

AGG (*Ad Hoc* Governance Group) **Governance Strengthening Process**

Scope, Approach, & Timeline

April 2016

Introduction

- The following slides outline the latest scope, approach, and timeline for the AGG Governance Strengthening Process.
- The AGG requests the EC to review and provide feedback and guidance.
- The current approach, for EC feedback, is outlined as follows:
 - The AGG and EC need to ensure thorough and thoughtful consultations have taken place with constituencies. The pace of the proposed timeline and decision sets may be adjusted depending on constituency feedback. The aim is to facilitate 1-2 consultations per constituency in advance of the May board meeting.
 - Decision Set 1 for decision at the board meeting in May. This is dependent on EC feedback and suitable constituency consultations before the board meeting. These items will set the overall direction and framework for subsequent Decision Sets 2 and 3 to follow.
 - Decision Set 2 for guidance at the board meeting in May. Although the board will not be taking an immediate decision on these items, early consultation and feedback on these key issues will be important for the AGG to continue to advance the governance strengthening process and present thoughtful recommendations at a later date.
 - Decision Set 3 will not be explored at the May board meeting. The AGG has begun preliminary work on these items, and will present for consultation, guidance, and decision at a later time.
- Comments and suggestions provided by the EC on 14 April will be reviewed by the AGG and advanced in subsequent AGG governance strengthening discussions and constituency consultations.

AGG Governance Strengthening | Scope Overview

The scope of the AGG Governance Strengthening process is distributed across a comprehensive set of governance elements linking directly to the recommendations emerging from the 2014 External Evaluation Report. The response to these recommendations has been sequenced and paced across three Decision Sets to allow for thoughtful and balanced consultation across constituencies.

Governance Element ¹	Recommendation	Response ²		
		Decision Set 1 (For Decision at May board meeting)	Decision Set 2 (Key issues for Consultation at May board meeting)	Decision Set 3 (To follow post May board meeting)
Mandate	The board should revisit its own composition.	1. Mandate of the Governing Bodies 2. High Level Governance Model 3. Sizing & Composition		
Structure & Process	The board should revise the appropriateness and number of board committees.		7. Committee Charters 8. Alternates & Observers	10. Role Descriptions
	The board should revise its decision making processes.	4. Board & Committee Nominations Process	9. Decision Making Approach	
Leadership Style	The board should revise the appropriate level of seniority and skills of board and committee members.	5. Target Profile 6. "Ways of Working"		
Comm. Mode & Frequency	The board should optimize its meeting schedule in alignment with evolving structure.			11. Meeting Schedule 12. Communication & Consultation Plan
Metrics & Monitoring	The board should establish the appropriate mechanisms to sustain and elevate its performance.			13. Oversight mechanisms 14. Self-reflection mechanisms

Note 1: See appendix for description of Governance Elements

Note 2: Decision Set items numbered to reflect suggested sequence

AGG Governance Strengthening | Approach Overview

- The AGG Governance Strengthening process has taken into consideration the input of multiple subject matter advisors in governance and partnerships, internal reports and strategy documentation, external evaluation, research on comparable models and alliances, and consultative interviews with stakeholders deeply involved with The Partnership
- Constituency consultations have provided, and will continue to provide, critical input:
 - Over thirty 1:1 interviews conducted with stakeholders thus far
 - Dedicated AGG discussions and constituency consultations
 - EC input and guidance sought early and often wherever possible
- A summary of the specific artifacts and activities that have been leveraged to prepare these recommendations are as follows:

#	Input	Date
1	Board Manual	January, 2014
2	External Evaluation of PMNCH	June, 2014
3	PMNCH Board Response to the External Evaluation (2009 – 2013)	October, 2014
4	Board Self-Assessment	April, 2015
5	External Leading Practice Research	August, 2015
6	1:1 Interviews with Board Members and other stakeholders	September, 2015
7	Group Discussions at Board Retreat	March, 2016
8	Constituency Consultations	Ongoing

- To ensure a productive and balanced discussion at the upcoming May board meeting, additional consultations with the EC, AGG, and constituencies at large are planned to prepare participants accordingly.

AGG Governance Strengthening | Timeline

The revised Ad-hoc Governance Group (AGG) timeline is proposed as follows:

▼ We are here

Mar 28 - Apr 1	Apr 4-8	Apr 11-15	Apr 18-22	Apr 25-29	May 2-6	May 9-13	May 16-20
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Draft May Board
Meeting Presentation

◆ [7 April] Distribute materials to EC for guidance

Joint AGG & EC
Consultations

◆ [14 April] EC Meeting

◆ [18 April] AGG Meeting

Constituency
Consultations

◆ [28 April] AGG Meeting

Finalize May Board
Meeting Presentation

◆ [10 May] Distribute Gov Strengthening
Document to Board

◆ [18 May] Constituency Meetings

◆ [19/20 May] Board Meeting

Decision Set 2, 3,
and Transition Plan

- Board to take decision on Decision Set 1
- Board to provide guidance on Decision Set 2
- Board to take decision later in 2016 on Decision Set 2 and 3

- EC to provide guidance on revised scope, approach, and timeline
- EC to provide guidance on Decision Set 1
- EC to provide guidance on Decision Set 2

Next Steps for EC & AGG to prepare for May Board Meeting

- The EC is asked to review and provide guidance on:
 - Revised AGG Governance Strengthening Scope Approach, & Timeline
 - Decision Set 1 (separate document)
 - Decision Set 2 (separate document)

- The AGG is asked to review and incorporate EC feedback to prepare for the upcoming May board meeting.

- Both the EC and AGG are asked to collaborate on two sets of constituency consultations, as outlined in the timeline, to gather input and adequately prepare board members for the May board meeting.

Appendix

Appendix I: Elements of Governance

Effective governance and the board's role and activities can be described across five elements as indicated below. These elements of governance collectively establish the boundaries to which our approach will adhere. Within these boundaries, our approach explores each of these critical governance elements, revisiting each in the context of the new strategy and making recommendations to align accordingly.

Governance Element	Definition
Mandate	The powers and accountabilities of the board.
Structure & Process	How the board organizes and the activities it undertakes. It includes: board composition; committee structures and charters; roles; decision making processes; etc.
Leadership Style	The style, values, and behaviours of the leadership and organisation as it conducts the work and drives decisions. Mechanisms used to define and communicate these elements can include: a Statement of values; Decision Framework; or Code of Conduct.
Communication Mode & Frequency	Meeting cadence and communications across all key stakeholders to inform decision making.
Metrics & Monitoring	Oversight mechanisms including policies, metrics, reports, and scorecards. This also includes self-reflection mechanisms such as a board self-evaluation and board member performance management.