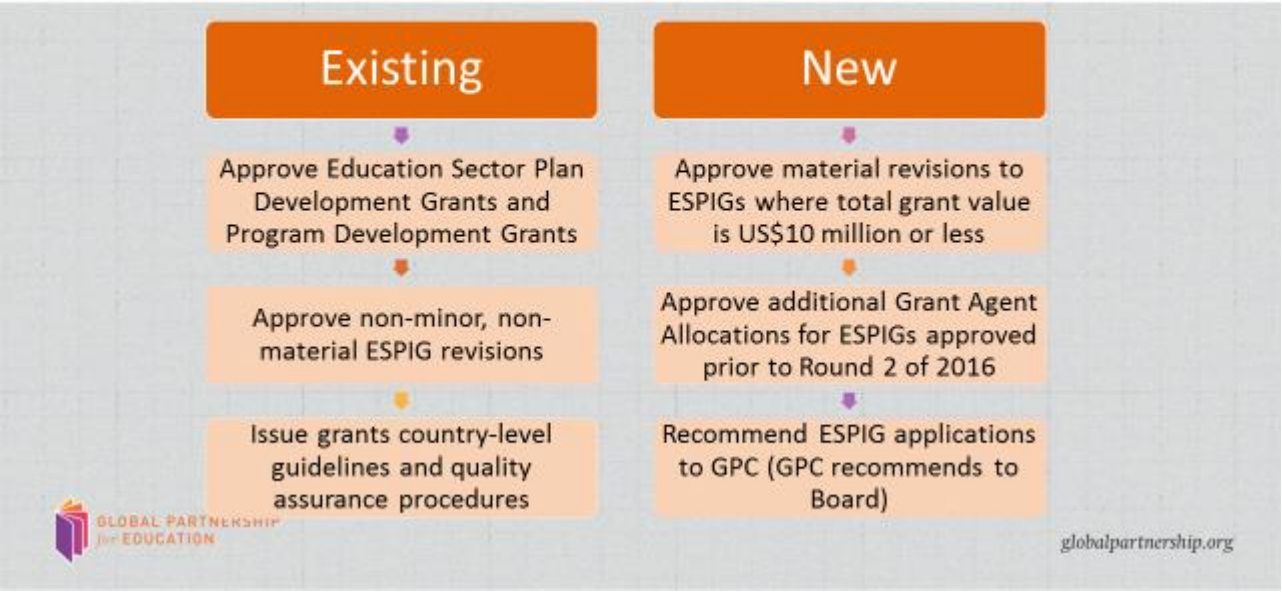
Delegations to Secretariat (FRC-related)



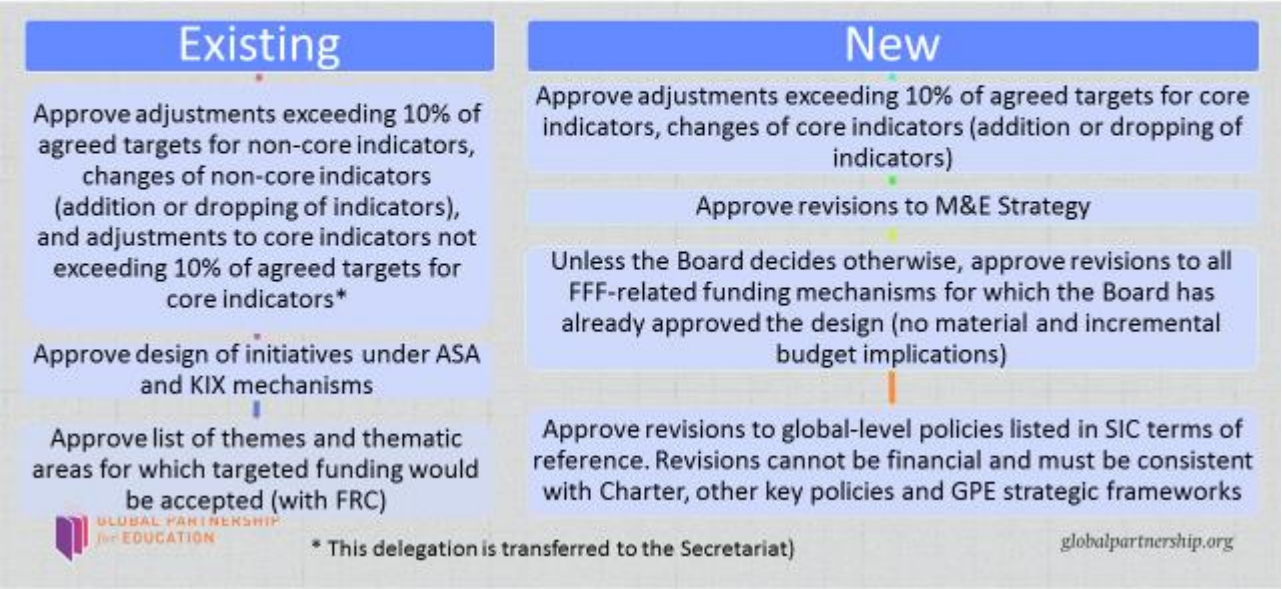
Delegations to GPC



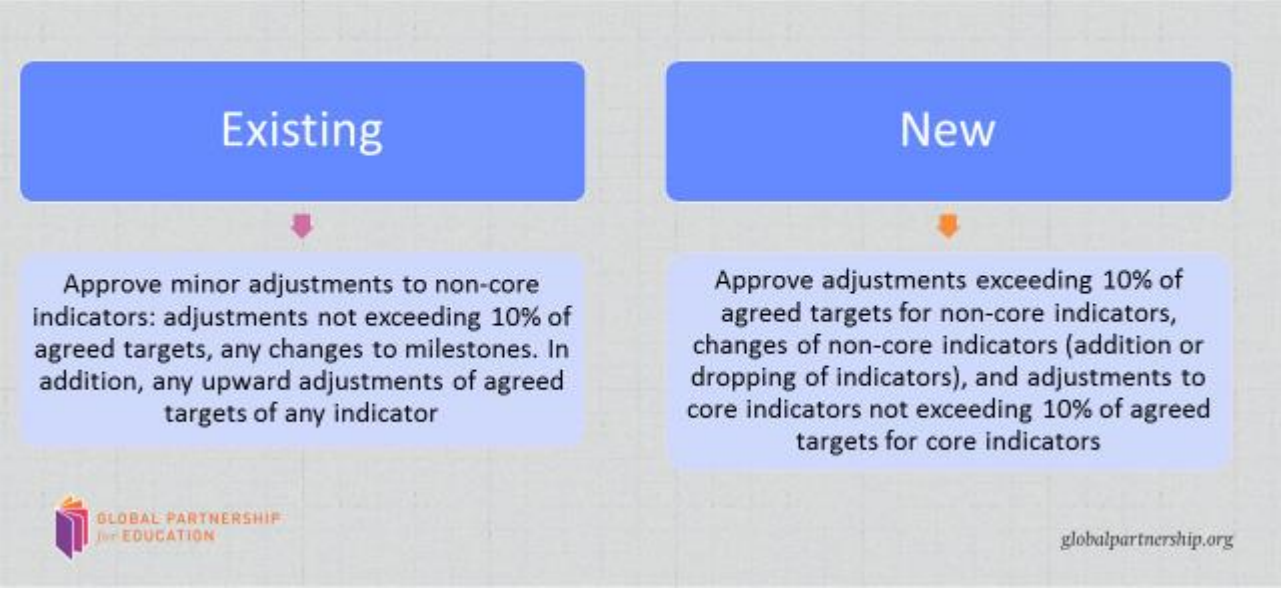
Delegations to Secretariat (GPC-related)



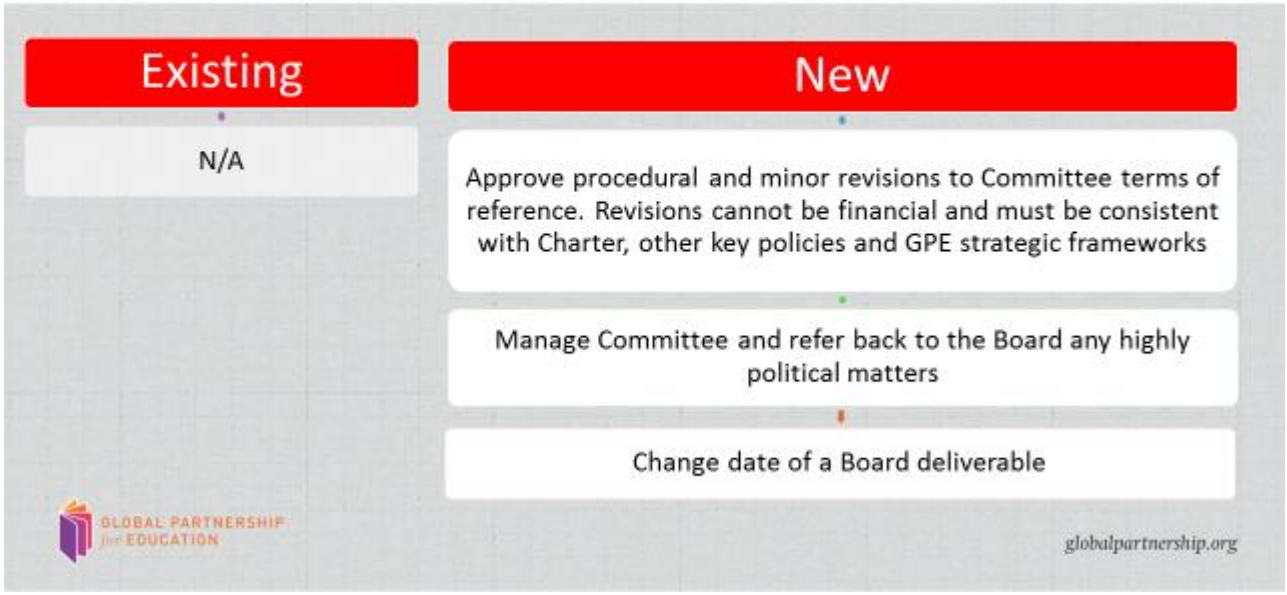
Delegations to SIC



Delegations to Secretariat (SIC-related)



Delegations to CC



Delegations to Secretariat (CC-related)

