



**UNITAID Executive Board Meeting**  
**26<sup>th</sup> Session**  
**13-14 December 2016**  
**St. Moritz-Pontresina Meeting Room**  
**Starling Hotel**  
**Geneva, Switzerland**

## **Resolution n° 8**

### **Governance Working Group**

The Executive Board notes the need to review its governance rules and procedures with a view to ensuring clarity and coherence. The Board therefore establishes with immediate effect a Governance Working Group, which shall have a 12 month mandate to work on these issues.

The Board invites Bjørg Sandkjaer, the Board member for Norway, to Chair this Working Group supported by the Board Vice-Chair and WHO. Membership of the Group shall be open to all other members of the Board but shall be limited to one member for each Board Constituency. The Secretariat shall support the work of the Working Group upon request.

The Board has discussed issues that the working group shall cover, and these include but not limited to:

- Review and update key governance documents and/or procedures in order to remove outdated language and ensure relevance and consistency between documents (Board Operating Procedures, By-laws, Committees Terms of Reference and any other guidelines);
- Review and update conflict of interest policy;
- Review thinking around UNITAID and Board membership (especially in light of resource mobilization efforts);
- Review of protocols for leadership of Committees;
- Board oversight of committees and Secretariat, including review of procedures for consultation;
- Review procedure for Board approval of proposals, including time lines; and,
- Review of Board-Secretariat consultations.

The mode of work will mainly be by e-mail and teleconferences, and a face to face meeting is planned to take place in the sidelines of committee meetings scheduled for 2017.

The Working Group shall report to the full Board on the progress and outcomes of its work during each of the Executive Board Sessions scheduled for 2017. Any proposed modifications to UNITAID's governance rules shall be presented for approval by the full Board.

A handwritten signature in blue ink, appearing to be "Celso Amorim", written over a faint circular stamp.

**Celso Amorim**  
**Chair of the UNITAID Executive Board**