



35th Board Meeting

# TGC Recommendations on Board composition and size

GF/B35/17  
Board Input

PURPOSE: This document outlines, for Board input, the findings and recommendations of the review on Board size and composition conducted as part of the TGC's mandate.

## I. Decision Point

1. The TGC does not present a decision point in this paper, however it does contain several reflections, observations and recommendations that it presents for Board information and discussion in order to guide further discussions on the matters presented.

## II. Relevant Past Decisions

Relevant past Decision Point	Summary and Impact
<p><b>GF/B32/DP05: Approving the Governance Plan for Impact<sup>1</sup></b></p>	<p>The Board approved the creation of the Transitional Governance Committee charged with the implementation of the recommendations in the Governance Plan for Impact.</p> <p>These recommendations included to “Through a consultative process, develop proposals on the Board’s future size and composition in the context of a changing global economic and development landscape as outlined in Annex 9 of the Governance Plan for Impact (GF/B32/08 – Revision 2).”</p> <p>This report represents the completion of the TGC’s mandate in relation to the above-mentioned recommendation.</p>

## III. Action Required

2. The Board discussion in April 2016 that follows from the information presented in this paper will serve as a basis to guide how the Ethics and Governance Committee (EGC) and Board take forward the issues presented. For example:

- The EGC may coordinate further discussions on Board composition and voting structure with the mid-point review of the 2017 – 2022 Strategy where planning for the development of the subsequent strategy will be considered under the Strategy Committee’s (SC) oversight.
- Donor group to review its method for allocating Board seats, including consideration of factors and process relating to the inclusion of new donors interested in participating in the Global Fund’s governance activities.

## IV. Executive Summary

3. Growing economies moving from low to middle to upper-income categories, the adoption by the UN General Assembly of the Sustainable Development Goals (SDGs) and the consequence of global economic growth slowdown causing a flat lining trend of international aid for HIV/AIDS, tuberculosis and malaria, have contributed to some asking whether the Global Fund’s current governance structure, and its operational model, remain “fit-for-purpose” or whether it needs to evolve in these areas.

4. As part of its overall governance reforms, the Global Fund has been considering its Board composition to address issues emerging from a changing health and development landscape. Issues considered include remaining relevant in these changing times, and the factors that could enable or inhibit the engagement with existing and new stakeholders, such as new donors.

5. It is in the context of these needs that the Board, based on the work of the Ad-hoc Working Group on Governance (WGG), charged the Transitional Governance Committee (TGC) to look more deeply into the

current Board composition and structure, and to present recommendations for Board consideration on how to address the challenges identified above.

6. The TGC initiated this consultative process at the July 2015 Board Retreat held in Geneva, where the TGC sought feedback from the Board as to whether “changes in the global landscape since the establishment of the Fund be reflected in the size and composition of the Global Fund Board?”<sup>1</sup> While discussions were comprehensive and constructive at the Retreat, no clear direction on the future size and composition of the Board emerged.

7. Following the Retreat, the TGC, through the Global Fund Secretariat, commissioned an independent study by the Graduate Institute Geneva (“Graduate Institute”) to review the current governance structure of the Fund and to suggest some innovative options for Board consideration. The Graduate Institute report proposed both long and short-term options for Board consideration.

8. The TGC issued an anonymous survey to Board constituencies alongside the release of the report, in order that anonymity would allow constituencies the opportunity to move away from formal positions and provide the TGC with candid indications of areas of common ground so as to determine the scope of the Board’s appetite for change as well as the degree of support for any of the options provided.

9. The TGC deliberated the findings of the survey, alongside the report prepared by the Graduate Institute as well as feedback received through electronic and oral discussions with Board constituencies.

10. The TGC determined that while the Fund does have a clear strategy for the upcoming Strategic period 2017-2022, there is currently no shared vision across the constituencies on the future direction of the Fund if it succeeds in bringing about significant reductions in the epidemics as intended within the timeframe covered by the Strategy. Without a clear shared vision on the future direction of the Fund beyond the current Strategy and with no clear majority within the Board on any of the proposed options for Board size and composition, the TGC determined it would be premature -- and probably counterproductive -- to recommend any radical restructuring of the Board at the current time.

11. While determining there is not sufficient support within the Board to recommend immediate changes to the Board composition and size, the TGC felt that the Board should build on the current discussions, including the importance of continued dialogue and developing a shared vision for the future of the Fund moving towards 2030. The TGC therefore recommends the EGC to coordinate further discussion on Board composition with the mid-point review of the 2017 – 2022 Strategy where planning for the development of the subsequent strategy will be considered under the SC’s oversight.

12. Discussions in the Board, and within the donor group, clearly show that the Fund strongly favors welcoming new government and other donors. Given the way government donor seats are allocated, the TGC recognizes that it is possible to accommodate new donors within the existing framework, while acknowledging that it might create some political challenges vis-à-vis existing donors. The TGC therefore recommends that the donor group reviews its method for allocating Board seats, including consideration of factors and process relating to the inclusion of new donors interested in participating in the Global Fund’s governance activities

## V. Rationale for analysis

13. The basic composition and structure of the Global Fund Board has remained the same since the inception of the Global Fund in 2002. As part of its overall governance reforms, the Fund has been considering the overall effectiveness of its Board composition to address issues emerging from a changing health and development landscape. Growing economies moving from low to middle to upper-income categories, the adoption by the UN General Assembly of the SDGs, and the consequence of the global economic growth slowdown causing a

---

<sup>1</sup> Note on Size, Composition and Structure of the Board: Key issues for consideration, Global Fund Board Retreat 29-30 July 2015

flat lining trend of international aid for HIV/AIDS, tuberculosis and malaria, have inevitably contributed to some asking whether the Global Fund's current governance structure, and its operational model, remain "fit-for-purpose" or whether it needs to evolve in these areas.

14. The SDG model itself, with focus on universal and integrated approaches rather than sector or disease-specific approaches, may influence funding commitments and disbursements on health, especially on the multi-lateral level. Competition for funding has increased and with the increased threat and new emphasis on pandemics, non-communicable diseases and Antimicrobial resistance (AMR), as well as the current refugee crisis, has further impacted already stressed development and global health budgets, as well as national contributions in some implementer countries.

15. In the current environment of limited financial resources, it is critical that the Fund's governance demonstrates that it can adapt to the changing environment in order to accelerate the elimination of the three diseases as major global public health threats. Some stakeholders feel that the current division of the Board into two distinct constituency groups is outdated and consider the Fund too traditional to be attractive to new funders looking to invest in health. Additionally, to remain viable and attractive to its current donor base, it is imperative that the Fund continues to demonstrate efficiency in its actions and value for money through alignments and partnerships with other organizations. This is further complicated by the lack of a clear entry point for new donors who wish to contribute to the Fund both financially and to participate in its governing bodies. The current mechanisms in place within the donor group are not sufficiently flexible to accommodate "non-traditional" or non-OECD donors due to the principle of 'like-mindedness' that forms the basis, along with financial contributions, for membership in a donor constituency.

16. It is in the context of these challenges that the Board, based on the work of the Ad-hoc Working Group on Governance (WGG), charged the TGC to examine more deeply the current Board composition and structure, and present recommendations for Board consideration on how to address the challenges identified above.

## VI. Process

### 01 Board Retreat

17. As outlined in its terms of reference, the TGC was tasked "through a consultative process, develop proposals on the Board's future size and composition in the context of a changing global economic and development landscape as outlined in Annex 9 of the Governance Plan for Impact (GF/B32/08 – Revision 2)."<sup>2</sup>

18. The TGC initiated this consultative process at the July 2015 Board Retreat (the Retreat) held in Geneva, where the TGC sought feedback from the Board as to whether "changes in the global landscape since the establishment of the Fund be reflected in the size and composition of the Global Fund Board?"<sup>3</sup> Discussions at the Board Retreat were focused around two key areas:

- a. **Board composition and size:** identifying challenges within the existing model that have emerged over the last few years including the requirement on the donor side of general 'like-mindedness'<sup>4</sup> which does not easily facilitate the addition of potential new non-OECD donor countries; and the current division of seats does not reflect the reality that 70% of Global Fund funding is invested in Africa where 54 countries are divided between only two seats. The TGC proposed two options for discussion: 1) maintain the current situation; or 2) increase the Board size to accommodate two additional seats, one for non-OECD donor governments and one for implementer governments (and most likely a third seat for Africa to help facilitate further engagement by African governments in the Board and governance).

---

<sup>2</sup> Transitional Governance Committee, Terms of Reference

<sup>3</sup> Note on Size, Composition and Structure of the Board: Key issues for consideration, Global Fund Board Retreat 29-30 July 2015

<sup>4</sup> As outlined in the governing documents, both donor and implementer groups exercise discretion to make their own in-group and in-constituency decisions on membership and process, this is not directed by Global Fund requirements.

b. **Board structure:** the notion of parity between the implementer and donor “blocs” has been a principle of the Fund’s governance since its inception. The Retreat discussion paper however raised the concern that the division of the Global Fund Board into two ‘blocs’ does not reflect the realities of the changing economic and development landscape in a post MDG world, and particularly given that the SDGs are focused on universal rather than traditional “North/South” approaches. The TGC proposal put forward three options for discussion: 1) maintaining the current situation of two ‘blocs’; 2) evolving into a holistic Board with no ‘blocs’ for all processes and procedures; or 3) maintaining the two group structure for all processes except the voting process where the Board would vote holistically, therefore removing the requirement for a double two-thirds majority to pass a decision.

19. While comprehensive and productive discussions were held during the Retreat, no clear consensus emerged regarding changes to the Board composition. A variety of additional options to those proposed by the TGC emerged from the discussion groups including the introduction of a hybrid seat for those countries moving from implementer to donor status. Additionally it was suggested to remove the requirement of ‘like-mindedness’ within the donor group and accommodate non-traditional donors within the existing seats based on a financial threshold. The tension between maintaining the engagement and commitment of current donors and attracting new donors was recognized. Several constituencies suggested re-structuring the grouping of implementer constituencies and to consider alternatives to the grouping of countries according to the WHO regions. Suggestions such as regrouping by disease burden and/or size of investment in region or by sub regional cultural and language barriers, as well the merging of donor and implementers into constituencies to enhance dialogue and increase mutual trust, were all considered.

20. Discussions around the size of the Board were equally diverse with some constituencies recognizing that increasing the size of the Board was a fast and simple solution to meet the needs of the upcoming replenishment period and other constituencies preferring to work within the current size of the Board to identify efficiencies and maintain manageability. While there was significant support for increasing the size of the Board, at least temporarily, a request was made that any specific recommendation be supported by a clear analysis and identifiable benefits to the Fund.

21. On the suggestion of moving to a Board without the ‘bloc’ structure, two clear perspectives emerged: On one hand the blocs were viewed as creating divides and rigidity in Board thinking whereas on the other they were felt to reflect the reality that the implementer and donor groups indeed have different perspectives which are given equal consideration and weight under the bloc structure. Some felt that as communication between the groups had greatly improved, attention could be focused on developing ways of reaching consensus and working together rather than altering the structure of the Board (such as moving from the term ‘bloc’, which is sometimes perceived as having negative connotations to using the term ‘group’).

22. The discussion around the voting structure showed a clear polarity of viewpoints, with some Retreat participants feeling that the existing model of decision-making (i.e., double two-thirds majority voting threshold) was not an optimal way to build trust and consensus, and others stated that the model ensures dialogue and full Board agreement on decision points. Earlier consultations demonstrated the implementer group preference to remain with the current voting structure.

## 02 Introduction of an Enhanced Governance Structure

23. Alongside their explorations around Board Composition, the TGC also moved forward with the finalization and development of an “Enhanced Governance Structure”. This structure was developed to address key governance weaknesses and gaps identified in the 2014 review by the Inspector General (GF-OIG-14-008) and the WGG (GF/B32/08 – Revision 2 ). In January 2016, the Board approved the updated structure (GF/B34/EDP07) comprising three committees: the Strategy Committee (SC), the Audit and Finance Committee (AFC) and the Ethics and Governance Committee (EGC).

24. Of particular relevance to the work on Board Composition is the creation of the Ethics and Governance Committee (EGC). Under its mandate, the EGC is responsible for the oversight of “(i) adherence by the Global Fund and its stakeholders to appropriate standards of ethical behavior, as described in related Global Fund policies, codes and requirements; and (ii) implementation of the procedures and operations related to the Global Fund’s governance structure and its core governance functions.”<sup>5</sup> The addition of a dedicated and specialized body charged with the oversight of key governance matters represents a significant shift in the overall governance structure of the Board from when the TGC first began its work on Board Composition in early 2015. Among its functions, the EGC is responsible for:

- a. Advising on and ensuring the application of the newly approved Code of Ethical Conduct for Governance Officials;
- b. Oversight of the process and implementation of the annual performance assessment of the Board, its standing committees and their leadership;
- c. Adoption of measures to facilitate engagement with Board constituencies including promoting transparent and rigorous processes for constituency selection of Board members, based in part upon membership guidelines adopted by the Global Fund; and
- d. Advising on the selection processes for committee membership including the performance of a competency based review to aid in ensuring members of committees possess the needed skill-sets to perform their mandates.

25. Prior to the introduction of the EGC, governance related matters were managed on an ad-hoc basis by temporary or ad-hoc committees or panels and had no natural or permanent reporting line within the Global Fund governance structure or clear pathway for regular communication with the Board.

26. Membership of the EGC is currently under selection and the committee will hold its first meeting in June 2016.

### 03 Independent study

27. Following the Retreat and the lack of the emergence of a clear direction, the TGC decided to engage an external consultant to provide an independent perspective as well as to propose innovative and outside-the-box thinking to define these and additional options, all of which could be presented to the Board for discussion and consideration.

28. In October 2015, the TGC, through the Fund Secretariat, commissioned an independent study by the Graduate Institute Geneva (“Graduate Institute”). The Graduate Institute was tasked to “review the current situation of the Global Fund with its current Board composition and structure and develop several options for addressing challenges, or building on opportunities, to be presented to the Global Fund Board for consideration.”<sup>6</sup>

---

<sup>5</sup> Charter of the Ethics and Governance Committee

<sup>6</sup> Statement of Work, Board Composition Consultancy

29. As part of the scope of work, the Graduate Institute reviewed past analyses of Global Fund governance; the composition and ways of working of both implementer and donor constituencies; current governance practices including the donor seat allocation methodology; and conducted a benchmarking of similar organizations. This was supplemented by in-depth interviews with Board constituency members to further explore the challenges faced.

30. The report prepared by the Graduate Institute is the result of its independent assessment of the Board's current situation and proposes options for modifications to the Board size and structure. The report outlined two options for consideration in the short term: **1) No change in the current size and structure of the Board or; 2) Increasing the number of Board seats.** In the longer term, the report recommended that the Global Fund Board consider a more fundamental change and **move**

**towards a "Partnership and Strategy Board" which would have the Board concentrate its efforts on strategy and future development, including any changes to the scope of the Global Fund, with non-strategic responsibilities being transferred to the Secretariat over time.** Each option included a suite of sub-options as outlined in Figure 1.

31. In order to clearly understand the Board's appetite for the options provided within the Graduate Institute's report, the TGC issued an anonymous survey to Board constituencies alongside the release of the report, to facilitate candid responses.

## VII. Survey Findings

32. Constituencies were requested to discuss the survey questions among their members and provide one consolidated response per constituency that captured their deliberations. Responses by 20 of the 24 constituencies including 9 donor and 9 implementer constituencies and 2 non-voting constituencies were received.<sup>7</sup>

33. The findings of the survey in Figure 2 below showed that while there is a clear appetite for change (see Figure 2 below) there is no clear consensus or common ground on any of the options provided by the Graduate Institute.

### **Proposed options for modification to Board composition and size**

#### **Short Term**

1. **No change in Board composition**
  - a. Leave the board as it is
  - b. Keep the present configuration by "finish the job" by 2030, thus ending the Global Fund mandate.
2. **Increase number of Board seats**
  - a. adding an uncategorized seat or seats
  - b. adding one or more donor seats, with a view to attracting "new" donors
  - c. adding one or more implementer seats
  - d. matching additional donors and implementers seats
  - e. adding seats and changing the configuration of constituencies so that each constituency – made up of donors and implementers – collectively contributes a set proportion of the Fund's resources.

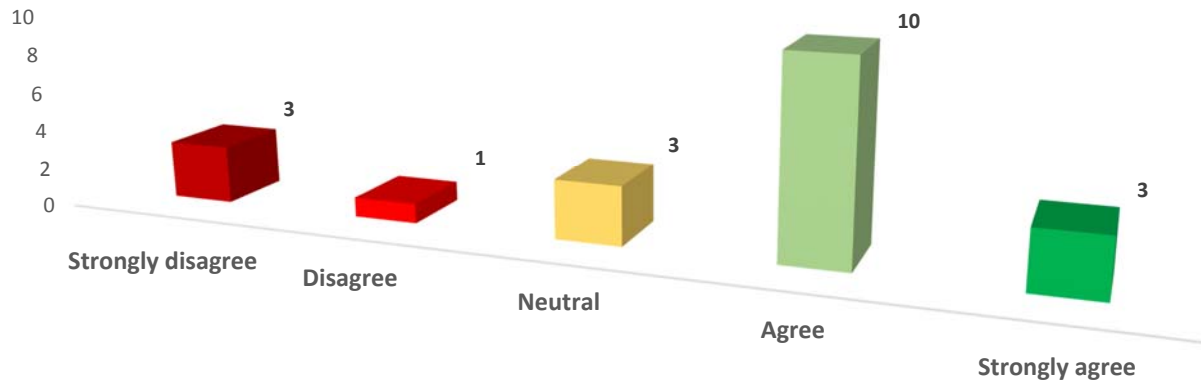
#### **Long Term**

3. **Move to a strategic partnership board** which would require further consideration of all of the following in order to implement:
  - a. Expand and diversify the Board: bring in new expertise and independent voices, move beyond the three diseases towards integrating wider global health and SDG challenges
  - b. Change mindset by restructuring constituencies
  - c. Make the Board strategic and review its functions; focus on strategy and future development, move more operational elements into the Secretariat

*Figure 1 Options proposed by the Graduate Institute for Board consideration*

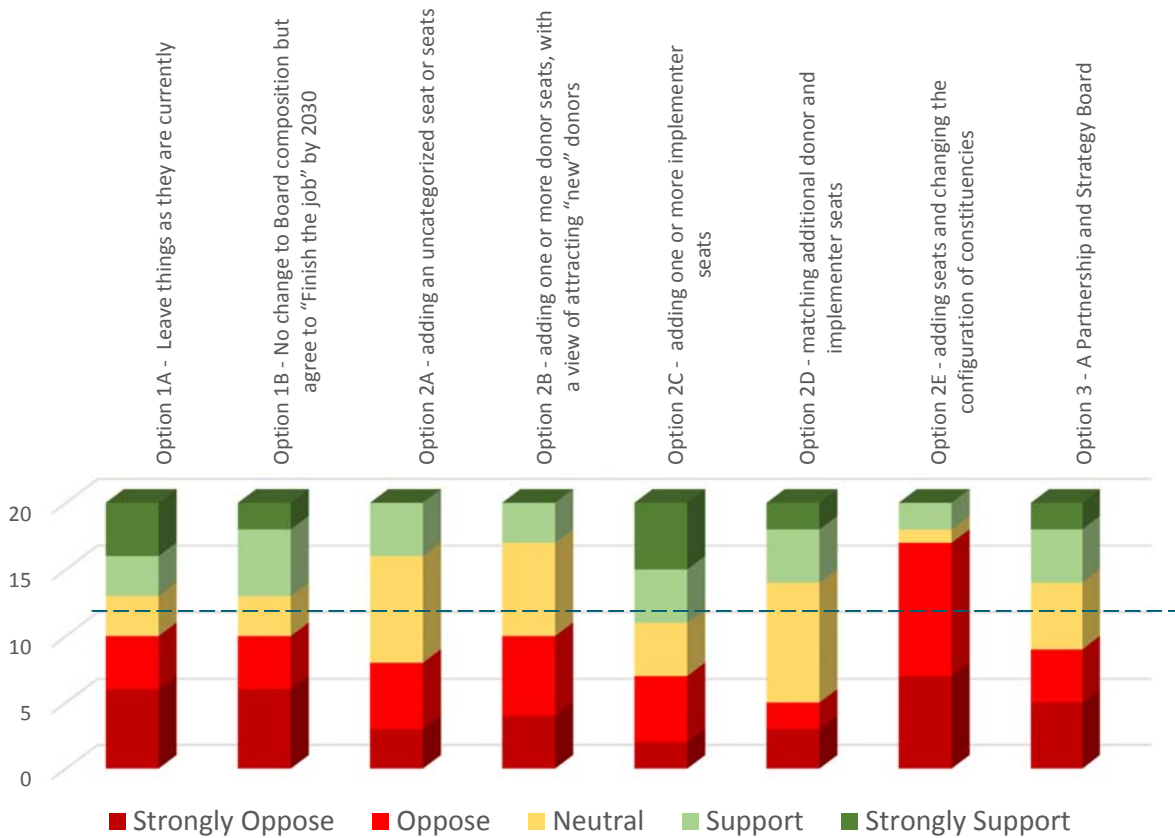
<sup>7</sup> The survey instrument did not allow for abstention on any question, though a few respondents footnoted or expressed a request for alternate options and formulations.

**Figure 2. To what degree does your constituency agree that a change in the Board composition is needed to address emerging issues?**



34. When asked to provide their degree of support for the various sub-options identified by the Graduate Institute, the responses from the constituencies varied widely and covered the full spectrum from strongly oppose to strongly support, with no option standing out as a preferred option as outlined in Figure 3 below.

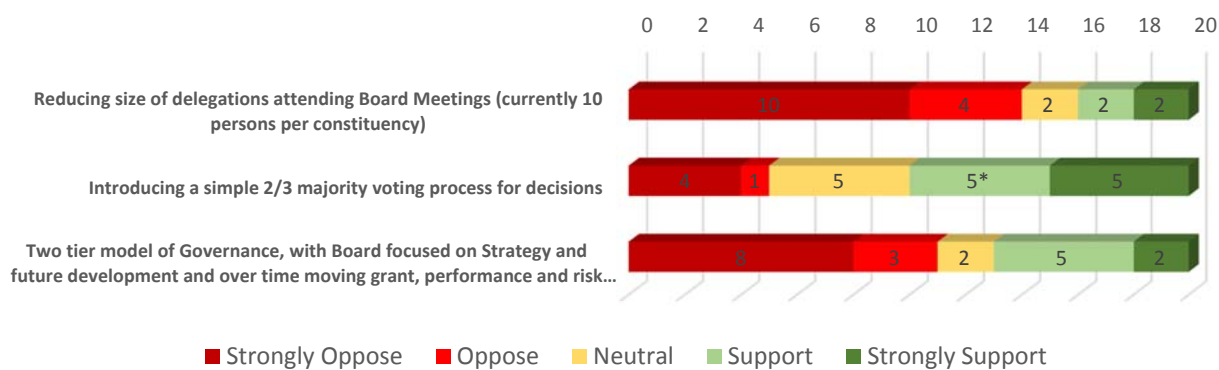
**Figure 3. To what degree does your constituency support the individual sub-options?**





35. As a separate element within the report, the Graduate Institute identified potential operational changes in the Board's ways of working independent of its composition, which could, if implemented, already lead to efficiencies in the execution of the Board's duties.

**Figure 4. Board efficiency options: what is your constituency's degree of support for the following:**



one respondent indicated strongly disagree with 2/3 majority voting process, but indicated support for a simple majority voting process in their comments. Therefore, their response was classified as "support" to indicate an appetite to allow more flexibility in the current voting practices

36. The main efficiencies proposed include reducing the size of the delegations sent to Board meetings, introducing a simple 2/3 majority across the Board voting process and moving to a two-tiered model of governance to focus Board discussions around strategy and future direction with more operational issues being transferred over time to the Global Fund Secretariat.

37. Support for reducing the size of the delegations was low among the constituencies with 14 constituencies clearly opposing<sup>8</sup>. Support for moving to a 2/3 majority across the Board was higher but remained varied, with half of the 20 respondents supporting a move to majority across the Board, 5 neutral responses and 5 constituencies strongly opposing a change to the voting processes.

38. While 7 constituencies did support the move to a strategy and partnership model, the opposition for this move was higher. Comments expressed that while there may be some support for this option, further unpacking of what this would mean in practice is needed before any decision could be taken.

## VIII. TGC Analysis of findings

39. The TGC met in-person in Geneva on 31 March to 1 April 2016, to discuss the report of the Graduate Institute, the results of the anonymous survey and the additional feedback received both electronically and during consultations with the constituencies throughout the evaluation.

40. The results of the survey and feedback showed no actionable consensus within the Board around any of the short or long-term options proposed. Although there was some support for the inclusion of an additional seat for the implementer group (most likely for a third seat for the African countries), under the current structure with the principle of parity between the donor and implementer groups, this would require the creation of an additional donor seat. Neither option received a clear majority of support from the respondents.

<sup>8</sup> One respondent indicated strongly disagree with 2/3 majority voting process, but indicated support for a simple majority voting process in their comments. Therefore, their response was classified as "support" to indicate an appetite to allow more flexibility in the current voting practices

Board constituencies remain divided, across all the options proposed, on the best way forward to address identified issues.

41. The TGC considered that this lack of consensus or clear majority may be attributable to the fact that while the Fund does have a clear strategy for the upcoming Strategic period 2017-2022, there is currently no shared vision across the constituencies on the future direction of the Fund if it indeed succeeds in bringing about significant reductions in the epidemics as intended within the timeframe covered by the Strategy. Moreover, it was identified by the review of the Graduate Institute, the Fund will need to determine if it should continue to focus on the three diseases or, as we move closer to the 2030 targets, should it broaden its mandate beyond the three diseases towards integrating wider global health and SDG challenges, which would require further institutional developments and/or arrangements if such approaches would incur.

42. Without a clear shared vision on the future direction of the Global Fund beyond the current Strategy and with no clear majority within the Board on any of the proposed options for Board size and composition, the TGC determined it would be premature -- and probably counterproductive -- to recommend any radical restructuring of the Board at the current time. Forcing change could run the risk of polarizing the Board at a time when unity of, and cooperation within, the Board is essential to the success of the Fund and the upcoming Replenishment.

## IX. TGC Recommendations

43. While determining there is not sufficient support within the Board to recommend immediate changes to the Board composition and size, the TGC felt that the Board should build on the current discussions, including the importance of continued dialogue and developing a shared vision for the future of the Fund moving towards 2030.

44. The Global Fund is currently on target to achieve most of its Key Performance Indicators (KPIs) set for the current strategic period. With the introduction of the EGC, governance related matters will now be under regular review by a standing committee of the Board. Standardized annual performance assessments and oversight of the implementation of the Code of Ethical Conduct for Governance Officials will ensure that any early warning signs are identified quickly and will not impact or compromise the future success of the Global Fund and that concerns are brought to the Board's attention rapidly and acted upon. As such, a forum exists for further consideration of the issues that have been presented, as well as other options or factors to evaluate.

45. Thus, the TGC determined that there is still sufficient time to continue the debate on possible restructuring of the Board's composition in the context of a broader discussion on the strategy and future direction of the Global Fund in the wider global health context and environment. Broad stakeholder engagement and consultation could be facilitated through existing mechanisms such as the Partnership Forums and e-Forums.

46. **Board composition** – As we move closer to 2020, there will be further information available on which to base the thinking on the optimum mandate of the Global Fund including a clearer picture on progress made towards achieving the 2030 goals and ending the epidemics as well as a better idea of the position of multilateral health funds in an evolving global landscape. Opportunities will have emerged to identify potential ways to further link the three diseases to existing or new initiatives and with key partners and institutions focusing on other public health areas (e.g. vaccines, outbreaks or communicable diseases, chronic NCDs).

47. **The TGC therefore recommends the EGC to coordinate further discussion on Board composition with the mid-point review of the 2017 – 2022 Strategy where planning for the development of the subsequent strategy will be considered under the SC's oversight.**

48. As part of its discussions, the TGC considered additional factors, beyond changing the Board composition and size, to address the key issues raised at the Board Retreat including building a "One Board" culture, therefore avoiding limitations owing to the double two-thirds majority decision making process, and how to address and encourage new and emerging donors.

49. **Moving towards a “one-Board model” without the donor/implementer groups.** The principle of parity between the groups has been a core value of the Global Fund with each group recognizing that while it has created some inherent tensions within the Board, the model has been extremely supportive of governance processes including the election of Board leadership and Board committee members and is well embedded into the ways of working of the Global Fund. While other organizations have successfully implemented a more holistic Board, results of the survey and discussions indicate that identifying common interests and continually building on a culture of trust between Global Fund stakeholders and constituencies may be more valuable at the current time rather than forcing structural change prematurely only to facilitate a seemingly more unified Board.

50. **Decision making practices (voting structure):** this issue was raised repeatedly throughout the mandate of the WGG and again throughout the term of the TGC, with continuing clear divisions within the WGG, TGC and the Board, and no agreed recommendation for change. The recent survey demonstrated that consistently there is a sufficient portion of the Board who do not support moving away from the current voting structure, with 10 constituencies supporting moving towards a 2/3 majority voting structure across the Board, while 5 constituencies were neutral and 5 opposed or strongly opposed any change to the voting structure – which would result, in all likelihood, in a ‘blocking minority’ under the current Board By-laws. It was felt by the TGC that the Board’s attention could be better spent focusing on defining and agreeing the future direction of the Global Fund Board rather than re-visiting this issue with potentially predictable results.

51. **The TGC therefore does not propose any changes to the current voting structure and recommends the EGC to coordinate further discussion on voting structure with the mid-point review of the 2017 – 2022 Strategy where planning for the development of the subsequent strategy will be considered under the SC’s oversight.**

52. With the lack of appetite to increase the size of the Board, the issue around how to manage new donors identified or new donors approaching the Global Fund to become members of the Board still remains. However, discussions in the Board, and within the current donor group, clearly indicate that the Fund strongly favors the welcoming of new government donors, and not only traditional donors. Whilst acknowledging that some political challenges accommodating new donors may arise, given the way government donor seats are currently allocated new donors within the existing framework.

53. **The TGC therefore recommends that the donor group reviews its method for allocating Board seats, including consideration of factors and process relating to the inclusion of new donors interested in participating in the Global Fund’s governance activities.** The TGC notes, in particular, the following considerations:

- a. New donor meets the minimum threshold to qualify for an individual Board seat (currently set at 12.5% of overall funding, while in practice funding is lower);
- b. New donor does not meet the minimum threshold for an individual Board seat, yet it does meet the current criterion of “like-mindedness” and can therefore be included in an existing constituency or through a realignment of constituencies; and/or
- c. When a new government donor is identified or approaches the Global Fund with secure substantial funding, but does not meet the individual seat threshold nor the like-mindedness criterion, the donor group must revise the current seat allocation model to identify space within the existing governing structure and provide a place within a donor seat for the incoming donor.

54. These measures could be supported by the increased and continuous use of the Board observer status by the Board Leadership to attract and encourage new donors. A “Standing Observer Status” could be created which would allow any potential new donors to routinely attend Board meetings as observers. Additionally an annual report should be prepared by the Secretariat for the coming year to help inform the Board, and particularly the donor group, with a clearer picture of the possible level of funding which could be donated by those who would like to support and fund the Global Fund as part of the donor constituency, but do not meet the existing criteria to become donors.

## X. Conclusion

55. The results of the analysis conducted by the TGC identify that currently there is no consensus or clear majority on a proposed change to the Global Fund Board composition and structure. Emerging from these findings however, is a clear desire of the Board to continue to build a culture of trust and to maximize the effectiveness of its existing governance structures. Furthermore, as the Global Fund advances through its upcoming Strategy with the goal of achieving impact on ending the epidemics, it will need to determine whether the Fund should continue beyond 2030, and if so, should it continue to focus on the three diseases or broaden its mandate towards integrating wider global health and SDG challenges. If such an approach should occur, then further institutional development and/or arrangements will need to be undertaken and it will be essential to have a strongly committed, unified and well-functioning Board to guide the Global Fund through the discussions and any subsequent changes in its mandate.