

MEDICINES PATENT POOL TRANSPARENCY POLICY

1. General principles

- 1.1. The general policy of the Medicines Patent Pool (the “MPP”) is to operate in a transparent and accountable manner.
- 1.2. The MPP will make the fullest disclosure of records possible, consistent with the rights of individuals to privacy, the property rights of persons to trade secrets and confidential commercial or financial information, and the need for the MPP to promote frank internal deliberations.
- 1.3. The MPP was established by UNITAID to facilitate access to intellectual property in order to improve access to quality, safe and efficacious health products in low- and middle-income countries. The mandate of the MPP is to create tangible benefits for a wide range of stakeholders, including the consumers of medicines in low- and middle-income countries, the donor community, and the public at large. Therefore, the MPP will operate in a transparent manner, in recognition of the critical nature of the public health issues at stake and the widespread public interest in its work. In the absence of a legitimate reason for confidentiality, information concerning the MPP’s decisions and operational activities will be made available to the public.

2. Disclosure categories

- 2.1. The following records, *inter alia*, will be posted on the MPP website (excluding the exceptions described below and, in particular, any confidential information in accordance with section 5, below):
 - 2.1.1. Following each meeting of the Governance Board, a report of decisions made, in accordance with this Policy;¹
 - 2.1.2. List of current Members of the Governance Board, the Expert Advisory Group and MPP staff;

¹ The following types of Board decisions will generally be considered to be covered by this policy: the appointment or change of the Executive Director, Board members and EAG members; the adoption of the financial accounts, audit reports, annual reports, and any other statutory requirements; the approval of licences with intellectual property holders; changes to the Statutes, By-Laws; approval or amendment of any agreements with MPP donors; other items of interest, as judged by the Chairperson of the Governance Board.

2.1.3. Current rules and procedures pertaining to the Governance Board and the Expert Advisory Group

2.1.4. Annual report of the MPP, including consolidated financial statements.

2.1.5. Other research outputs and data conducted by or on behalf of the MPP, such as patent information, royalty and sales data, and products being pursued by the MPP for licensing

3. Transparency relating to status of MPP negotiations

3.1. The MPP recognises that the status of negotiations with patent holders is of particular importance to a wide range of stakeholders. The outcome of these negotiations can have a major impact on the lives of people living with HIV/AIDS in low and middle-income countries, governments, donors, civil society groups and others. The expectation of transparency from these and other groups is legitimate. At the same time, the need for transparency must be balanced with the need to protect the confidentiality of sensitive negotiations.

3.2. The MPP will make the following public communications in the context of licence negotiations:

3.2.1. The MPP will publicly invite relevant patent holders to enter into negotiations to reach agreement on licenses in accordance with generally outlined terms and conditions;

3.2.2. The MPP will provide, on a quarterly basis, an indication of the status of those negotiations on its website;

3.2.3. Where such licence agreements are successfully negotiated, the MPP will publish those licences on its website;

3.2.4. If no agreement with a patent holder is reached within a reasonable period of time, the MPP will disclose such information on its website.

3.2.5. The uptake of the licences negotiated by the MPP will be made public on its website.

4. Non-public MPP Records

4.1. Members of the Governance Board, members of the Expert Advisory Group, and MPP staff and consultants will be entitled to receive non-public MPP records based on their relationship to the MPP, provided that they are bound by appropriate obligations of confidentiality and restrictions on use in regard to such records. Governance Board and Expert Advisory Group members will be required to sign a confidentiality undertaking covering the disclosure of any non-public records. MPP staff and consultants are already

bound to confidentiality pursuant to their employment/consultancy contracts with the MPP.

5. Exceptions

- 5.1. Notwithstanding the general principle of the fullest disclosure of records possible, there are legal and practical constraints which may affect the MPP's ability to achieve it. Exceptions to disclosure will be invoked to protect the MPP's interests and the legitimate interests of those who collaborate with the MPP.
- 5.2. The MPP will not disclose the following records to the general public, unless the Governance Board determines that there is an overriding public interest in disclosure:
 - 5.2.1. Records and documentation relating to internal deliberative processes, including internal notes, memoranda, and correspondence among MPP staff/consultants.
 - 5.2.2. Privileged information relating to legal advice and matters in legal dispute or under negotiation, subject to section 3, above.
 - 5.2.3. Personal or employment-related information about MPP staff/consultants.
 - 5.2.4. Personal information of individuals, intellectual property, business proprietary, or other proprietary information submitted by third parties
 - 5.2.5. Business confidential information relating to procurement processes in accordance with the MPP's procurement policy, including proposals, price quotations and qualification information submitted by bidders, as well as records of deliberative selection processes.
- 5.3. If a record contains both disclosable and nondisclosable information, the nondisclosable information will be deleted and the remaining record will be disclosed, unless the two are so inextricably intertwined that it is not feasible to separate them or unless release of the disclosable information would compromise or impinge upon the nondisclosable portion of the record. If after redacted treatment, the text of a document is not suitable for public release, an abstract may be prepared and released in its place.



6. This Policy was adopted by the Governance Board on 24 January 2011 and was amended on September 19, 2014. Any amendments to this Policy shall be approved by the Governance Board.