

The Medicines Patent Pool Governance Board Meeting 21

19 - 20 September 2017
Geneva, Switzerland

Attendees

Governance Board Members:

Dr. Sigrun Møgedal, Dr. Marie-Paule Kieny, Dr. Charles Clift, Ms. Jayashree Watal, Dr. Brian Tempest, Dr. Claudia Chamas, Ms. Anna Zakowicz, Dr. Anban Pillay, Dr. Manica Balasegaram

Non-voting members:

Ms. Kate Hencher (Unitaid), Ms. Sanne Fournier-Wendes (Unitaid)

Medicines Patent Pool Foundation Staff Members:

Mr. Greg Perry, Mr. Chan Park, Mr. Sandeep Juneja, Ms. Katherine Moore, Mr. Esteban Burrone, Mr. Vincent Chauvin, Ms. Alnaaze Nathoo, Ms. Asma Rehan, Dr. Fernando Pascal*

* This individual attended the afternoon session of the board meeting only.

Summary of Decisions

The Governance Board of the Medicines Patent Pool:

Agenda item 1:

1. Adopts the agenda of the meeting.
2. Approves the meeting minutes of the 20th Board meeting (10-11 April 2017)

Agenda item 4(a):

3. On recommendation of the Ethics and Compliance Committee:
 - a. Approves the amended Private Investment Policy incorporating recommendations made in the Unitaid Governance and Management Review;
 - b. Approves the selection of PricewaterhouseCoopers (PwC) for the provision of compliance officer services with an initial appointment of 1 year;
 - c. Approves the amended Conflict of Interest, Gifts and Whistleblower Policies.

Agenda Item 4(b):

4. On the recommendation of the Finance and Management Committee:
 - a. Approves the cash-disbursement request made to Unitaid in August. The Board acknowledges Unitaid's new disbursement measure based on quarterly submission and looks forward to a return to disbursement based on the agreed upon MoU and the Unitaid approval of the Management Action Plan and its successful implementation.
 - b. Approves the update to the HR policies of the Geneva and India offices upon inclusion of the following text:
"The appointment of staff or consultant shall not be granted to a person who bears any of the following relationship to a staff member: Spouse, registered

partner, domestic partner, father, mother, son, daughter, brother or sister. In the event a relationship develops between two employees, there should be no hierarchical relationship between the two.”

- c. Approves the changes made to the Travel and Expense policy;
- d. Approves the 3 % loyalty increases awarded to staff.
- e. Approves the change of title of Head of Finance and HR to Chief Financial Officer, ensuring that the job description is aligned as outlined in the recommendations made in Unitaid’s management action plan.

Agenda item 5(a):

5. Elects Marie-Paule Kieny as Chair of the Strategy and Partnerships committee.
6. Elects Charles Clift as Chair of the Ethics and Compliance committee
7. Elects Brian Tempest as Chair of the Finance and Management committee
8. Appoints the following members of the MPP management team as focal points for the sub-committees:
 - a. Greg Perry as the focal point for the Strategy and Partnerships committee
 - b. Vincent Chauvin as the focal point for the Finance and Management committee
 - c. Chan Park as the focal point for the Ethics and Compliance committee

Agenda item 5(b):

9. Agrees that future election of board members be through an open process for nomination and/or application. The Board requests that this practice be reflected in the standard operating procedures.
10. Approves of the following changes to the MPP statutes to reflect the following:
 - a. The MPP Board terms are limited to three terms: the initial term plus two re-elections. In exceptional circumstances, board members may be re-elected to serve an additional two terms. Therefore, a board member may serve a maximum of six years, and exceptionally this may be extended to ten years.
 - b. Should a member of the board not attend two consecutive board meetings without good reason, the MPP Board may remove that member from the board before the end of his/her term.
 - c. Delete: “*For activities exceeding the usual scope of their function each member of the Foundation’s Governance Board may receive an appropriate compensation*” in section 7.4 as board membership should remain voluntary

Agenda item 19:

11. Agrees that the next board meeting will be held on 26-27 March 2018.