

**RECOMMENDATIONS OF THE 2013 INSPECTOR GENERAL
AD-HOC NOMINATIONS COMMITTEE**

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This document is part of an internal deliberative process of the Global Fund and as such cannot be made public under after conclusion of the Board Meeting in June 2013.

**Terms of Reference for the 2013 Ad-Hoc Nominations Committee
for the appointment of the next Inspector General¹**

Purpose

1. The purpose of the 2013 Inspector General Ad-Hoc Nominations Committee ('AHNC') is to assist the Board with its appointment of the next Inspector General of the Global Fund.
2. The Chair and Vice Chair of the Board's Audit and Ethics Committee ("AEC"), and the Board Chair and Vice Chair as required, will provide overall stewardship of the work program of the AHNC. Day to day project management support will be provided by the Office of the Board Chair and Vice Chair.

Membership

3. Membership of the AHNC shall be comprised of seven persons as follows:
 - a. Four members who are representatives of the Board's voting constituencies, with the implementer bloc and donor blocs nominating two consensus candidates each;
 - b. One member identified by the World Bank who brings senior level experience in the work of program assurance and internal and/or external oversight; and
 - c. Two non-constituency affiliated members, who can be current, independent members on the AEC, or other independent persons identified by the AEC Chair and Vice Chair. The individuals selected will bring additional gravitas and global experience to the AHNC, and serve as technical experts on the AHNC.
4. All members should have sufficient time² to dedicate to the AHNC, and have access to effective communications arrangements to facilitate frequent, high-quality engagement in the AHNC's work. From a skills perspective, they will have experience in the field of assurance, investigation, and/or quality oversight according to best practice principles from the finance and development sectors. It is preferable that they have a strong understanding of the Global Fund governance framework.
5. When taken as a group, the seven persons will, to the extent possible, also bring skills in the specific task of identifying and interviewing senior executive talent.
6. All seven members shall serve in their personal capacity and shall not seek or accept instructions in regard to their performance on the committee from any constituency of the Global Fund Board or other individual or entity.

¹ These Terms of Reference were approved by the Board by Electronic Vote on 15 March 2013, B28/EDP/12

² As a guide the time expected may range between 15 and 20 working days, but it may be less or more.

7. The members of the AHNC from amongst its members will select a Chair and Vice Chair of the AHNC. In addition to their membership role, the Chair will provide coordination support, and issue reports and other communications on behalf of the AHNC.

Work plan

8. The AHNC shall develop and undertake its work according to a work plan that is agreed between its members. The work plan should be established by 19 March 2013 and should work towards the Board making its appointment decision at the Twenty-Ninth Board meeting on 18 and 19 June 2013.
9. Specifically, the AHNC shall:
 - a. Work on a non-political and merit basis;
 - b. Direct and oversee the work of the Executive Search Firm, Russell Reynolds Associates, to develop a candidate list for the role of Inspector General, ensuring that the search firm reaches out to the broadest of Board constituency and other networks to find highly skilled candidates;
 - c. For the purposes of supporting the AEC in its assessment of any conflict of interest issue arising for a shortlisted candidate, provide to the Board's AEC by not later than 3 June 2013 the following information:
 - i. The names of up to three candidates that the AHNC believes represent the strongest possible candidate/s across the globe for the role of Inspector General, which list should aim for diversity for the extent possible but not compromising on talent, and be based on revised Inspector General Terms of Reference ("TORs") approved by the Board; and
 - ii. The AHNC's reasons for their assessment of the short listed candidates, which should include the extent to which each candidate fulfills the selection criteria, and the candidate's relative ability to perform the duties of the Inspector General as outlined in the Inspector General TORs, and weight those capacities according to the main areas of competency for the role.
 - d. During 3 and 9 June 2013, provide any assistance that may requested by the AEC to support the AEC's conflict of interest assessment of each of the shortlisted candidates;
 - e. On 10 June 2013, provide the Board with:
 - i. The AHNC's recommendation on the preferred candidate/s for the role of Inspector General after taking into account the AEC's final determination on any conflict of interest that would remove a candidate from further consideration; and
 - ii. The information from paragraph 8.c.ii of these terms of reference for the candidate/s being presented to the Board.
 - f. Provide, at regular intervals, progress updates to the Board; and

- g. Ensure that it conducts itself at all times in manner that respects the privacy and personal reputation of potential candidates, and work within an appropriate framework of confidentiality.

Decision making and governance matters

- 10. The AHNC shall seek to make its decisions by consensus. Recognizing that the role of the AHNC is to propose the best possible candidate/s for the role of Inspector General, where consensus cannot be obtained, the majority view of the AHNC will prevail.
- 11. Membership in the AHNC shall not count towards the two-committee limit set forth in Section 42.1 of the Board and Committee Operating Procedures.

**Template of Confidentiality Undertakings
for members of the IG AHNC**

I _____ (*full name*)
as a **Member** of the Ad-Hoc Nominations Committee (the “Nominations Committee”),
acknowledge and agree that the selection of the Inspector General must be conducted in a
non-political, open and competitive manner.

Accordingly, I agree that members of the Nominations Committee must not act in any
manner that will undermine public confidence and trust in the selection process.

Independence

In order to ensure fairness and integrity in the Global Fund’s decision-making process, I
undertake to discharge my functions and responsibilities as a member of the Nominations
Committee with the interests of the Global Fund alone in mind. I will accordingly not seek
or accept instructions in regard to the performance of these functions from anyone. In
addition, I will be transparent regarding any personal or professional relationships I may
have with any of the applicants to serve as Inspector General (the “Candidates”), or any past
or future professional engagements I have with the Office of the Inspector General (“OIG”).

In the event I experience attempts by individuals to influence my functions on the
Nominations Committee, I will immediately inform the Chair of the Nominations Committee
(or the Vice Chair in the event that I am the Chair). I will also immediately inform the Chair
(or the Vice Chair) in the event I have any personal or professional relationship with any
Candidate, or if I have previously performed professional services for the Global Fund
(including the OIG) and/or expect to do so in the future. I understand and agree that in
order to promote an open and transparent process the Chair may provide such information
to the other members of the Nominations Committee and/or the Global Fund’s Ethics
Official, and my recusal from certain deliberations may be required.

Confidentiality

I also acknowledge that the deliberations of the Nominations Committee should be protected
from disclosure in order to (i) safeguard the privacy of Candidates; and (ii) promote open
and frank deliberations amongst Nominations Committee members.

Consequently, I agree to keep confidential all non-public information known to me by reason
of my participation on the Nominations Committee, with the exception of the final
recommendations released in the Nominations Committee’s report(s) to the Board (the
“Confidential Information”). Confidential Information includes, but is not limited to, the
following:

- i. Personal information of the Candidates, including information relating to
employment history, remuneration for current and prior employment, and
physical or mental health;

- ii. Viewpoints expressed by Nominations Committee Members, including myself, on matters relating to the work of the Nominations Committee, such as viewpoints on the qualities, deficiencies and independence of individual Candidates; and
- iii. Information on the background and rationale for the Nominations Committee's recommendations that extend beyond the information provided in the Nominations Committee's report(s) to the Board.

I agree and undertake that I shall not reveal the nature or the contents of Confidential Information to any person who has not also executed an Undertaking as a Nominations Committee Member or as Facilitator. Facilitators mean those persons who have a designated support role regarding the work of the Nominations Committee, including but not limited to staff of the Executive Search Firm, Staff of the Office of the Board Chair and Vice Chair, and the Chair and Vice Chair of the Board or Audit and Ethics Committee. I acknowledge that I must satisfy myself that the potential recipient of the Confidential Information has executed an Undertaking in the appropriate form before making any disclosure.

As part of this obligation, I shall not reveal the nature or the contents of Confidential Information to the media. In the event I receive requests from external parties for information on the work of the Nominations Committee that could be considered confidential, I will respond that the deliberations of the Nominations Committee are confidential, and the Nominations Committee will issue its report to the Board in due course.

Notwithstanding the above, upon the written approval of the Chair of the Nominations Committee, I may allow access to Confidential Information to one designated individual solely for the purpose of me receiving administrative assistance to perform my role as a Nominations Committee member. In such an event, I will ensure that this assistant executes an undertaking containing substantially the same obligations as contained in this Undertaking.

In addition, upon the formal request of the Board Chair I shall be able to discuss the contents of Confidential Information with Board Members who are similarly bound by the non-disclosure obligations contained in this undertaking.

Signed: _____

Printed name: _____

Date: _____

Statement of Work of Executive Search Firm

Title: Consultancy services to the Global Fund Board's 2013 seven member Ad-Hoc Nominations Committee ('AHNC') in regard to the appointment of the next Inspector General of the Global Fund.

Introduction: In November 2012, the Global Fund Board decided to initiate a selection process for the next Inspector General of the Global Fund according to Board approved AHNC Terms of Reference set out at Annex 1 to this Statement of Work. This Statement of Work describes the services required by the AHNC as part of that comprehensive process.

Background: During March 2013 the Board approved the AHNC's size and mandate, and the Terms of Reference for the Inspector General.

The AHNC Terms of Reference also affirmed the Board's strong commitment to diversity at the executive level of the Global Fund.

Objective: The Global Fund Board holds the authority to appoint the Inspector General. The AHNC has a mandate to present to the Board the strongest possible candidate or candidates for the role, up to a maximum of three candidates. The Executive Search Firm ('Consultant') will assist the AHNC to identify appropriate candidates for the position of Inspector General of the Global Fund through a global, far-reaching and highly proactive search effort.

Tasks: Within the Contract Period stated below, the Consultant will:

Phase 1

1. Gain an initial understanding of the profile/role of the Inspector General, based on a detailed briefing from the AHNC, and discussions with other stakeholders including the Board Chair and members of the Global Fund's Audit and Ethics Committee, and the Interim Inspector General..
2. Thereafter, develop a formal Role Specification that will be used in the global search for suitable candidates once approved by the AHNC.
3. Work with the AHNC to develop a detailed timetable of actions outlining the search process including timelines for the completion of the different stages of the search taking into account:

- a. The high level indicative timetable set out in the draft work plan presented to the Board in February 2013; and
 - b. Amongst other items, the specific elements of the consultancy set out in paragraph 4 below.
4. Design and propose to the AHNC for its approval:
- a. A robust framework and methodology for screening all applications for the Inspector General role, taking into account the key competencies, and the final Inspector General Terms of Reference as approved by the Global Fund Board. The Consultant must ensure that the screening criteria address potential (unintended) biases in regard to competencies of people from non-English speaking countries, and ensure that highly suitable applicants across the world are not disadvantaged through such screening criteria; and
 - b. A highly proactive, targeted outreach campaign to attract world-class applications for the Inspector General role. This campaign:
 - i. Should include advertisements in a focused number of relevant media across the world, to ensure notification of the search within key markets;
 - ii. Must be developed in a manner that also seeks out currently unknown but highly capable talent. Accordingly, its design must also consider:
 1. How to best utilize relevant professional networks to ensure that applications are drawn from sources in addition to the global database and network of senior contacts that the Consultant already has.
 2. How to undertake the outreach (whether in print, electronically, or other means) in a manner that ensures applications from highly talented persons. Clarity of message and ease of comprehension will be critically important.

Phase 2

5. Upon approval of the Role Specification and outreach program, conduct an appropriate global search for candidates, focusing on both the Global South and Global North, and identifying female talent as well as male talent, including:
 - a. Manage a comprehensive applications receiving and sorting database (email, fax and mailed submissions). This includes proactive outreach to people to stimulate enquiries and subsequent applications;

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- b. Follow up on applications to ascertain their veracity if there is some question on completeness or relevance; and
 - c. Be in routine contact with the AHNC in regard to the pool of applications from time to time, to identify potential gaps in regional reach and/or gender diversity before the closing date of applications. If gaps are perceived to exist, the AHNC will provide guidance to the Consultant to ensure a broader, more appropriate pool of candidates is presented for consideration.
6. As a pre-screening exercise, the Consultant will identify from the total pool of applications, a list of proposed suitably qualified candidates through a combination of:
- a. Screening of resumes/curricula vitae according to the fully documented criteria; and
 - b. Telephone and/or in-person pre-screening interviews by the Consultant for candidates that the Consultant believes important to clarify appropriateness for inclusion in the list.

When the list is presented to the AHNC, it will be accompanied by a detailed report on the profile of each included candidate, and areas that would be necessary to further explore.

7. Thereafter, the AHNC, with the support of the Consultant, will develop a refined short list of candidates to be interviewed by the AHNC.
8. Make arrangements, in coordination with the AHNC and with the support of the Office of the Board Chair, to conduct in-depth interviews with the short-listed candidates. The Consultant is requested to providing guidance to the AHNC throughout the interview process to ensure principles of equality and fairness are fully adhered, whilst ensuring that the interview stage is robust and explores fully the specific competencies of the respective candidates. The Consultant is also requested to share best-practice information on effective interview techniques in advance of the interview stage.
9. Ensure comprehensive reference checks are undertaken on the short-listed candidates, targeting specifically any areas identified through the interview process having regard to the key competencies of the Inspector General Terms of Reference.
10. If requested by the AHNC, arrange for additional assessments of short listed candidates to enable full consideration of their key competencies and overall suitability for the role.
11. Preparation of complete files (including detailed references) for the final short list of up to four candidates for presentation to the Board.

12. As required, assist the Board with facilitating contractual negotiations with the selected candidate.

Throughout the duration of the consultancy

13. Provide administrative support to the AHNC (including meetings held in-person or by teleconference), including: tracking actions and their implementation; and preparing the overall outline and technical content of AHNC reports to be issued to the Board (for example, technical data on screening processes, and other methodologies and systems used by the Consultant).
14. Ensure that the person appointed as principal officer for the consultancy has both the relevant seniority within the firm and sufficient professional time to dedicate to this process, and can assure the Global Fund of the highest level of service for this key role.
15. Ensure that the Consultant brings to its role the capacity to deliver services at a global level. As such, ensure that the principal officer for the consultancy is fluent in English and, preferably, has a working knowledge of at least one of the other official languages of the United Nations. The team providing support to this principal officer must also have fluency in English, and then between them as a comprehensive team, a large linguistic diversity to cover geographical and cultural diversity of the world.
16. Fulfillment of this Statement of Work may require the engagement of senior level experienced personnel from other global offices within the Consultant's own firm, or partnership with highly capable regionally based organizations to ensure broad, proactive outreach to find talent that may not already be known.

Deliverables: Refer to Tasks section above

Place of Performance: The work will be performed variously in Geneva, the Consultants usual office of business, and at other locations that may be agreed between the AHNC and the Consultant from time to time.

Period of Performance: The period of performance is 19 February 2013 to 31 July 2013.

Attachments: None

Dated: 19 February 2013