Information Note
Recruitment of Independent Committee Members
2020 – 2022 Term

This information note aims to support candidates with the process to submit an application to serve as independent members in one of the Standing Committees of the Global Fund Board.

The Global Fund

The Global Fund is a partnership designed to accelerate the end of AIDS, tuberculosis and malaria as epidemics. As an international organization, the Global Fund mobilizes and invests more than US$4 billion a year to support programs run by local experts in more than 100 countries. In partnership with governments, civil society, technical agencies, the private sector and people affected by the diseases, we are challenging barriers and embracing innovation. Find out more at: https://www.theglobalfund.org/en/overview/.

Submission of Application

For the 2020-2022 term, there are three seats available to serve as non-voting, independent committee members in two Standing Committees of the Global Fund Board, namely, the Audit and Finance Committee (“AFC”) and the Ethics and Governance Committee (“EGC”), as follows:

1. Financial Audit Expert (AFC);
2. Forensic Investigations Expert (AFC); and

Candidates are invited to submit an application through governance@theglobalfund.org by 7th April 2020.

Candidates are required to submit the following documents:

- Application Form;
- CV & Professional Biography; and
- Motivation Letter, confirming willingness and availability to serve for a 2-year term.
### Key process steps and timelines to appoint independent committee members

<table>
<thead>
<tr>
<th>Process Step</th>
<th>Date</th>
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<tbody>
<tr>
<td>Launch of application process</td>
<td>Week of 24th Feb</td>
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<tr>
<td>Deadline for applications</td>
<td>7th April</td>
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<tr>
<td>Declarations of interest and due diligence review process on all candidates</td>
<td>10th April</td>
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<tr>
<td>Skills and experience assessment of applications</td>
<td>Week of 13th April</td>
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<tr>
<td>Interviews for shortlisted candidates</td>
<td>Week 27th April</td>
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<tr>
<td>Board Leadership recommendation of 3 candidates to serve as independent</td>
<td>Week of 18th May</td>
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<tr>
<td>committee members, for Board approval</td>
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<tr>
<td>Appointed independent committee members to join an induction program and</td>
<td>Week of 29th June</td>
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<tr>
<td>first committee meetings</td>
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Applications will undergo an evaluation process to assess candidates against (1) the required skills and experience in their areas of expertise and (2) alignment with the functions and responsibilities outlined in the charters of the relevant Standing Committee.

The **due diligence checks** will have to be completed on applicants.

In addition, in order to be considered as an independent member of the EGC/AFC, individuals must satisfy the **independence criteria** set out at Appendix I of their respective charters.

The appointment of the independent members will be made by the Global Fund Board with recommendation of the Board leadership.

The key milestones and tentative timelines for the selection and appointment of independent committee members is as follows:

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All applications will be acknowledged as soon as possible after receipt.

All appropriately qualified and experienced individuals in the relevant fields will be considered to serve as independent committee members, regardless of their sex, sexual orientation and/or gender identities. Individuals who are living with HIV are strongly encouraged to lodge an application. Women are also strongly encouraged to submit an application.
Committee Membership Composition & Committee Charters

The Board of the Global Fund has three standing committees that serve to provide expertise in specific subject areas. Each committee has delegated authority from the Board to perform decision-making, advisory and oversight in their specific areas. Find out more at https://www.theglobalfund.org/en/board/committees/
The **AFC and EGC Charters** capturing the full mandate of each committee are available here.

“The purpose of the Audit and Finance Committee of the Global Fund to Fight AIDS, Tuberculosis and Malaria is to:

i. provide oversight of the financial management of the Global Fund's resources;
ii. provide oversight of the internal and external audit, as well as investigation, functions of the Global Fund; and
iii. ensure optimal performance in the corporate and financial operations of the Global Fund.”

“The purpose of the Ethics and Governance Committee of the Global Fund to Fight AIDS, Tuberculosis and Malaria is to oversee

i. adherence by the Global Fund and its stakeholders to appropriate standards of ethical behavior, as described in related Global Fund policies, codes and requirements; and
ii. implementation of the procedures and operations related to the Global Fund's governance structure and its core governance functions.”

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<td><strong>Audit and Finance Committee</strong></td>
<td>a. Six voting representatives of constituencies from the implementer group;</td>
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<td>b. Six voting representatives of constituencies from the donor group;</td>
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<td></td>
<td>c. One non-voting independent member with financial audit expertise;</td>
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<td>d. One non-voting independent member with forensic investigations expertise;</td>
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<td>e. One non-voting, neutral Chair;</td>
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<td>f. One non-voting, neutral Vice-Chair; and</td>
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<td>g. Two representatives of the non-voting, ex-officio members of the Board, one of which shall be the World Bank, with each such individual acting in a non-voting, ex-officio capacity</td>
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<td><strong>Ethics and Governance Committee</strong></td>
<td>a. Four voting members nominated by constituencies of the implementer group, serving in their personal capacity;</td>
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<td>b. Four voting members nominated by constituencies of the donor group, serving in their personal capacity;</td>
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<td>c. One non-voting, neutral Chair;</td>
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<td>d. One non-voting, neutral Vice-Chair; and</td>
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Additional information on the profiles for independent committee members

For all independent committee members positions:

The independent committee members would have:

✓ High-level judgment in complex situations.
✓ Acute analytical skills.
✓ Ability to work in written and spoken English (additional languages a great advantage).
✓ Knowledge of the development and global health landscape (not mandatory, is a plus).

Financial Audit Expert (AFC)

The Financial Audit Expert serving as independent committee member in the AFC is expected to have:

✓ Over 15 years of robust and substantive experience in the area of audit.
✓ Previous responsibility or oversight at a senior level in regard to financial audits/accounting, including approval of financial statements of large organizations.
✓ Experience with treasury-related functions and processes, and/or investment and financial management strategies.
✓ Knowledge and experience working in large governing bodies or organizations comparable to the Global Fund (e.g., multilateral development banks, intergovernmental organizations, public-private partnerships) including development, implementation and oversight of relevant internal operations, as well as the associated rules or regulations binding the operations and performance of such organization, is a plus.
✓ Additional experience relevant to the AFC Charter (i.e., Treasury, risk management, reporting on corporate performance, other), is a plus.

Forensic Investigations Expert (AFC)

✓ Over 15 years of robust and substantive experience in the area of forensic investigations.
✓ Previous responsibility or oversight at a senior level in regard to forensic investigations of financial expenses, legal, internal controls, or other areas of work of the AFC outlined in its charter.
✓ Experience with development work-planning activities, guidelines, processes and procedures to conduct investigations of financial expenses, legal, internal controls, or other areas of work of the AFC outlined in its charter.
✓ Knowledge and experience working in large governing bodies or organizations comparable to the Global Fund (e.g., multilateral development banks, intergovernmental organizations, public-private partnerships) including development, implementation and oversight of relevant internal operations, as well as the associated rules or regulations binding the operations and performance of such organization, is a plus.
✓ Additional experience relevant to the AFC Charter (i.e., Treasury, risk management, reporting on corporate performance, other), is a plus.

Ethics Expert (EGC)

✓ Over 15 years of robust and substantive experience or background overseeing ethics or standards of conduct and integrity.
✓ Experience with reviewing allegations or complaints and conducting inquiries in relation to ethics, conflicts of interest or integrity concerns.
✓ Knowledge and experience working in large governing bodies or organizations comparable to the Global Fund (e.g., multilateral development banks, intergovernmental organizations, public-private partnerships) including development, implementation and oversight of relevant operating procedure and therefore understanding of associated: (i) governance structures and roles; and (ii) rules and regulations binding the operations and performance of such organization, is a plus.
✓ Additional experience relevant to the EGC Charter, is a plus.
Additional Criteria for Independent Committee Members serving in the AFC / EGC

To be considered as an independent member of the EGC/AFC, individuals must satisfy the independence criteria set out at Appendix I of their respective charters.

1. Members of the governance, advisory and administrative bodies of the Global Fund (“Global Fund Officials”) may not serve as independent Committee members.¹

2. In addition, a candidate will not be considered independent if he or she:

   a. has been a Global Fund Official at any time within the last three years²;
   b. has within the last three years served in an elected or appointed position within the Government of a country represented through a constituency on the Board;
   c. has been within the last three years an employee of a firm that has provided audit, assurance or other oversight services to the Global Fund;
   d. has participated or attended deliberations of the governance, advisory and administrative bodies of the Global Fund within the last three years as a delegate for a constituency of the Board;
   e. has been within the last three years an employee of a company or an organization that has directly or indirectly made payments to or received payments from the Global Fund in any of the last three calendar years in excess of the lesser of US$500,000 or 2 per cent of the consolidated expenditures or revenues of the company or organization; or
   f. holds any professional responsibilities that might infringe on her/his independence.

Additional information and considerations about the role of the independent committee members and work of the Standing Committees

➢ The EGC/AFC carries out their work within the framework of the decision-making authorities of the Global Fund’s Board and Bylaws, the EGC/AFC Charter, and the Operating Procedures of the Board and Committees.
➢ Independent members on the AFC and EGC will serve in their personal capacity and are appointed for a 2-year term, and therefore shall not seek or accept instructions in regard to their performance on the AFC/EGC from any constituency of the Global Fund, including any government, organization or other authority, other than through action by the Board. Such individual may also already be serving as members of another organization’s independent Ethics/other committee.
➢ Full participation in 3 in-person meetings per year and sustained engagement in intersessional work. The AFC and ECG typically meet three times per year to participate in 2-day in person meetings at the Global Health Campus in Geneva.
➢ Committees may organize conference calls to prepare for in person meeting or advance work of the committee.
➢ There are background materials to prior to a Committee meeting to ensure effective input into the decision-making process prepare.
➢ An honorarium recognizing their service may be provided, an annual amount of up to USD13,500 in addition to travel expenses and per diems.

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¹ Global Fund Officials include, but are not limited to, Board members and alternates, members of Board Committees, members of the Technical Review Panel and other advisory bodies, and employees, consultants and contractors of the Secretariat and the Office of the Inspector General.
² An individual who has served as an independent member of the AFC/ECG may be renewed for one additional term.
Resources

Charter AFC
Charter EGC
Operating procedures of the Board and its Standing Committees (article 44)
Honoraria Framework
Global Fund Board and Governance structures

Questions?

Please contact governance@theglobalfund.org should you have any questions.