

TERMS OF REFERENCE OF THE COORDINATING GROUP

28 April 2016¹

¹ Approved by the Board on 28 January 2016 (GF/B34/EDP07) and effective after the conclusion of the 35th Board Meeting held on 26 – 27 April 2016.

A. Role and functions

1. The Coordinating Group of the Global Fund to Fight AIDS, Tuberculosis and Malaria (the “Global Fund”) provides a visible and transparent mechanism for coordination and collaboration between the Board and the Committees of the Board, including, among other areas of work, ensuring collaboration across the committees with respect to cross-cutting matters, including risk management and organizational performance, and any other responsibilities as may be directed by the Board.
2. The Coordinating Group carries out its work within the framework of the decision-making authorities of the Board, its Chair and Vice-Chair, and the Committees of the Board as set out in the Global Fund’s By-Laws, committee charters, and operating procedures.

B. Areas of work

Oversight of institutional performance

3. The Coordinating Group will support the Board’s core function of setting the Global Fund’s performance assessment framework in regard to the organization’s strategic, operational and financial performance through:
 - a. Monitoring/tracking routine oversight by the Board’s committees of key performance indicators falling within the specific mandate of each committee;
 - b. For key performance indicators that have a cross-cutting element, ensuring a high-level of inter-committee collaboration to ensure the Board’s ability to assess overall corporate performance through a single information source; and
 - c. As required, making recommendations to the Board on possible adjustments to the performance assessment framework to strengthen Board and committee oversight of performance.

Risk oversight

4. The Coordinating Group will support the Board’s core function in setting the Global Fund’s overall risk management strategy through ensuring cross-committee collaboration and coordination in the identification and management of risks.

Effective administration and coordination of processes and systems

5. Board priorities, agenda setting and communications: The Coordinating Group will support the effective and coordinated administration of the Board through:
 - a. Supporting the Chair and Vice-Chair of the Board in priority-setting for the Board and its committees, including alignment of committee and Board work plans and agendas, and the comprehensive and rational assignment to specific committees of oversight of Board strategies and initiatives;
 - b. Reviewing follow-up to Board and committee decisions; and
 - c. Instituting effective communication modalities for sharing information, advice and recommendations between the Board and the committees and amongst the committees.

6. Appropriate documentation: The Coordinating Group will support the Board's goal of ensuring relevant and timely dissemination of relevant materials to Board and Committee Members in a manner which facilitates timely application of the Global Fund's language policy and optimizes comprehension of the key issues for Board and committee discussion and decision. Within this area of work, key tasks for the Coordinating Group include:
 - a. Prioritizing preparation of reports to the Board and the Committees to ensure optimal use of resources in support of governance structures; and
 - b. Setting standards for achieving an appropriate balance in length and simplicity of documentation to facilitate broad comprehension.
7. Membership engagement: The Coordinating Group will support the selection of Committee Members and facilitation of Committee functions by:
 - a. Consulting with the Chair and Vice-Chair of the Board on the potential candidates identified to serve as Committees Members, prior to the Chair and Vice-Chair of the Board presenting the selected candidates to the Board for approval; and
 - b. Facilitating continued engagement by Committee Members on tasks related to key topic areas between Committee meetings.

C. Composition and term

8. The Coordinating Group comprises the Chair and Vice-Chair of the Board, and the Chair and Vice-Chair of each of the Committees of the Board.
9. The Coordinating Group may invite the Executive Director, the Inspector General, leadership or members of advisory groups and/or technical experts to attend meetings and/or support Coordinating Group deliberations on matters directly related to the respective functions or expertise of such individuals.
10. Members of the Coordinating Group may not designate alternates to attend meetings or participate in deliberations of the Coordinating Group.

D. Reporting and communication

11. To facilitate effective collaboration and coordination with the committees of the Board, Coordinating Group members shall regularly communicate feedback, advice and/or recommendations directly to the Committees of the Board.
12. To ensure transparency in its work, the Coordinating Group will make available at each Board meeting a summary of its key activities since the prior Board meeting, in addition to specific ad-hoc reports that the Board may request from time to time on key topics.

E. Quorum and voting

13. The Coordinating Group may only conduct business when a majority of members are present.
14. The Coordinating Group shall use best efforts to make all recommendations and decisions by consensus. If all practical efforts by the Coordinating Group have not led to consensus, any member of the Coordinating Group may call for a vote. In order to pass, motions require a two-thirds majority of those present.