GLOBAL PARTNERSHIP for EDUCATION

BOD/2013/07 DOC 02 v. 2
Meeting of the Board of Directors
Via Audio-conference
23 July 2013

REPORT OF THE GOVERNANCE WORKING GROUP: RECOMMENDATIONS ON A PROCESS FOR IDENTIFYING AN INTERIM BOARD CHAIR

For Decision

1. PURPOSE

The purpose of this paper is to seek approval from the Board of Directors of the recommendations of theGovernance Working Group for a process to identify and approve an Interim Chair of the Board of Directors.

2. RECOMMENDED DECISION

The Governance Working Group requests that the Board of Directors approves the following decision:

BOD/2013/07-02—Process for Identifying Interim Board Chair: The Board of Directors approves the process for identifying the Interim Board Chair as set out in BOD/2013/07 DOC 02, v. 2.

3. BACKGROUND

3.1 At the audio-conference meeting of the Board of Directors (the "Board") on 15 July 2013, the Chair of the Board, Carol Bellamy, announced that she would be stepping down from her role as of 19 July 2013. This announcement was followed up by a written message to the Board.

3.2 The Chair of the Governance Working Group ("GWG"), Peter Colenso, announced at the meeting that as a consequence of the resignation of the Chair, a process would be needed to be developed on identifying and approving an Interim Chair to take office as soon as possible. He advised that the GWG had a scheduled meeting on 17 July 2013 and would be making recommendations to the Board on the next steps, to be discussed at an audio-conference meeting early the next week. The GWG Chair sent

out a message to the Board on 16 July 2013 advising that the meeting would take place on 23 July 2013.

3.3 The GWG met on 17 July 2013 to discuss, amongst other matters, the process for identifying an interim Board Chair. As part of that discussion, they reviewed a document on the anticipated roles and responsibilities required over the period of 1 August 2013 until 31 December 2013, after which the new Board Chair is scheduled to take office.

3.4 The GWG agreed to make all efforts to accelerate the search for a new (non-interim) Board Chair and noted that the Board's support in identifying candidates is essential.

4. RECOMMENDATIONS OF THE GWG

4.1 The GWG recommends as follows:

a. **Timing**: The Interim Chair should be identified as soon as possible, on an expedited basis, as there is a significant amount of work to be completed in the near future that will need the involvement of the Interim Chair.

b. **Transparency**: The process should be based on open call for nominations by all Board members and an opportunity to vote by all Board members.

c. **Criteria**: Given the fact that the interim Chair will need to "hit the ground running" with immediate undertakings to be performed, the call for nominations should be limited to candidates who are:

- Current Board members and Alternate Board members
- Available to fulfill the "required" tasks, and, ideally, the "desired" tasks set out in **Annex 1**.

To be considered valid, nominations must indicate support by one other Board Member, with the agreement of the nominee.

d. **Board Approval**: Should there be more than one candidate, the Board's approval should be subject to a confidential voting process to be managed by the Secretariat. The candidate who obtains the highest number of *positive* votes will be

deemed to be approved by the Board and announced to the Board by the Secretariat. Abstentions will not be counted.

4.2 The recommended timeframe for the process is as follows:

(1) **23 July 2013**: Board conference call to discuss and approve process. If there is not a quorum in attendance, the document, incorporating comments received from Board members, will be sent to the Board for a no objection email vote, with a deadline of 26 July. Should an objection be received, another conference call will be scheduled.

(2) **29 July or 2 August 2013**: Once process is approved, a call for nominations will be sent out by the Secretariat to the Board with a 4 business-day deadline (either 29 July 2013 (if process approved on 23 July) or 2 August (if process is approved on 26 July)).

(3) Voting Process:

- Should there be only one candidate received, the selection will be approved by acclamation and a message will be sent to the Board accordingly by the Secretariat.
- Should there be more than one candidate, the Secretariat will send out a message announcing the candidates and include a short statement written by each of the candidates on their interest and qualifications for the role. The Secretariat will request that confidential votes to be submitted within a week. Each Board constituency will have one vote and the selected candidate will be chosen in accordance with paragraph 4.1 d. above.

The effective date of the appointment of the Interim Chair will be immediately upon notifications of the results by the Secretariat and his/her term will continue until a successor is approved by the Board, which is currently planned to occur at the face-to-face meeting in November 2013.

Annex 1: Interim Chair Roles and Responsibilities

Required:

Chair all meeting of the Board of Directors including:

- Possible audio-conference meeting in September 2013 regarding external evaluation and accelerated funding requests
- Face-to-face meeting on 17-19 November 2013 (Addis Ababa, Ethiopia)

➔ This includes clearing messages to the Board calling the meeting, agendas and all background/decision papers. The agenda for the face-to-face meeting will be circulated for comment by Board members, which will need to be incorporated in the final agenda.

Desired:

-Attend face-to-face meeting of the Governance Working Group (September 5-6 2013, Washington, DC) and any subsequent GWG audio-conference meetings

-Attend meetings of the Financial Advisory Committee to provide guidance, including:

- possible audio-conference in August/September on accelerated funding requests and independent evaluation

- face-to face meeting (Week of 14 October 2013, 3-4 days in Washington DC)

-Representational role: including attending United Nations General Assembly week events (week of 23 September 2013) and other engagement for replenishment planning (identifying champions, etc.)

-receive and respond to Board membership and other procedural questions from Board members

-Ongoing sounding Board for GWG and FAC Chairs and CEO

-Ongoing sounding Board on hosting matters

-*ad hoc* matters dealing with organizing face-to-face Board meeting (including possible pre-meetings in country)

-possible country visits (both developing country and donor)

-serve as GPE representative on Global Education First Steering Committee and Learning Metrics Taskforce

-Orient new Chair