

B26/ER/05

For Decision

**REVISED TERMS OF REFERENCE
FOR THE EXECUTIVE DIRECTOR**

Purpose:

For decision of the Board, this paper provides revised Terms of Reference for the Global Fund Executive Director as recommended by the 2012 Executive Director Ad-hoc Nominations Committee. It proposes one decision point as follows:

B26/EDP/08: Approval of the Terms of Reference of the Executive Director

This document is part of an internal deliberative process of the Global Fund and as such cannot be made public until after the Board deliberations close and a decision has been taken.

Part 1: Background**For Information**

1. As mandated by the Board at its Twenty-Sixth Board meeting in May 2012, a major focus of work for the 2012 Executive Director Ad-Hoc Nominations Committee ('AHNC') over the period 16 May to 28 June 2012, has been the preparation of revised terms of reference for the Executive Director of the Global Fund ('ED TORs').
2. Annex 1 to this paper sets out the ED TORs that the AHNC recommends to the Board for approval, and thereby serve as the basis for the 2012 recruitment of the Global Fund's next Executive Director. The presented ED TORs have been prepared taking into account:
 - a. The 2006 Board approved terms of reference for the role;
 - b. The 2012 General Manager terms of reference, which were developed having regard to experiences over the 2011 calendar year, including findings and recommendations of a High Level Panel Report on the Global Fund's Fiduciary Controls and Oversight;
 - c. Initial observations from Board constituencies during the Global Fund's March 2012 Board Retreat, and the 2012 May Board meeting;
 - d. Consultations with Board constituencies on a first draft of the revised ED TORs, collated over the period 21 – 28 June 2012; and
 - e. Recommendations from Russell Reynolds Associates, the Executive Search Firm supporting the AHNC, and additional AHNC member inputs.
3. A second draft of the proposed ED TORs was circulated to Board colleagues on 27 June 2012 to provide one additional opportunity for further input. This further draft took into account a number of important recommendations from Board constituencies. These recommendations included:
 - a. The overall order of the Terms of Reference should remain with the management topic staying as the priority item, even though this may not be the typical way that a role is described;
 - b. Within the management topic, increased clarity would come from headings and a reorganization of the various points (which has now been done);
 - c. Improved accountability of the role would come from clearly stating that the Executive Director works under the guidance of the Board. In the area of financial management, the principle of accountability would be reinforced if there was a linking of the budget to operational plans;
 - d. The earlier draft lacked sufficient emphasis on effective engagement with implementing governments, and civil society; and
 - e. There was a missed opportunity to look at issues of sustainability - in the way that the Global Fund interacts with implementing countries, but then also in the way that resources are mobilized.
4. During the revision process, the AHNC had regard to the clear importance of candidates bringing experience in the cultivation of successful partnerships with governments, civil society actors and the private sector, or at least two of the three. The AHNC is mindful of the need to have a search process that is as inclusive as possible at the outset. The fact that the ED TORs do not prescribe experience in a given area as absolutely mandatory for candidacy is consistent with the Board's earlier guidance on this point. However, this experience will be closely reviewed during the candidate evaluation process, as an important advantage for people who could bring this combination of skills to the role.

Part 2: Proposed Decision Point For Decision

2.1 The AHNC requests that the Board approves the decision point set out below.

B26/EDP/08: Approval of Terms of Reference of the Executive Director

The Board approves revised Terms of Reference for the Executive Director as set out in Annex 1 to Electronic Report B26/ER/05, which shall be used as the basis for the recruitment of a new Executive Director.

Executive Director Terms of Reference

THE ROLE

Introduction

The Executive Director is the Chief Executive Officer of the Global Fund. She/he is responsible for the overall leadership and management of the Global Fund's operational and administrative functions. Working under the guidance of the Global Fund Board, in the Executive Director defines the institution's strategic vision, and is accountable for its implementation and the results achieved.

The Executive Director maintains strong relationships with a diverse range of stakeholders that are important collaborators in the Global Fund's efforts.

The Executive Director has the responsibility and accountability to set the tone for the Global Fund Secretariat's internal and external interactions by exemplifying values of high ethical standards, integrity, and fairness. She/he must act in the best interests of the Global Fund in all contexts, and is responsible for ensuring this culture prevails across the organization's employees and contractors.

Duties and Responsibilities

The Executive Director reports to the Global Fund Board. Working closely with the leadership of the Global Fund Board and its standing Committees, and with the Office of the Inspector General, the Executive Director's primary responsibilities are as set out below.

Managing Finance, People and Systems

The Executive Director will:

Operational management

- a. Ensure that the Global Fund's organizational structure, operational policies and other business processes are sound and able effectively to deliver on the strategic objectives defined by the Global Fund Board;
- b. Exercise authority over personnel and human-resource matters and further strengthen performance management by tracking key performance indicators across the organization;
- c. Maintain a positive work environment that facilitates collaboration and information sharing and is conducive to attracting, retaining, and motivating diverse talent;
- d. Lead the Secretariat's internal management committees as the mechanism for ensuring aligned internal leadership and implementation; and
- e. Effectively manage operational or financial matters to deliver on the mandate of the Global Fund, including by seeking additional authorities from the Board as may be needed to address risks that arise proactively and effectively.

Financial management

- f. Present annual financial budgets for Board approval that link to operational work plans, and more routinely throughout the fiscal year, multi-year resource projections for the transparent management of resources;
- g. Work closely with the Chief Financial Officer to ensure the overall transparent and effective financial and administrative functionality of the Global Fund and its assets; and
- h. Oversee the management and implementation of all organizational contracts according to corporate procurement systems and practices that deliver value for money and focus on the primary work of the Global Fund;

Official representation

- i. Represent the Global Fund before any competent authority (in particular any Federal or Cantonal authority of Switzerland), when delegated by the Chair and Vice-Chair of the Board.

Strategic Leadership and Delivery

The Executive Director will:

- a. Operationalize, lead and monitor the implementation of the Global Fund's Strategy, and ensure the effective implementation of new business models and instruments to deliver on the strategic objectives;
- b. Represent the Global Fund Secretariat at the highest level, ensuring its role within the global public health architecture is well understood, through direct engagement with policy-makers and the execution of an effective media strategy;
- c. In close collaboration with the Office of the Inspector General and Audit and Ethics Committee of the Board, ensure that there are strong fiduciary controls in place to monitor the use of Global Fund resources;
- d. Effectively manage risk in the portfolio and the Secretariat's operations, including, but not limited to, the development of rigorous management and communications systems to ensure the implementation of and strict adherence to Board decisions and other Global Fund policies in a timely manner; and
- e. Ensure meaningful monitoring and evaluation of Global Fund programs and performance and the provision of accurate analysis and routine reporting on the impact and performance of the Global Fund's grant portfolio.

Partner engagement, working with the Board, and mobilizing resources

The Executive Director is responsible for building and maintaining effective alliances as part of a coordinated response to the three diseases at the country and international levels. This includes effective interactions with and responsiveness to the full range of public and private partners that are key stakeholders in building and sustaining appropriate national level responses.

Partner engagement

To safeguard and continually strengthen the effectiveness, reputation, and profile of the Global Fund, the Executive Director will work closely with the Board and its committees to:

- a. Build and maintain effective alliances and operational collaboration with public and private partners, such as governments of implementing countries, United Nations agencies, bilateral donors, non-governmental organizations, the

business sector, civil society actors, and communities infected and affected by the three diseases;

- b. Represent the Global Fund and its work with external stakeholders to build effective partnerships with public and private entities to support the work of the Fund;
- c. Strengthen access by implementing countries and affected populations to cost-effective, innovative products and services that increase the availability of high quality, sustainable services that are most relevant to the specific epidemiological context in which implementation is occurring;
- d. Interact with governments at the highest political level to advocate for an appropriate level of national resources to be directed to at risk populations; and
- e. Maintain effective communications with all stakeholders.

Mobilizing and sustaining resources

To support the Board in its core function of mobilizing public and private sector donors to support the mission of the Global Fund, the Executive Director will:

- f. Provide strategic guidance for resource mobilization and the implementation of the Global Fund's replenishment mechanism;
- g. Oversee and advance the development of new funding streams for the Fund, broadening the donor base and encouraging increased investment in programs from implementing countries themselves;
- h. Ensure the highest level of confidence among public and private donors in the Global Fund operations and impact to support longer term predictable financing being contributed to the Global Fund as the multi-lateral financing mechanism of choice for the three diseases; and
- i. Engage with other regional groups of implementing and non-implementing countries, communicating the Global Fund's purpose and aiming to secure their support

Working with the Board

To support the Board in its strategic leadership of the organization, the Executive Director will:

- j. Report to the Board on the operational, administrative, and financial aspects of the Global Fund at each Board meeting;
- k. Ensure that the Board is made aware, in a timely way, of key strategic and other material operational challenges the Secretariat is encountering in the course of its work;
- l. Represent the management of the Secretariat at Board Meetings, and ensure effective and timely preparation and distribution of all materials in accordance with Board mandated policies and procedures;
- m. Participate (or nominate a delegate to participate) at all non-Executive sessions of Committee meetings, and assist the Committees of the Board, their advisory and technical panels and other support structures; and
- n. Communicate Board decisions to the Global Fund's staff, and other relevant stakeholders.

CANDIDATE PROFILE

KNOWLEDGE AND EXPERIENCE

Candidates for the role of Executive Director will be able to prove their:

- Track record as senior managers of complex and internationally diverse organizations;
- Success as builders of mutually supportive multi-cultural teams;
- Leadership of organizations operating in changing global contexts;
- Exposure to a range of partnership models in both financing and delivery of programs;
- Sensitivity to issues relating to HR management, diversity, gender equity, and human rights internally and externally;
- Fluency in English and experience of working in a multi-lingual environment.

It will be desirable for candidates to bring:

- Credentials in the creation and cultivation of successful partnerships with governments, civil society actors, and the private sector;
- Substantive knowledge and experience in one or several of the following areas: international development, international health financing, public health and/or in responding to the three diseases;
- Experience of working effectively in and/or with implementing countries;
- Fluency in another language or languages.

COMPETENCIES

The core competencies required for the role are:

Operational Management Skills

- Exceptional management skills of people, finances and systems, with a proven capacity to motivate and lead a multi-disciplinary management team to achieve organizational goals according to a risk-aware implementation framework;
- Team-building ability, the capacity to instill a culture that values measurable achievement, mutual support, and compliance with organizational processes;
- A focus on sustainable results that deliver improved health outcomes for affected populations;
- A grasp of detail and an understanding of international health financing through grant and/or loan-making and grant/loan-management, or comparable financing mechanisms, balanced by well-developed delegation and senior team management skills;
- An ability to make difficult decisions when required on organizational development, balanced by experience in constructive engagement with staff on change management processes and their value to the organization as a whole;
- A facilitative approach that enables effective delivery with and through partner organizations.

Strategic Capability

- A strong analytical mind and the ability to grasp the nature and direction of the Global Fund strategy and help shape it in the future;
- The capacity to work collaboratively with a large and complex Board in the development and articulation of its vision and on its translation into tangible results and longer term impact;
- An appreciation of the issues facing partners in implementing countries and opportunities that exist to alleviate barriers to successful implementation of national programs;
- A clear focus on organizational goals amid multiple competing risks and demands, and a capacity to prioritize effectively in order to deliver results.

Advocacy and Representation Skills

- Strong public-speaking and influencing skills;
- Presence and gravitas in dealings with partners from a variety of backgrounds;
- An ability to engage and operate effectively at the highest political levels;
- Understanding of and an ability to strategically lead on resource mobilization activities.

Personal Attributes

- Strong inter-personal skills;
- Integrity;
- Familiarity and ease with a variety of cultures and comfort with diverse groups;
- Strength of personality and robustness of intellect;
- Sound judgment combined with humility and a focus on personal development and continued learning;
- The ability to work with a multi-constituency board as a credible partner: informing its decisions and deriving the maximum advantage for the Global Fund from its collective experience.

Location

The Executive Director will be based at the Global Fund's secretariat in Geneva. She/he will travel extensively.

The working language of the Fund is English, with many other languages spoken.

Term of Appointment and Performance Expectations

The performance-based approach the Fund adopts to its programs, applies also to its leadership. The anticipated initial term of appointment for the Executive Director is for four years. Employment is strictly subject to performance against an agreed set of criteria through an annual review process.