

To nominate your organization to be a member of the *People that Deliver* (PtD) Board, please submit this form to the Chairperson at info@peoplethatdeliver.org by February 28, 2017.

Before deciding to seek Board membership, please review the Terms of Reference for the *People that Deliver* Initiative (ANNEX 1), with particular attention to the section “PtD Board”, to ensure that the organization and its representatives are willing and able to carry out all duties associated with Board membership.

1) Organization (Name):

2) Proposed Representative (Name, Title, email):

3) Proposed Alternate (Name, Title, email) (would represent the organization on the PtD Board when the Representative is not available):

4) Constituency to be Represented (Mark an ‘X’ in **one** box below):

<input type="checkbox"/>	Governments or other representatives of low and middle income countries
<input type="checkbox"/>	Donor governments/agencies and foundations, with priority for the largest contributor to the operational costs of PtD and to the largest contributor to technical work (global and country-level)
<input type="checkbox"/>	Multilateral organizations, including regional organizations, with a health mandate
<input type="checkbox"/>	Non-governmental and technical organizations, including at least one focused on human resources for health and one focused on supply chain management
<input type="checkbox"/>	Academic/research/training institutions
<input type="checkbox"/>	Professional associations
<input type="checkbox"/>	Private sector organizations

5) Does the Organization, Representative and Alternate affirm that they support the mission of PtD – Promote global awareness, generate evidence-based approaches, and catalyze national capacity to plan, finance, develop, support and retain national health supply chain workforce through global partnership? YES NO

6) Do the Representative and Alternate commit to meet the full responsibilities of Board membership, including participation in at least three virtual and one face to face Board meeting annually? (N.B. Costs associated with participation in face to face board meetings are to be met by each representative organization. The next face to face board meeting is June 2017.)
 YES NO

7) Will the Representative and Alternate adhere to any and all conflict of interest policies of the Initiative? (See ANNEX 3) YES NO

8) Can the Representative and Alternate work adequately in English, which will be the working language of the Board, through both verbal and written communication? YES NO

9) Please explain why the organization should be represented on the Board. (1-2 paragraphs)

10) Please describe experiences of the Organization and/or the Representative relevant to PtD and to Board member responsibilities. (1-2 paragraphs)

11) Please describe how as a Board member your organization would promote PtD's country-focused strategy during 2017-2018. What resources could your organization put forth to support this strategy?

The nomination form should be submitted to the Chair at info@peoplethatdeliver.org by February 28, 2017.

end of application form

ANNEX 1 – Excerpt from PtD Terms of Reference

Management Structure

The Initiative will not be a legal entity and will not have legal standing, but will be collectively governed with member organizations taking on specific programmatic and management roles on behalf of the Initiative. In order to function with continuity and transparency, PtD has a simple management structure that includes the following:

- Board
- Secretariat, led by an Executive Manager
- Technical Working Group

Board

The PtD Board will be the primary governing body that will develop strategies and provide broad guidance and oversight to support the Initiative’s operations and key priorities.

Functions of the Board

The Board is the governing body of the Initiative; it sets strategic direction, ensures financial and operational viability, and generally oversees implementation of agreed priorities, plans and activities. It also oversees the Secretariat, assesses risks and manages differences. The Board functions on the basis of mutual trust, solidarity, transparency, inclusiveness and understanding that all Board members are jointly responsible for implementing the decisions of the Board, as permitted within their legal mandates and capacities.

The Board will be responsible and accountable for:

- Establishing the appropriate structure, rules and procedures for the Initiative. The Board will ensure that all legal and fiduciary requirements of the Secretariat host organization are met.
- Setting guidelines and establishing goals, priorities and strategies for the Initiative. At a minimum, every two years the Board will review the Initiative’s goals, priorities and strategies as prepared by the Secretariat and revise them based on the experience of the Initiative and changes in the global health context. Significant proposed changes will be vetted by the Board with the general membership to collect additional comments and gain consensus on the future direction of the Initiative.
- Approving the Initiative's annual work plan and budget. The Board is charged with reviewing and approving the annual work plan and budget, as prepared by the Secretariat. Approval of the budget is confirmed by Board consensus or two-thirds vote after a thorough review, presentation, and discussion of the work plan and budget by the Secretariat.
- Mobilizing adequate funds for the effective operation of the Initiative. As deemed appropriate and necessary, the Board will develop strategies to mobilize funds to cover both day-to-day operations of the Initiative and limited Initiative-funded work plan activities. Board members will strive both collectively and individually to mobilize adequate financial resources. The Board will

give direction to the Director on activities the Secretariat should undertake to mobilize funds for the Initiative. Financing for the operational costs of the Initiative will be approved by the Board.

- Governing Initiative membership and activities. The Board: (i) approves membership policies and assists in identifying key new Initiative members and (ii) provides oversight to help ensure transparency and manage conflicts of interest.
- Providing guidance and overseeing the Secretariat. The Board will assume management responsibility for the Secretariat through the Director, provide guidance to the Director, charge the Director with tasks, and monitor his/her performance through regular reports and budget statements.
- Establishing and overseeing Initiative Working Groups. The Board monitors implementation of Working Group work plans and their contributions to accomplishing the Initiative's goals on an annual basis. The Board is also responsible for reviewing the mandates and structures of the Working Groups every two years, and modifying these as necessary.
- Monitor and make decisions regarding focus countries. The Board will determine when it is appropriate for the Initiative to add focus countries and will choose what focus countries to add based on criteria described in this Terms of Reference. The Board will also monitor commitment and progress in focus countries and may remove focus country status where commitment and progress is insufficient.
- Representing the Initiative to donors, countries, institutions and other appropriate forums. Members of the Board will represent the Initiative to the global community and communicate the Initiative's goals, objectives, and priority interventions in hopes of building a more supportive global community for the meeting the desired outcomes of *People that Deliver*.
- Preparation, oversight and follow-up for Initiative membership meetings. The Board (i) provides guidance to the Chair and the Secretariat on the preparation of full Initiative membership meetings and provides approval of the final agenda; (ii) attends and actively participates in full Initiative membership meetings, and strives to ensure that meeting objectives are met; and (iii) collaborates with Secretariat and Chair to take required follow-up actions after meetings and, as appropriate, disseminate results of meeting proceedings.
- Review Initiative publications. Official Initiative publications should be submitted to the Board for review, prior to mass publication and dissemination, to ensure adherence to Initiative core approaches, strategies and goals. Authors/managers of publications will make every effort to revise publications to address any concerns raised by the Board. Board members should be given sufficient time for review, and non-response to requests for review will be considered approval.
- Monitor Initiative progress. The Board will approve the monitoring and evaluation plan developed by the Secretariat and receive reports from the Secretariat on work plan progress against Initiative goals and desired outcomes.

The Board may appoint special advisors from outside the Board to provide expertise or assistance to carry out these functions, if considered necessary by the Board.

Membership of the Board

The Board will consist of between 13 and 24 members; these are organizations selected from amongst the membership, except for four ex *officio* positions (see below). Selected Board Members

represent seven constituencies (see below), ensuring there is a balance of the different types of key stakeholders in the Initiative. All members of the Board are full voting members.

- Governments or other organizations representative of low and middle income countries, with priority for focus country organizations (2-4)
- Donor governments/agencies and foundations, with priority for the largest contributor to the operational costs of the Initiative Secretariat and to the largest contributor to technical work (global and country-level) of the Initiative (1-3);
- Multilateral organizations, including regional organizations, with a health mandate (1-3)
- Non-governmental and technical organizations, including at least one focused on human resources for health and one focused on supply chain management (2-4);
- Academic/research/training institutions (1-2);
- Professional associations (1-2);
- Private sector organizations (1-2).

The selection should result in a Board which is diverse not only in organizational characteristics, but also in geographical representation, language, and health program focus. Board members should also bring a diversity of skills relevant to the Board including relevant technical, fund raising, management, legal and governance and financial expertise.

Each Board member organization that is selected from a constituency group will appoint a representative and an alternate representative; these individuals will represent the organization on the Board and act in their official capacity. The *ex officio* members of the Board will not represent their organizations on the Board, but rather will represent the interest of the Technical Working Group or of the Initiative as a whole in the case of the Executive Manager. Two employees of a single organization may both be members on the Board simultaneously, where one holds a selected constituency slot (and represents the organization) and the other holds an *ex officio* slot (and represents the Technical Working Group or the whole Initiative, *not* the organization).

While members of the Board are expected to make decisions based on the best interest of the Initiative, the Initiative recognizes that each member organization must act within their legal mandates and capacities. Board members do not owe a fiduciary duty to the Board.

ANNEX 3 PtD Conflict of Interest Policy

I. Background:

People that Deliver is a global partnership whose mission is to promote global awareness, generate evidence-based approaches, and catalyze national capacity to plan, finance, develop, support and retain national health supply chain workforce through global partnership. The PtD Board was created as the primary governing body that will develop strategies and provide broad guidance and oversight to support the Initiative’s operations and key priorities.

Selected Board Members represent seven constituencies, ensuring there is a balance of the different types of key stakeholders in the Initiative and resulting in a Board which is diverse not only in organizational characteristics, but also in geographical representation, language, and health program focus.

This conflict of interest (Col) policy is approved by the Board within its duties to the Initiative. It is a public policy and will be available to all members, stakeholders and partners. It covers all sections of PtD’s formal structure: the Board, TWG, and all arenas where members are gathered in PtD’s context.

II. Purpose of Col Policy:

The purpose of the Col policy is to ensure the integrity, legitimacy and transparency of the Initiative’s decision making process and to guarantee partner/stakeholder confidence in the Initiative.

The policy establishes procedures to mitigate opportunity for actual, perceived or potential conflicts of interest while recognizing that the success of the Initiative is dependent on the active participation of its membership and that the Col policy should in no way hamper cooperation and interest.

While members of the Initiative are expected to act and make decisions based on the best interest of the Initiative and the common objective, the Initiative recognizes that each member organization and Board members must act within their legal mandates and capacities. Board members do not owe a fiduciary duty to the Board.

III. Definition

Conflict of Interest: a situation where a PtD member acting within the PtD framework¹ has an actual, perceived or potential organizational or financial/personal interest that may:

- Affect the conduct of his/her duties and responsibilities with respect to PtD;
- Create the perception that the PTD member is using his/her position related to PTD for organizational or personal/financial gain at the expense of PtD;
- Compromise impartiality or integrity or lead to unfair competitive advantage;

Illustrative examples include:

¹ Board, Working Group, relation with countries, ad-hoc committee, etc.

- Being responsible for approving guidance materials while being potentially an implementing organization;
- Taking part in strategic discussion leading to the promotion of specific options (such as private vs. public) while being potentially an implementing organization or taking part in related programs;
- Advocating for funds for PTD activities in specific areas while being potentially an implementing organization (or taking part in related programs) in those areas;
- Advocating for funds allocation within PTD activities while being potentially a recipient;
- Advocating for relative priorities within PTD activities while being potentially an implementing organization (or taking part in related programs) in specific areas;
- Etc.

IV. Procedures for disclosure/transparency

Success of PtD requires the active participation of its Board and members. These members are technical experts in the area of supply chain and human resource development and may have interests related to their expertise.

To ensure the highest integrity and public confidence in its activities, PtD requires any circumstances that could give rise to or be perceived as an actual or potential conflict of interest related to the activity be disclosed. This disclosure should be made to the Chairperson of PtD who will make this information available to the Board.

As part of their nomination process, all potential Board members should clearly state what are their operations and intentions as they relate to PtD common objectives and mention how they may impact on their neutrality. This declaration should not be perceived as restricting their freedom of thought and speech, but ensures transparency. This declaration will be made upon joining the Initiative Board and, at the member's initiative, upon any significant change in its situation (e.g. new program).

Specifically during Board meetings, it is the responsibility of each member to disclose any actual, perceived or potential conflict of interest related to a specific meeting agenda topic to the Chair prior to the discussion of this topic; after consulting the Co-Chair (or, in its absence, the EM), the Chair will then decide whether the member will abstain from any vote on this topic; Disclosure will be made available to all Board members and in the minutes.

Specifically during Board meetings, any Board member can raise the risk of any actual, perceived or potential conflict of interest related to another member; after consulting the Co-Chair (or, in its absence, the EM), will then decide whether the member will abstain from any vote on this topic and whether it should be noted in the minutes.

The co-Chair will be responsible for acting on any potential Col involving the Chairperson with the same guidelines.

V. Review and revision

The Conflict of Interest policy will be posted on the PtD website and provided to all new Board members. It is the responsibility of Board members to review the Col policy.

On a yearly basis, the chairperson will review the policy to determine if it needs updating.