



## GUIDELINES ON PROCEDURE

### General

1. In addition to standard meeting procedure, the following procedures will be operational during the Twenty-Second Board Meeting:
  - a. Only Board Members may vote. Alternates may vote when they are replacing Board Members. (Board Operating Procedures (BOP) Articles A1 and A2).
  - b. Other members of a delegation shall only have the right to speak or participate directly in the deliberations of the Board when doing so at the request of and in place of the Board Member/Alternate of their delegation. Only one individual from a constituency, including the Board Member/Alternate, may speak per agenda item. (BOP Article A3)
  - c. Interventions should be concise and to the point. Interventions that are not scheduled speeches or announcements will be stopped after five minutes.
  - d. The meeting will convene at the stated time, and proceedings will commence immediately.
  - e. Board Members, Alternates or designated delegates will be called upon by individual name and function. Speakers and presenters will also be called upon by name.
  - f. When the floor is open, the Chair shall call upon Board Members, Alternates or designated delegates in the order in which they signify their desire to speak. Members do so by raising their constituency / name flag.

### Advance Preparation of Decisions

2. As a general principle there should be minimum changes to decisions that have been prepared by Committees on the understanding that Committees have spent considerable time and effort preparing appropriate decisions for the Board.
3. If a constituency nevertheless wishes to submit an amendment to a proposed Decision Point, the following procedural guidelines should be followed:
  - a. the constituency should provide a draft of the proposed amendment to the relevant Committee Chair as early as possible and preferably at least 48 hours before the relevant Committee session at the Board Meeting;
  - b. if it is not possible to do so, the constituency should notify the relevant Committee Chair of the intention to submit an amendment and provide a copy of the proposed amendment to the relevant Committee Chair as expeditiously as possible and, in any case, no later than 7pm on the evening before the relevant committee presentation to the Board;
  - c. draft amendments should be provided in typed format or written in block capitals and should be copied to the Manager of the Board Relations Team who will ensure it is circulated to the Secretariat and others who must be informed of the proposed changes;
  - d. should amendments not be received by this deadline in the required format, it is in the discretion of the Chair and Vice-Chair of the Board, (in liaison with the Chair and Vice-

Chair of the relevant committee) to accept these, or otherwise ask that they are submitted via the process outlined in paragraph 6.

4. Once amendments have been received the relevant Committee Chair will decide whether to accept them or not. The Committee Chair will use his/her best judgment to determine if the proposed amendment is consistent with the intention of the Committee and may consult with other Committee members. If the Committee Chair determines that the proposed amendment is consistent with the intention of the Committee or if the Committee by consensus decides to accept the amendment, then the Committee Chair may accept the proposed amendment on behalf of the Committee. The Committee Chair will notify the constituency whether or not the amendment has been accepted as soon as possible after his/her decision is made.

5. Accepted amendments will be highlighted by the Committee Chair during his/her presentation to the Board. Copies of amendments accepted in the manner described above will be available on the document table.

6. Amendments that have not been accepted by the Chair of the relevant Committee but which a delegation still believes need to be considered may be introduced during the relevant discussion at the Board session but should preferably be introduced with significant backing from other Board Members. The constituency should notify the Committee Chair and the Secretariat of the intention to introduce the proposed amendment at the relevant Board session. Amendments introduced during the Board session will be treated in accordance with the Global Fund Board's standard operating practice.

### **Decision-making**

7. Decision-making is generally achieved by consensus (BOP Article C10).

- a. If consensus is clear, the Chair shall restate the decision point and declare that the Board has reached consensus and made a decision.
- b. If the debate proves to be too close to call consensus on a given decision point, in some instances it will be appropriate for the Chair or any Board Member to move that the matter be deferred until the next Board meeting.
- c. If feasible, the Chair will attempt to achieve consensus by encouraging amendments that meet the concerns of both sides of the debate. The Chair may also consider the formation of small, informal working groups of interested Board Members or their designees to negotiate language or proposals that can bring the Board as a whole to a consensus on contested decision points.
- d. If the debate proves to be too close to call consensus on a given decision point, in certain instances it will be appropriate to call for a vote (BOP Article C10). The Chair or any Board Member may call for a formal vote at any time. Motions require a two-thirds majority of both (i) the group encompassing the eight donor seats and two private sector seats and (ii) the group encompassing the seven implementing country seats and the three nongovernmental organization seats.

8. Where appropriate, the Chair may call for an informal show of hands (or "straw poll") to test the status of an issue. This will not count as a formal vote, but will merely serve as a gauge of Board opinion to guide further discussion or judge how close the Board is to a consensus.

### **Motions**

9. Motions are the tools used to introduce business in a meeting, and they allow the discussion to stay focused on specific issues.

10. A motion is defined as a proposal that the Board take a certain action or a proposal that reflects an opinion expressed by the group. For example, if a Board Member wanted the Board to adopt a proposal, he/she would state the following: "I move that the Board adopt [x] as proposed." Another Board Member would have to "second", or agree to the proposal, for debate to ensue.

11. Thus, a motion is made and acted upon in the following manner:

- (1) A Member requests the floor.
- (2) The Chair assigns the floor.
- (3) The motion is made.
- (4) The motion is seconded.
- (5) The Chair restates the motion.
- (6) Debate is held.

12. A motion may be amended during debate. The following general rules and tips govern the use of amendments:

- a. The amendment must be germane to the motion on the floor.
- b. All amendments must be seconded.
- c. The adoption of an amendment does not adopt the motion. The Board has simply changed the motion on the floor.
- d. An amendment (primary) may be amended (secondary) **but only two amendments may be on the floor at one time.**
- e. The secondary amendment must be decided upon first.
- f. Then the Board decides on the primary amendment.

### Incidental Motions

13. An incidental motion is a type of motion that relates to procedure and not directly to the main question on the floor. When made, it must be acted upon before business can continue. They are generally not debatable and can only rarely be amended.

Commonly-used incidental motions:

(1) **Point of Order:** Made when a Board Member feels the Chair is failing to operate within the rules. The Chair must either defend his action or accept the point.

(2) **Point of Information:** A motion used to obtain additional information on the subject being considered. (e.g., "What is the amount of Round 9 commitments?") The answer is given by the Chair or the relevant authority.

(3) **Division:** Calls for a verification of a vote. This motion may be made by any Board Member. The Chair must re-take the vote in a manner in which the group can be assured of the correctness of the call.

(4) **Permission to Withdraw a Motion:** Allows a Board Member to withdraw his motion with consent of the group. The Chair typically handles the request by use of general consent.

### New Motions or Decision Points

14. Board Members may wish to introduce motions which are not on the agenda. In order to do this, a delegate should notify the Secretariat in advance of proposing the motion, providing a typed (or written in block capitals) draft of the motion noting which constituency intends to propose it and expressing a preference for when the motion will be made. Motions should be

received as far in advance as possible, but not later than one full day before the constituency intends to make the motion.

15. The motion will then be prepared in the appropriate format and reviewed by the Chair and Vice-Chair of the Board who will decide whether the motion is admissible. The motion will then be circulated to all Board members and placed on the documents table so that delegations can review the text of the motion before it is made. The constituency making the motion will be invited to introduce this motion from the floor at an appropriate time as decided by the Chair.

16. If delegations have advance notice that they intend to introduce new motions during the Board meeting these should be provided to the Secretariat in advance of the meeting so as to be reviewed by the Chair and Vice-Chair and circulated to all Board Members.

17. No new motions will be considered immediately upon introduction from the floor, all new motions will be required to be circulated to all delegations in advance of consideration on the floor.