

## **TERMS OF REFERENCE VICE-CHAIR OF THE BOARD OF THE STOP TB PARTNERSHIP**

### **INTRODUCTION**

The Stop TB Partnership Board is the supreme governing body of the organization and is represented at the most senior level by two key roles – the Board Chair and Board Vice-Chair.

The Board Chair and Vice-Chair serve in their personal capacities as non-voting members of the Board. Specifically, they must not represent any constituency, Board voting group or other stakeholders. As representatives of the Board, they collaborate with the Stop TB Partnership Secretariat management to achieve the organization's strategic vision, providing broad guidance to assist in the implementation of that vision.

The role, skills, and responsibilities of the Vice-Chair as well as the selection process and term of service are stipulated in detail in the Governance Manual<sup>1</sup> of the Stop TB Partnership. The sections 3 and 4 of the Governance Manual were used to produce this document.

### **COMPETENCIES AND DUTIES OF THE VICE-CHAIR <sup>2</sup>**

#### **ROLE**

1. Facilitate Board deliberations by ensuring the agenda for the meetings is set in advance, all issues are addressed, and a diversity of opinions is heard.
2. Chair Executive Committee meetings and convene the Executive Committee on monthly calls, and more often if needed.
3. Serve in a personal capacity as an ex-officio non-voting member.
4. Act solely in the best interests of the Partnership without having representation responsibilities vis-à-vis their constituency/organization.

#### **SKILLS**

5. Ability to solicit input from a wide range of stakeholders and ensure that input is included in Board discussions.
6. Ability to lead and manage a diverse group of people, ensuring that open communication is maintained, and all voices are heard.

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<sup>1</sup> <http://stoptb.org/assets/documents/about/cb/comms/20180706%20-%20Board%20Governance%20Manual.pdf>

<sup>2</sup> As laid out in paragraph 3.2 of the Governance Manual

7. Possession of excellent communication skills and a history of written and spoken communication related to global health.
8. Ability to work effectively with the Finance Committee, and have an understanding of basic financial principles.
9. History of involvement with the Partnership and knowledge of the Partnership's history, goals, and policies.
10. Experience in governance (e.g., leadership role within other partnerships/governing Boards).

## **RESPONSIBILITIES**

11. Work with the Board and the Secretariat to set agendas for Board meetings.
12. Work with the Executive Committee and the Secretariat to set agendas for monthly Executive Committee calls.
13. Chair all Executive Committee calls, including allowing adequate time for discussion; ensuring active contributions by all members; leading deliberations toward clear decisions; and overseeing a vote if a consensus is not reached.
15. Ensure that the performance of the Executive Director is reviewed bi-annually (working with the Executive Committee).
16. Ensure the performance of the Board is reviewed regularly and oversee the implementation of any recommendations aimed at improving Board performance.

## **SELECTION OF CANDIDATES AND ELECTION**

According to the Governance Manual, the Board selects its Vice-Chair with the support of a 5-member Independent Taskforce that leads the process and makes the recommendation of the two best candidates to the Board. The Independent Taskforce considers diversity and gender and geographical representation in the Board leadership team.

In addition to the nomination form, candidates will be asked to submit a statement of interest demonstrating their willingness to fulfill the outlined responsibilities and a statement of commitment from their home organization or country demonstrating their ability to commit the required time to the Partnership.

Additionally, applicants for the Vice-Chair position must submit a CV detailing their experience with the Board as well as any additional relevant experience in governance.

The period for nominations will last for a minimum of four weeks, at the end of which the Secretariat will screen the nominees to ensure that applications are complete and that nominees meet the necessary qualifications.

Once the Taskforce has narrowed the candidate pool to at most two individuals, the Secretariat will schedule an open conference call where the Board will have the opportunity to ask questions of the candidates.

This call aims to provide equal opportunity to candidates to present their position statements and to increase the awareness of the candidates amongst the Board. Following the conference call and the distribution of the minutes, the Secretariat will provide all Board members with a link to an online voting platform. The voting platform will be open for two weeks and will allow each Board member to select only one candidate. The candidate winning the most votes will be selected. In the event of a tie, the two candidates' names will be entered into a special, two-day run-off election on the same online voting platform. If there is still a tie at the end of this run-off election, the Executive Committee will hold a special session to select the next Vice-Chair.

## TERM OF OFFICE

The Vice-Chair serves a three-year term (with the possibility of the extension by one more term); or until their respective successor's appointment.

The Vice-Chair does not serve as representative of a particular organization, country, or constituency, and is not required to hold any particular position outside of the Partnership in order to continue serving in their capacity. If, however, the status or position of the Vice-Chair changes in such a way as to call their ability to carry out the duties of their position into question, then the Executive Committee will determine whether it serves the Partnership to have that individual continue serving in a leadership role.

## TIME COMMITMENT

The Board Vice-Chair should be prepared and able to dedicate **25 working days per year** to Stop TB matters. This commitment may not be uniformly distributed throughout the calendar year. For example, Board and Executive Committee meetings, as well as periods before and after such meetings, require the Board Vice-Chair to commit in more capacity. The Vice-Chair should also be prepared and able to commit additional time in exceptional circumstances.

The Board Vice-Chair shall communicate with Board Members, the Secretariat, and other stakeholders between Board Meetings, when needed. Finally, the Vice-Chair should be prepared and willing to travel as representative of the Stop TB Partnership.