

Electronic Report to the Board

Amendments to the Operating Procedures of the Board and Committees

GF/B40/ERo8

18 March 2019

Board Decision

Purpose of the paper: This paper sets forth, on the recommendation of the Ethics and Governance Committee, a number of Amendments to the Operating Procedures of the Board and Committee.

1. GF/B40/EDP11: Amendments to the Operating Procedures of the Board and Committees

Decision

The Ethics and Governance Committee endorsed the proposed amendments to the BCOP set out in Annex 1 of this report and recommends the following electronic decision point to the Board for approval:

Decision Point GF/B40/EDP11: Amendments to the Operating Procedures of the Board and Committees of the Global Fund

The Board approves the amendments to the Operating Procedures of the Board and Committees of the Global Fund as set forth in Annex 1 to GF/B40/ER08 which shall enter into force upon the approval of this electronic decision point.

Budgetary implications (included in OPEX budget)

The due diligence aspect of this decision has budgetary implications already covered in OPEX budget.

A summary of relevant past decisions providing context to the proposed Decision Point can be found in Annex 3.

Executive Summary

Context

The current Operating Procedures of the Board and Committees of the Global Fund (“BCOPs”) were approved by the Board in 2016. Since their approval, the application of the BCOPs has shown that several provisions could be updated and put in line with existing and best practice. The Ethics and Governance Committee (“EGC”) at its 6th meeting in March 2018 suggested that it was timely to consider revisions to the core governance documents including the BCOPs, which were discussed by the EGC between March 2018 and February 2019. This is a first phase to make amendments to the core governance documents to a set of discrete provisions to simplify processes and enhance clarity.

Questions this paper addresses

- A. What is proposed and why?
- B. What options were considered?
- C. What needs to be done next to progress?

Conclusions

- A. It is proposed to amend several discreet provisions of the BCOPs to better reflect current practice, simplify a number of processes and ensure they are in line with best practice in this first phase of revisions to the core governance documents. The relevant provisions relate to the attendance at Board meetings, the Executive Director Selection Process, the naming of the Communications Focal Points, requirements to the location of Board meetings, the recording of closed sessions as well as Committee replacements mid-term.
- B. Various options were considered when proposing these amendments regarding their content, as well as the process for putting them forward. After consultation with the Board, it was decided to remit one originally proposed amendment to a closely related governance strengthening initiative. Input provided by Board constituencies are incorporated in the proposed amendments.
- C. In order to progress, the Board is invited to approve the proposed changes on the recommendation of the EGC.

Input Sought

- Decision Point: GF/B40/EDP11: Amendments to the Operating Procedures of the Board and Committees of the Global Fund

Input Received

- The EGC discussed changes to the BCOPs at its 6th meeting in March 2018, at its 7th Meeting in July 2018 and in the interim periods between the 7th, 8th and 9th Meeting.
- The EGC consulted Board constituencies on the proposed changes in February 2019 and received feedback from 12 constituencies, which were considered in preparing this final proposal.
- The EGC at its March monthly call on 14 March 2019 endorsed the proposed amendments to the BCOP and recommended the following electronic decision point to the Board for approval.

What is the need or opportunity?

1. More than two years have passed since the current Operating Procedures of the Board and Committees of the Global Fund (BCOPs) were approved by the Board.
2. In March 2018, the Ethics and Governance Committee (EGC) suggested that it was timely to consider revisions to the core governance documents, including the BCOPs. EGC considered various proposed revisions to the BCOPs throughout 2018 based on two years' experience and to ensure the Global Fund's Governance structure follows best practice.
3. Deliberations at the 6th EGC meeting (March 2018), the 7th EGC meeting (July 2018), as well as during the intersessional periods led to the current proposal of revisions.
4. The EGC highlighted the work being done on this topic to the Board in its update at the Board's 40th Meeting in November 2018.

What is proposed and why?

What is the proposal?

5. Amendments to several articles of the BCOPs are proposed to increase their flexibility, efficiency and simplicity, as well as to prepare the governance structures of the Global Fund for certain contingencies.
6. The proposed changes are adjustments to stand-alone provisions, which became necessary due to recent experience or are needed to clarify the intent behind a provision.
7. The EGC is considering various governance strengthening initiatives throughout 2019, including on strengthening committee selection processes and the committee mandates, which may result in additional changes to core governance documents. The amendments to discrete articles proposed in this paper do not align fully with those thematic governance initiatives and are therefore put forward in this first phase.
8. As per discussions with the EGC, the review of the core governance documents will be carried out in different phases.

What provisions are proposed for amendment?

9. **Attendance and notification of Board Members (new Art. 3.3; Art. 7.3).** The proposed changes ensure Board Members and Alternate Members remain continuously represented at Board meetings and add a level of due diligence for newly appointed Board Members and Alternate Members.
10. **Executive Director and Inspector General Selection Process (Art. 36.4).** The proposal clarifies that the Nominations Committee will put forward the finalist candidates to the Board for consideration and omits the requirement of ranking the candidates.
11. **Renaming of Communications Focal Point to Constituency Focal Point (Art. 5.1, 6.1, 7.1, 7.2, 7.3, 14.1, 24.2, 24.2.2, 24.2.3, 29.1, 38.1, Annex 1 BCOPs).** The wording "Communications Focal Points" is changed throughout the BCOPs and its annex to "Constituency Focal Points", to reflect the work of the Focal Points, which is not limited to communications.
12. **Location of Board meetings (Art. 10.2).** The provisions clarify the considerations to be taken into account to ensure Board constituencies are not faced with any difficulties in visiting the selected country for Board meetings.
13. **Recordings of closed sessions (Art. 22.3, 50.2).** Amendments clarify current requirement and existing practice that audio recordings are kept for all closed sessions.

14. **Committee replacements mid-term (leadership and membership) (Art. 26.1, new 26.3, 42.7, 43.10).** The proposed changes simplify the process of replacing a Committee Member, Chair or Vice Chair, by implementing a no-objection voting for committee replacements mid-term.

Why is this our recommended option?

15. The changes are recommended to ensure that the Global Fund follows best practice and that its operational rules for governance are simple and adequate. They take into account constituency input.

What are the risks and proposed mitigations?

16. The proposed changes aim to decrease risks arising from the operations of the governance structures of the Global Fund.

What options were considered?

What are the options?

17. Several options were considered for each proposed amendment. Based on the Board consultation, the amendments were further refined and simplified.

What analysis was considered?

18. The Board was consulted on the proposed changes. Board constituencies proposed additional language (e.g. regarding the location of Board meetings and gender non-binary language) to be incorporated and inquired for more information on the background, rationale and the implications of some changes and stressed the need for due diligence processes. The annexed change log has been created to provide this additional level of detail to constituencies. At the same time, it explains how Constituency input was incorporated.

Given the above, what are the positives and negatives of each option?

19. Constituency input resulted in putting forward a revised proposal for two sets of provisions, as well as remitting one proposed amendment to a related governance strengthening initiative.
20. In the assessment below, the original proposal will be considered as option 1 and the revised proposal, which incorporates Constituency input, as option 2.
- i. Location of Board Meetings
 - a. Option 1. The benefits of the original proposal were increased flexibility as to where the Board meetings are to be held when rotation needs to be disregarded for extraordinary, practical or financial reasons.
 - b. Option 2. The refined proposal maintains the requirement for a meeting in Geneva, with significantly strengthened language related to the commitment to ensuring access to a country for all Global Fund constituency delegations.
 - ii. Committee replacements mid-term.
 - a. Option 1. The intent of the original proposal was to put in place a no-objection voting for Committee replacements mid-term and to simplify the process of identifying the replacements. The second part of the proposal, however, could have potentially impacted the revisions of the Committee Selection Processes. This would have implied potentially having to change this provision again in the future.
 - b. Option 2. The refined proposal limits the amendments to implementing a no-objection voting for Committee replacements mid-term. It ensures that the provision stays general enough to be entirely independent of future changes to the Committee Selection Processes.

Recommendation

The Ethics and Governance Committee recommends the Decision Point presented on page 2 to the Board.

Annexes

The following items can be found in Annex:

- Annex 1: Proposed Amendments to Operating Procedures of the Board and Committees including the change log following Constituency consultation
- Annex 2: Summary of previous Committee Input
- Annex 3: Relevant Past Board Decisions
- Annex 4: Links to Relevant Past Documents & Reference Materials

Annex 1 – Proposed Amendments to Operating Procedures of the Board and Committees including the change log following Constituency consultation

Proposed Revision	Rationale	Constituency input
Individual Articles		
<p>Addition of Article 3.3 – Attendance of Board Members</p> <p><u>If a Board Member or Alternate Member misses two consecutive Board meetings, the Board Member or Alternate Member shall be deemed to have resigned from their position as Board Member and the constituency shall notify the Secretariat of the newly appointed Board Member or Alternate Board Member in accordance with Article 7.3 of these Operating Procedure.</u></p>	<p>This article aims to ensure Board Members and Alternate Members remain continuously represented at Board meetings ensuring continuity of Board discussions.</p>	<p>As per Constituency input, this proposal now also applies to Alternate Members. It has further been better linked to Article 7.3.</p>
<p>Amendment of Article 7.3 – Notification of Board Members</p> <p>Appointments of Board Members, Alternate Members and Communications <u>Constituency Focal Points</u> will be <u>notified to the Office of Board Affairs confirmed</u> in writing by an authorized representative of the constituency and delivered to the Secretariat at the time of such appointment, and re-confirmed no later than two weeks prior to the start of a scheduled Board meeting. Notification should include <u>contact information for the Board Member's, and, Alternate Member's contact information or Constituency Focal Point,</u></p>	<p>This change aims to include a level of due diligence into the Board Members, Alternate Members and Constituency Focal Point notifications process.</p>	<p>No comments received that warrant specific changes.</p>

<p>and a completed Declaration of Interest form to be submitted to the Ethics Office. Following 14 calendar days from the receipt of such notification, the Office of Board Affairs shall inform the Board of the new appointment of the Board Member or Alternate Member. Board Members, Alternate Members and Constituency Focal Points are to be re-confirmed no later than two weeks prior to the start of a scheduled Board meeting. Upon the substitution or replacement of a Board Member or Alternate Member, written notification should be provided to the Secretariat as soon as possible.</p>		
<p>Amendment of Article 36.4 – Nomination, Recruitment and Appointment of Executive Director and Inspector General</p> <p>The Nomination Committee shall interview and rank candidates, and present the <u>finalist</u> candidate(s) to the Board, which shall then take the final appointment decision.</p>	<p>Based on lessons learned during the last Executive Director recruitment processes, the ranking requirement has been taken out and it is now mandatory for the Nominations Committee to put forward multiple candidates to the Board.</p>	<p>No comments received that warrant specific changes.</p>
<p>Renaming of Communications Focal Point to Constituency Focal Point – throughout entire BCOPs (additional change)</p>		
<p>5. Communications Constituency Focal Points</p> <p>5.1. Board constituencies shall appoint a Communications Constituency Focal Point to ensure effective information flow to and strong engagement by constituencies on all matters related to the Global Fund. Although each Board constituency is responsible for deciding how to select its Communication Constituency Focal</p>	<p>Amendments aim to reflect the actual nature of the work of constituencies’ Focal Points, which goes beyond communications related issues.</p>	<p>Added to original package following EGC consultations on the Constituency Management Guidelines.</p>

Point, the selected representative should embody the competencies and have the capacity to perform the responsibilities outlined in the Board and Committee Member Roles and Responsibilities, as set forth in Annex 1 to these Operating Procedures.

6. Participants of Board meetings

6.1 Including the Board Member, Alternate Member and ~~Communications~~ Constituency Focal Point, no more than 10 persons from each Board constituency may attend Board meetings, no more than five of whom shall be in the room in which a Board meeting is taking place at any one time. In order to enhance the efficiency of Board proceedings, Board Members are urged to limit the size of their delegations below these maximums. Constituencies are encouraged to include their representatives on a Committee in the delegation.

7.1 The Board Member, Alternate Member and ~~Communications~~ Constituency Focal Point may be selected by the members of the constituency in an open, consultative and transparent manner decided by the constituency. Each Board constituency shall submit to the Secretariat their internal processes for the selection of the Board Member, Alternate Member and ~~Communications~~ Constituency Focal Point.

7.2 While highly effective Board Members, Alternate Members and ~~Communications~~ Constituency Focal Point come from a wide range of backgrounds, constituencies should refer to the

<p>Board and Committee Member Roles and Responsibilities, as set forth in Annex 1 to these Operating Procedures, to select Board Members, Alternate Members and Communications <u>Constituency</u> Focal Point who possess key competencies and have capacity to perform their respective responsibilities.</p> <p>7.3 → see above</p> <p>14.1. Attendance by Board Members, Alternate Members, Communications <u>Constituency</u> Focal Points and other members of a constituency's delegation shall be recorded at the start of each Board meeting by the Secretariat.</p> <p>24.2. Communication between the Board and the Secretariat will be conducted as follows:</p> <p>24.2.2. Unless otherwise requested, the Secretariat will send all necessary documentation related to Board work directly to the designated Board Member, Alternate Member and Communications <u>Constituency</u> Focal Point. It will be the responsibility of the Board Member, Alternate Member and/or the Communications <u>Constituency</u> Focal Point to make any further distribution of documents to members of their constituency.</p> <p>24.2.3. Board Members, Alternate Members and Communications <u>Constituency</u> Focal Point should keep the Secretariat informed of changes in their contact information, as the official information listed in the Secretariat's records</p>		
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<p>shall be used for the delivery of all official documents and communications.</p> <p>29.1. The Secretariat shall support the Board with the planning and organization of Board meeting logistics, agendas and procedures. The Secretariat shall maintain a list of Board Members, Alternate Members and Communications <u>Constituency</u> Focal Points including official contact information to coordinate and communicate with constituencies during and between Board sessions.</p> <p>38.1. Board Members, Alternates, Communications <u>Constituency</u> Focal Points, Committee Members, and members of Board delegations at Board meetings (“Governance Officials”) are required to adhere to the Global Fund’s Code of Ethical Conduct for Governance Officials (the “Governance Official Code”), reflecting the Global Fund’s core ethics and integrity values as set forth in the Ethics and Integrity Framework.</p> <p>Annex 1 of the BCOPs</p> <p>1.1 While constituencies have clear ownership of their internal process for selecting their Board Member, Alternate Member, Communications <u>Constituency</u> Focal Point and other representatives (such as nominees for Committee membership), the selection processes should involve broad consultation within their constituency, and be based on competency to serve in the relevant roles.</p>		
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<p>1.2 This document provides guidance on minimum key competencies and responsibilities of Board Members, Alternate Members, Communications <u>Constituency</u> Focal Points, Committee Members, and the Chair and Vice-Chair of the Board and the Committees of the Board.</p> <p>2.1 Each individual serving in a governance related role at the Global Fund (“Governance Official” (defined as an individual serving as a Board Member or Alternate Member, Committee Member, Communications <u>Constituency</u> Focal Point, or member of a Board delegation at a Board Meeting) shall remain engaged and diligent in the performance of their respective responsibilities.</p> <p>Table 2 – Key Competencies and Responsibilities of Communications <u>Constituency</u> Focal Points</p> <p>Table 2 - Column 1 title: Key Competencies of the Communications <u>Constituency</u> Focal Point</p> <p>Table 2 - Column 2 title: Responsibilities of the Communications <u>Constituency</u> Focal Point</p>		
<p>Location of Board meetings</p>		
<p>10.1. The Board is required by the Bylaws to have a minimum of two meetings per year, one of which will be held in Geneva, Switzerland. The Board shall adjust the frequency and number of these meetings as necessary. Meetings will generally be kept to two days in length.</p>	<p>The changes proposed aim at increasing the flexibility as to where the Board meetings are to be held when rotation needs to be disregarded for extraordinary, practical or financial reasons.</p>	<p>We acknowledge the voices raised both for holding meetings in Geneva and for ensuring that meetings take place in implementing countries. While organizing Board meetings in implementing countries theoretically allows for field visits, we are cognizant of the evidence that suggests that sometimes these</p>

<p>10.2. When deciding on the location of meetings, due consideration will be given to ensuring that Board constituencies are not faced with any difficulties in visiting the selected country, especially with regard to key populations, visa requirements and consideration if such country has conferred privileges and immunities to the Global Fund and its officials. The location of the meetings outside of Geneva, Switzerland will rotate appropriately between regions and shall Board meetings may only be held in countries where travel restrictions do not apply to persons who are living with HIV-positive and where no life threatening risks related to stigma and discrimination are identified for people living with HIV and key populations.</p>	<p>In addition, language was strengthened to avoid difficulties or restrictions for some delegation members.</p>	<p>field trips, which are planned with much dedication and enthusiasm by the host, are subject to last minute cancellations, in favour of constituency meetings, or no shows of people previously signed up.</p> <p>The comments were incorporated by reverting back to the original language.</p> <p>Constituency proposed additional changes to further strengthen the language regarding stigma and discrimination on the requirements for the location of meetings and the article has been amended accordingly.</p>
<p>Recordings of closed sessions (additional revisions)</p>		
<p>22.3. In accordance with Board policy, recordings of the closed sessions shall be kept confidential. However, the outcome of the deliberations, particularly if there are financial implications, shall be summarized in an open session of the Board meeting. Unless otherwise agreed by the Board, decisions taken by the Board in closed sessions shall be communicated by the Board Chair or Vice-Chair to the relevant parties in the Secretariat or Office of the Inspector General that</p>	<p>Clarify in the article that audio recordings are kept for all closed sessions in a confidential manner as has been the practice for the last years.</p>	<p>Added to original package to respond to requests to keep the number of phases of Core Governance Revision to a minimum.</p>

<p>may be charged with monitoring or executing such decisions. An official record of closed sessions must be maintained by the Board Chair and Vice-Chair and deposited, along with the recordings, with the General Legal Counsel of the Global Fund, or his/her representative.</p> <p>50.2. In line with Board policy, recordings of the closed Committee sessions shall be kept confidential. However, the outcome of the deliberations, particularly if there are financial implications, shall be summarized in the records of the meeting. An official record and the recordings of closed sessions must be deposited with the General Counsel Legal and Compliance Department of the Global Fund, or his/her representative.</p>		
<p>No-objection voting for committee replacements mid term</p>		
<p>26.1. Notwithstanding Articles 17 and 18 of these Operating Procedures, decisions by the Board regarding committee leadership and membership replacements during an ongoing committee membership or leadership term or to provide funding for grant programs may be made on a no-objection basis under the process outlined in this Article 26 of these Operating Procedures.</p>	<p>The changes proposed are not aiming at introducing an entirely new process for replacement but instead simply aim to streamline the wording in the paragraph and facilitate a non-objection voting procedure.</p> <p>Regarding the latter, Article 26.1 was slightly amended and a new article,</p>	<p>Constituency input inquired about the rationale behind these changes, suggested gender non-binary language and asked for more information regarding the specificities of replacing a committee member / Chair or Vice Chair (actors involved, due diligence process) and its links to the broader <i>Strengthening Committee Selection Processes</i> work stream.</p>

26.2. As directed by the Board, the Secretariat shall issue a request for decision on each funding recommendation, and shall notify the Board accordingly. Unless four Board Members of either the Donor Voting Group or Implementer Voting Group object to the requested decision within a time period specified by the Board following the date of notification, the requested decision shall be deemed approved by the Board, except that a requested decision not to make a funding commitment shall be deemed approved by the Board unless four Board members of both the Donor Voting Group and Implementer Voting Group object to the recommendation within a time period specified by the Board following the date of notification.

[26.3 As directed by the Chair and Vice-Chair of the Board, the Secretariat shall issue a no-objection request for decision on committee replacements during an ongoing committee membership or leadership term and shall notify the Board accordingly. Unless four Board Members of either the Donor Voting Group or Implementer Voting Group object within a time period specified in the request, the requested decision shall be deemed approved by the Board.](#)

42.7. A vacancy for either the Chair or Vice-Chair position in any Committee resulting from death,

Article 26.3 is proposed. While Article 26.2 is indeed of similar wording, a separate Article 26.3 is included to avoid overburdening Article 26.2.

Input was incorporated by reverting back to the original language regarding the actors involved and the process to make it independent of the future outcome of the *Strengthening Committee Selection Processes* discussion. Any comments made, which related to the actual Committee Selection Process will be addressed in that work stream.

There is a strong commitment to due diligence and this is and will be carried out for any and all replacements, even if not specifically mentioned.

resignation, disqualification or other reason, shall be filled in the same manner in which the original holder of that position was appointed or selected, from the relevant constituency voting group (i.e., Donor Voting Group or Implementer Voting Group) that initially nominated the outgoing Committee Chair or Vice Chair. [The Board shall be invited to approve such replacement pursuant to Article 26.3 of these Operating Procedures.](#) Individuals selected or appointed to fill vacant positions shall hold such positions for the unexpired term of their predecessor.

43.10. A vacancy in any Committee membership seat that arises prior to the end of a Committee Member's term (e.g., death, resignation, disqualification), shall be filled with a replacement from the same constituency as the outgoing Committee Member, provided such replacement demonstrates the skills and competencies required for the mandate of the committee. The Board shall approve the appointment of such replacement [pursuant to Article 26.3 of these Operating Procedures](#)~~one identified and communicated by the constituency to the Committee Leadership~~. Individuals selected or appointed to fill vacant positions shall hold such positions for the unexpired term of their predecessor.

The Ethics and Governance Committee has decided to remit discussion on Article 45.1, including the comments received during the consultation, to an in-person meeting of the EGC for more in-depth discussions.

Annex 2 – Summary of Committee Input

Relevant section of report of the 7th Ethics and Governance Committee Meeting

18. *Presentation: The presentation was divided in two parts: the first on the Board Leadership Nomination Committee Terms of References (BLNC ToRs) and the second part was on the proposed changes to the core governance documents.*

...

22. *The second part focused on other changes proposed for the core governance documents. Some changes are minor edits, but others are more substantive such as for the Executive Director selection process. These changes will be phased and the Board will be consulted in due course.*

23. *Committee discussion: The Committee broadly supported the changes proposed to the core governance documents and agreed to the consultation process. In addition, the Committee commented on the revisions:*

a. *The wording for when a Board Member misses three consecutive Board Meetings should be changed to “two Board meetings”;*

b. *Board Meetings outside Geneva should not be held in countries with punitive laws against key populations.*

24. *Secretariat Response: The Secretariat reassured the Committee that, when selecting locations for Board Meetings outside Geneva, the “screening process” for Board locations takes the legislative environment into account, amongst other factors, and this will be specified more clearly in the Operating Procedures.*

...26. *On the proposed changes to the core governance documents, consultation with the Board will be arranged based on the revised package, reflecting EGC input.*

Relevant section of report of the 6th Ethics and Governance Committee Meeting

36. *Presentation: The last extensive revision of the core governance documents (By-laws, Board and Committee Operating Procedures and Standing Committee charters) was undertaken in 2016. Given that there are several governance projects and processes currently underway or which will soon begin. Revision is timely. Similarly, it was noted that the revision of committee mandates is foreseen under the EGC Governance Action Plan (see GF/EGC05/13).*

37. *EGC discussion: The EGC reviewed each category outlined in Annex 4 of the EGC paper on the Review of Core Governance Documents (GF/EGC06/06), namely, the committee mandates, the new donor seat, the ED lessons learned, Board size and composition, the review of the EDP process as well as the general review and revision of governance documents.*

38. *The enhanced governance structure introduced in 2016 had brought changes to the mandates of the standing committees. It was noted that the scope of the committee mandates could be further clarified, this was noted in the committee performance assessments. It was noted that it can be difficult to distinguish between advisory and oversight functions and that some core issues are not provided for in the core governance documents, such as cross-cutting measures (CCMs) and the definition of “lead committee”.*

39. *The need to revise Electronic Decision Points (EDPs) taken by the Board and the Committees was reviewed. There are some decisions currently taken affirmatively that could be made on a no-objection basis. In contrast, there are also some areas where the Board should be adopting formal decisions. It was also suggested that OBA explore the idea of improving the current process for tracking EDPs, for example, by looking at the platform used by Unitaid. For greater clarity, OBA was requested to outline where EDPs could potentially be adopted on a no-objection basis and where changes could be adopted easily (i.e. “quick wins”).*

40. *Secretariat Response OBA confirmed that a general review of the core governance documents is timely, though it would not be feasible to undertake a single comprehensive revision now OBA supports the idea of improving the EDP process.*

41. *Conclusions: It is timely to carry out a comprehensive review, but this should wait for the new EGC and the outcome of some ongoing key governance work streams.*

42. *Action Points*

- OBA to outline in more detail, with support from Legal, the categories of potential revisions required, also identifying some “quick wins”. OBA to explore Unitaid’s EDP tracking platform

Annex 3 – Relevant Past Decisions

Relevant past Decision Point	Summary and Impact
GF/B39/EDPo8: Terms of Reference of the Board Leadership Nomination Committee and Corresponding Amendments to the Core Governance Documents¹	Board approves the Terms of Reference of the Board Leadership Nomination Committee and the corresponding amendments to the Operating Procedures of the Board and Committees
GF/B34/EDP21: Operating Procedures of the Board and Committees (April 2016)²	The Board approved amendments to Articles 15, 16, 20, 22 and 36 of the Operating Procedures of the Board and Committees
GF/B34/EDPo7: Enhanced Governance Structure³	The Board approved, as recommended by the Transitional Governance Committee, the Enhanced Governance Structure with three standing committees and a set of core governance documents including amended Operating Procedures of the Board and Committees.

Annex 4 – Relevant Past Documents & Reference Materials

1. [GF/EGCo7/03 Review of Core Governance Documents](#)
2. [GF/EGCo6/06 Review of Core Governance Documents](#)
3. [Operating Procedures of the Board and Committees](#)
4. [Bylaws of the Global Fund](#)

¹ <https://www.theglobalfund.org/board-decisions/b39-edp08/>

² <https://www.theglobalfund.org/board-decisions/b34-edp21/>

³ <https://www.theglobalfund.org/board-decisions/b34-edp07/>

