

39th Board Meeting

Donor Group revised process for public donor seat allocation

GF/B39/15

09-10 May 2018, Skopje

Board Information

Purpose of the paper: This paper presents the revised process for public donor seat allocation, which has been agreed by the Donor Group, for Board information.

Executive Summary

Context

At the 38th Board meeting of the Global Fund it was decided to change the non-voting board seat reserved for a Swiss Citizen to a seat for “one representative of the public donors which are not part of a voting donor constituency but have each pledged a contribution of at least \$10 million in the current replenishment cycle”. The Donor Voting Group was requested to report at the 39th meeting of the Global Fund Board on its revised process for public donor seat allocation, which will ensure that new public donors, who commit to the principles of the Framework Document of the Global Fund and contribute/pledge more than a defined threshold amount for two consecutive replenishment periods, will be integrated into a voting public donor constituency.

Issues this paper addresses

- A. This paper presents a revised “Framework for Allocating Global Fund Board Seats to Public Donor Constituencies”, which has been agreed by the majority of constituents within the Donor Group.
- B. The paper also introduces a new “Declaration of Commitment of Donors (represented or seeking to participate in the Global Fund Governance Structure) to the Principles and Shared Values of the Global Fund”.
- C. The conditions for integration of a new public donor into a voting constituency are explicitly defined. The preferred mechanism is for voluntary integration of new donors into existing voting constituencies through a process of negotiation and mutual consent, based on the principle of like-mindedness.
- D. The threshold financial contribution, required over two replenishment periods, through which new public donors can acquire the right to be integrated into a voting constituency, is defined.

Conclusions

The revised framework for public donor seat allocation will be implemented by the Donor Group with immediate effect. All donors (existing and future) who participate (or wish to participate) in the governance structure of the Global Fund will be required by the Donor Group to sign the Declaration of Commitment to the Principles and Shared Values of the Global Fund.

Input Sought

The content of this paper is for the information of the Board. Comments and suggestions will be gratefully received by the Donor Group and will be considered in future revisions of the documents. The Board may wish to ask the Ethics and Governance committee to consider the maximum duration that new donors may be accommodated in the non-voting public donor constituency. The Board may also wish to consider whether the concept of a Declaration of Commitment to the Principles and Shared Values of the Global Fund should be adopted on a wider basis within the Fund’s governance structures.

Input Received

- The Donor Group formed a working group to revise the public donor seat allocation framework.
- The Board leadership was consulted during the process of producing the revised documents.
- The Secretariat and Ethics Officer were consulted on the draft documents at various stages.
- The Ethics and Governance Committee discussed the draft documents in its March 2018 meeting. Its feedback is attached to this document as Annex 1.

Revised public donor seat allocation process

1. The Donor Group understands that the process of public donor seat allocation between various donor countries is a matter to be resolved internally by the Donor Group, as has been done since the inception of the Fund. Nevertheless, the Donor Group also recognizes that the process used for donor seat allocation should be consistent with the mission, values, principles and reputation of the Global Fund, properly documented and made available for scrutiny by other entities within the governance structure of the Fund. In particular, the Donor Group is aware of and fully supportive of the need to attract new donors to the Fund. At the same time, the Donor Group needs to recognize the interests of large donors who have supported the Fund since inception and continue to support the Fund based on their positive experience of the governance structure and the overall success of the Fund.
2. Following the 38th Board Meeting, the Donor Group formed a working group to revise the current public donor seat allocation framework, which has been used by the Donors since about 2010. The working group has met several times by teleconference since the last Board meeting and was assisted by the Global Fund's Ethics Officer. Arising out of this work, two draft documents have been produced, which define the revised process the Donor Group wishes to use for public donor seat allocation. These are:
 - i. Framework for Allocating Global Fund Board Seats to Public Donor Constituencies.
 - ii. Declaration of Commitment of Donors (represented or seeking to participate in the Global Fund Governance Structure) to the Principles and Shared Values of the Global Fund.
3. The first document is a substantially revised version of the previous framework for public donor seat allocation, which takes account of the new non-voting public donor seat and clearly specifies the requirements for a donor country to be accommodated within a voting public donor constituency. The second document is conceptually new and requires all donors that wish to participate in the governance structure of the Global Fund to commit to the principles, shared values and good governance requirements of the Fund including the Ethics and Integrity Framework and the Code of Conduct for Governance Officials.
4. There has been lengthy discussion, both within the working group and between all donor constituencies, on the content of these documents. There are many details and nuances to be considered in the overall package. All of the discussion has been comprehensively recorded in minutes of all the meetings. The Donor Group approved the final documents during a teleconference held on 28th March 2018.
5. The final versions of the documents are included at the end of this paper.

Issues that the Donor Group wishes to highlight

The difference between simply being a donor and being a donor participant in the governance structure of the Global Fund

6. The Donor Group recognizes that there are some donors who simply wish to give money to the Global Fund and do not wish to participate in the governance of the Fund. The secretariat applies due diligence to these donors and signs an appropriate donation agreement. However, the majority of donors also wish to participate in the governance structure of the Global Fund. This requires a higher level of commitment to the Global Fund on the part of the donor, whether they be public or private.

Commitment to the principles, shared values and good governance of the Global Fund

7. The Donor Group has introduced a new Declaration of Commitment that must be signed by all donors wishing to participate in the governance of the Global Fund. This ensures alignment of donor interests with the principles, shared values and good governance of the Fund. It establishes the minimum degree of like-mindedness required to participate in the Donor Group.
8. The Donor Group is aware that concerns have been expressed about this requirement applying only to donors and not to the entire Board. Nevertheless, the Donor Group believes this is a positive step in support of good governance of the Fund and that the principle should be considered for wider implementation across the Board. This is beyond the jurisdiction of the Donor Group, but if there is broader interest in the concept, it would need to be further examined by the Ethics and Governance Committee on behalf of the entire Board.

The new non-voting public donor constituency

9. New public donors are encouraged to enter the governance structure of the Global Fund through the pathway of the non-voting public donor constituency. This will enable new donors to become familiar with the governance structure and processes of the Global Fund and also to get to know the participants in the public donor voting constituencies. Through this process, new donor countries should be able to establish which voting constituencies are best aligned with their values and thinking regarding the mission of the Global Fund and where they might be best accommodated, based on the principle of like-mindedness.
10. The Donor Group envisages that the non-voting public donor constituency is a transitional arrangement, until such time as new donors are accommodated within voting constituencies. The Donor Group encourages existing voting constituencies to reach out to new donors to facilitate their integration into the voting structure of the Board.
11. The Board has not set any time limit for new donors to stay in the non-voting public donor constituency, but the Donor Group recommends that transition to a voting constituency should have been achieved within two replenishment cycles. The Board may wish to consider setting a time limit for individual country membership of the non-voting constituency.

Voluntary integration of new donors into existing voting public donor constituencies

12. Voluntary integration is the Donor Group's preferred mechanism for a new donor to be accommodated within a voting constituency. This is achieved through a process of negotiation and mutual consent, based on the principle of like-mindedness. This can happen at any time to suit the parties involved. Importantly, there is no financial threshold for a donor country to be voluntarily integrated into an existing public donor voting constituency.

Guaranteed membership of a public donor voting constituency

13. Donor countries can acquire the right to join a voting public donor constituency, provided they have signed the Declaration of Commitment and met a minimum financial threshold of past and current contributions and/or pledges to the Global Fund. This right may be exercised in the unlikely event that voluntary integration proves impossible.
14. The Donor Group consulted widely and discussed at length the most appropriate financial threshold required for a new donor to acquire guaranteed membership of a public donor voting constituency. Consideration of the interests of long-standing large government donors to the Global Fund had to be weighed against the need to ensure a certain outcome for significant new donors to the Fund. The donors understand that the required contribution should not be an impossible hurdle, but it

must nevertheless be significant in relation to the total amount contributed in a typical replenishment cycle.

15. The Donor Group settled on a combined contribution of at least USD 200 million over two consecutive replenishment cycles, with a minimum of USD 50 million contributed in the first replenishment cycle. Whilst these figures may seem high at first sight, the total amount is less than 2% of the total current replenishment value and is about one eighth of the minimum donor share eligibility threshold (6%) for a public donor voting seat. Relative to the overall funding requirements of the Global Fund, USD 200 million over 6 years (two replenishment cycles) is a small donor share.

The Public Donor voting seat allocation process

16. The Public Donor Voting Constituency Allocation Process relies on a calculated donor share of contributions over the last 9 years (three replenishment cycles), weighted more heavily towards recent contributions. Since there are 8 public donor voting seats, a donor share of at least 12.5% (100/8) guarantees a voting donor seat at the Global Fund Board. The sequential process for seat allocation, set out in the framework document, seems complicated at first sight, but it has worked well for the Donor Group over many years.

Next steps

17. The revised framework for public donor seat allocation will be implemented by the Donor Group with immediate effect. All donors (existing and future) who participate (or wish to participate) in the governance structure of the Global Fund will be required by the Donor Group to sign the Declaration of Commitment to the Principles and Shared Values of the Global Fund.
18. The Secretariat will invite the public donors who are not part of a voting constituency, but have each pledged a contribution of at least \$10 million in the current replenishment cycle, to join the new non-voting Board constituency and develop a process for selecting their Board representation in accordance with the Bylaws and the Operating Procedures of the Board and Committees of the Global Fund.
19. The Donor Group will invite the public donors accommodated in the new non-voting constituency to join the Donor Group once they have paid the first tranche of their replenishment cycle pledge.

What will the Board / Ethics and Governance Committee need to do next?

20. The content of this paper is for the information of the Board. Comments and suggestions will be gratefully received by the Donor Group and will be considered in future revisions of the documents. The Board may wish to ask the Ethics and Governance committee to consider the maximum duration that new donors may be accommodated in the non-voting public donor constituency. The Board may also wish to consider whether the concept of a Declaration of Commitment to the Principles and Shared Values of the Global Fund should be adopted on a wider basis within the Fund's governance structures.

THE GLOBAL FUND TO FIGHT AIDS, TB AND MALARIA – DONOR GROUP

FRAMEWORK FOR ALLOCATING GLOBAL FUND BOARD SEATS TO PUBLIC DONOR CONSTITUENCIES (AS REVISED AND AGREED BY THE DONOR GROUP ON 28 MARCH 2018)

1. Background

This framework sets out the Donor Group's process for allocating seats of the Global Fund Board to public donor constituencies, consistent with the Global Fund Bylaws:

- Article 7.1: the Global Fund Board consists of... Eight representatives from [public] donors; and ... One representative of the public donors which are not part of a voting donor constituency but have each pledged a contribution of at least \$10 million in the current replenishment cycle.
- Article 7.2: Each group mentioned in Article 7.1 of these Bylaws will determine a process for selecting its Board representation, with reference to the minimum standards for selecting Board Members and Alternate Members that may be established from time to time by the Board.
- Article 7.2: Board Members will serve as representatives of their constituencies.

2. Principles

This framework is guided by the following principles:

- Public donor constituencies may consist of either a single or several donor countries.
- No public donor may be a member of both an implementing constituency and a donor constituency.
- Public donors are encouraged to group together in multi-country constituencies.
- Donor countries wishing to participate in the governance structure of the Global Fund are required to commit to the principles, shared values and good governance of the Global Fund.
- New public donors are encouraged to enter the governance structure of the Global Fund through the pathway of the non-voting public donor constituency.
- A public donor country can achieve voluntary membership of an existing public donor voting constituency at any time through a process of negotiation and mutual consent, based on the principle of like-mindedness.
- Guaranteed membership of a public donor voting constituency is dependent on:
 - A commitment to the principles of the Global Fund Framework
 - A minimum threshold of past and current contributions and/or pledges to the Global Fund.
- Each constituency is responsible for the overall running of the constituency according to the Global Fund Bylaws and Board Operating Procedures and may internally delegate or rotate Board member and alternate Board member representation.

3. Eligibility

3.1 Joining the Non-voting Public Donor Constituency

Any public donor country, not yet accommodated within a donor constituency, which pledges at least USD10 million in the current replenishment cycle is eligible to join the non-voting public donor constituency. Having been accepted into the Global Fund governance structure through membership of the Non-voting Public Donor Constituency, individual public donor countries will be eligible to join the Donor Group as soon as the first tranche of their replenishment cycle pledge has been paid to the Global Fund.

3.2 Joining a Public Donor Voting Constituency

There are two ways for a public donor country to join a public donor voting constituency:

1. By voluntary integration into a voting constituency; or
2. By attaining and exercising the right to join a voting constituency

The right of a public donor to join a voting constituency will be based on minimum requirements for both its financial contribution and its commitment to the principles contained in the Framework Document of the Global Fund:

- 3.2.1. Commitment to principles of the Global Fund Framework – Public donors wishing to join a voting constituency will be required to sign a Declaration of Commitment detailing their intention to adhere to the principles of the Global Fund, including its shared values, as well as the Global Fund Board governance requirements.
- 3.2.2. Voluntary integration into a voting constituency - Public Donors that have committed to the Global Fund principles can be voluntarily accommodated at any time into a voting constituency, through a process of negotiation and mutual consent based on the principle of like-mindedness. This is the preferred mechanism for new donors to be accommodated into a voting constituency. There is no financial threshold for a country to be voluntarily integrated into a voting constituency. Adherence to the requirements of clause 3.2.1 above is considered the minimum criterion to be used in the determination of like-mindedness.
- 3.2.3. Guaranteed integration into a voting constituency – Following its admittance to the non-voting public donor constituency, a public donor providing a combined contribution of at least USD200 million over two consecutive replenishment cycles, with a minimum of USD50 million contributed in the first replenishment cycle and the balance to make up a combined total of USD200 million or more pledged in the second replenishment cycle, will be guaranteed integration into one of the existing Public Donor Voting Constituencies, from the first Board meeting in the first year of the second replenishment cycle.
- 3.2.4. For any new donor that attains the right to join an existing Public Donor Voting Constituency, that allocation will first be discussed by the Donor Group with a view to reaching consensus on the most appropriate constituency placement. If the Donor Group fails to reach a consensus view, then the new qualifying donor will be allocated to the Public Donor Voting Constituency with the lowest public donor share.

4. The Public Donor Voting Constituency Allocation Process

4.1 Calculating Donor Shares

The share of each public donor constituency will be calculated based on the contributions of all public donors who are eligible to be in a Public Donor Voting Constituency, whether they be single countries or organised into groups of countries. Donor shares are calculated based on weighted annual contributions as follows: 50% weighting of the current replenishment¹ + 30% weighting of actual contributions for the three years prior to that + 20% weighting of actual contributions for the three years before that.

4.2 Sequential Process to Allocate Board Seats to Public Donor Constituencies

- 4.2.1. Public donor voting constituencies may get a seat at the Global Fund Board depending on the sequential process described below:
- 4.2.2. Any eligible constituency with a donor share of 12.5% is guaranteed a donor seat at the Global Fund Board.
- 4.2.3. The sum of remaining constituency donor shares is then divided by the number of remaining public donor voting seats of the Global Fund Board. This figure is the new threshold. Any constituency meeting the new threshold is granted a seat at the Board.
- 4.2.4. If no constituency meets the threshold, then the constituency closest to the threshold is granted a seat at the Board².
- 4.2.5. No constituency will be eligible for a seat at the Board if its share is less than 6%. In instances where there are not sufficient constituencies meeting the 6% threshold to fill all 8 public donor voting seats of the Board, then the constituency closest to the 6% threshold is granted a seat, or the Donor Group will work to facilitate the realignment of constituencies.
- 4.2.6. If required, the sequential process described is repeated until all public donor voting seats of the Board are allocated.

5. Timing of the Allocation Process

The provisions of this section assume that there will be GFATM replenishment periods of three years. If that is no longer the case the Donor Group will revise this section.

The process described in section 4.2 shall take place once every three years, during the first year of each replenishment period (on or about March 15), so that the eight public donor voting seats of the Global Fund Board are allocated to constituencies prior to the spring Board meeting of the Fund.

Eligible donors who are not in a constituency may join an existing constituency by mutual consent of the donor and the existing constituency at any time and need not wait for the next allocation process.

¹ For the current replenishment, the amount provided in cash shall be weighted at 100% and amounts pledged but not yet paid in the replenishment period will be weighted at 80%. For public donors that do not pledge, the Secretariat estimates of future contributions in the replenishment period will be used.

² *Example: Suppose that in the first stage there is one public donor constituency, which has a share higher than 12.5% and suppose the share of that constituency totals 33%. Then the total of the shares of the remaining donors will be 67%. This is divided by the number of remaining seats (namely 7). This produces a new threshold of 9.57%. If 3 constituencies meet this threshold with a combined total of 32%, then the next threshold is $(100-33-32)/4 = 8.75\%$. This process is repeated until all 8 public donor voting seats have been allocated.*

6. Changing Constituencies Between Allocation Processes

Eligible donors may move from one constituency to another constituency provided that:

- (a) The constituency to which the donor is moving consents to the addition; and
- (b) The donor has provided at least 3 months written notice to the members of the constituency that it is leaving.

Due to the departure of one or more donors, the share of a constituency could fall below the minimum threshold as set at the most recent allocation process. In this case the constituency may continue to hold its seat at the Board if the next allocation process is less than 12 months away. If not, then the constituency has 12 months to bring in new members or increase donations if it is to retain its seat until the next allocation process.

7. Accommodating Multi-Donor Constituencies

Badges: Donors have a collective responsibility to accommodate donor constituencies with a large number of country members. To this end, constituencies which do not require all the badges they have been allotted are encouraged to provide badges to the more populous constituencies.

8. Review

This framework will be reviewed every three years, during the second year of any replenishment cycle, in order to ensure that it meets the intended purposes of attracting new donors as well as recognizing the long-term interests of traditional donors, whilst contributing to the successful governance of the Global Fund and preserving its values.

DECLARATION OF COMMITMENT OF DONORS

(represented or seeking to participate in the Global Fund Governance Structure)

TO THE PRINCIPLES AND SHARED VALUES OF THE GLOBAL FUND

1) The Vision and Mission of the Global Fund

The Global Fund has a vision of a world free of the burden of HIV/AIDS, Tuberculosis and Malaria. Through its mission, the Global Fund raises, manages and invests the world's money to defeat and end these three diseases and strengthen health systems. This vision and mission form the basis of the Global Fund's strategy, which, inter alia, commits to and supports the attainment of the Sustainable Development Goals.

2) Principles of the Global Fund

The Global Fund has identified a number of values and principles that it believes are essential in order to carry out its mission and achieve its vision. They guide the Global Fund's decision-making processes as well as the activities it finances.³

Country Ownership

Country ownership means that people determine their own solutions tailored to their context to fight the three diseases. The Global Fund strives to support programs that take local realities and priorities into account; are based on existing national policies, strategies and partnerships; reflect national ownership; and respect country-led formulation and implementation processes.

Partnership

The only way to end the epidemics of HIV/AIDS, Tuberculosis and malaria is by working together and involving all those involved in the response to the diseases (i.e. governments, civil society, communities, affected key populations, technical partners, the private sector, faith-based organizations, and other funders) in decision- and policy-making processes. The Global Fund works with a country coordination and partnership mechanism that includes broad representation from all relevant players within the country and across all sectors of society. The Global Fund recognizes the importance of ensuring a meaningful cooperation with and participation of communities and people, particularly those infected and directly affected by the three diseases throughout the whole grant cycle.

Transparency

The Global Fund operates with a high degree of transparency in all of its work. The Global Fund fully participates in the International Aid Transparency Initiative (IATI) and supports international efforts to improve aid transparency and accountability. The Global Fund bases its work on programs that operate in a transparent and accountable manner based on clearly defined responsibilities.

Performance-Based Funding

The Global Fund raises and invests money to support programs run by local experts in countries and communities most in need and at risk. The Global Fund disburses the initial grant money once the design and specifications of a grant are complete and approved. Under the principle of performance-based funding, ongoing financing is dependent on proven indicator results, carefully monitored and verified by independent organizations in each country.⁴

³ [Global Fund Framework Document and Global Fund Overview: Principles.](#)

⁴ Remedial support may be provided to poorly performing programs when there is a clear justification.

3) The Ethics and Integrity Framework and Core Values

The Ethics and Integrity Framework of the Global Fund⁵ recognizes that the strength of the Global Fund is contained in its values, and notes that the Global Fund is guided by the following four Core Values:

Integrity

Integrity applies to the Global Fund's decision-making processes and the activities it finances, from grant programs to decisions reached by the Global Fund's Board and Committees. Working with integrity involves demonstrating transparency, impartiality, fairness, consistency and truthfulness. In order to demonstrate integrity, all individuals entrusted with Global Fund resources must act without bias.

Duty of Care

The Duty of Care represents the obligation to (i) operate in the best interests of the Global Fund; (ii) act as proper and diligent stewards of Global Fund resources; and (iii) demonstrate the highest standards of professionalism in meeting responsibilities.

Accountability

All Global Fund Officials are accountable to the organization. The Global Fund as an organization is accountable to its stakeholders, most important to people living, affected or at higher risk of HIV/AIDS, tuberculosis and malaria. Accountability also applies to those involved in the implementation of grant programs, who must act as fiduciaries of Global Fund resources. Accountability entails responsibility for one's activities and decisions. It also includes the duty to immediately inform the Global Fund of possible ethical misconduct in Global Fund operations.

Dignity and Respect

The Global Fund upholds the dignity of beneficiaries of its funding and must use its best efforts to ensure such funding does not contribute to discriminatory treatment or violation of human rights. Dignity and respect also applies to behavior within the Global Fund. In their interactions with each other, all Global Fund Officials have a responsibility to maintain an enabling environment guided by mutual respect, with an open flow of viewpoints and information.

4) Link to Global Fund Strategy

Through its strategy, the Global Fund underlines that:

- the promotion and protection of human rights and gender equality;
- the engagement of key and vulnerable networks and populations disproportionately affected by the three diseases; and
- the strengthening of community responses and sustainable health systems;

characterize its operations and are needed in order to successfully and sustainably tackle the epidemics.⁶

The Global Fund supports programs that:

- aim to address and eliminate stigmatization of and discrimination against those infected and affected by HIV/AIDS, Tuberculosis and Malaria;
- are consistent with international law, including as reflected in international agreements; and
- support public health interventions that address social and gender inequalities.⁷

⁵ [Global Fund Ethics and Integrity Framework](#)

⁶ [Global Fund Strategy 2017-2022](#).

⁷ [Global Fund Framework Document](#).

DECLARATION OF COMMITMENT TO THE GLOBAL FUND'S PRINCIPLES AND SHARED VALUES

As a donor to the Global Fund, which is represented or seeks to participate in the GF governance structure, [Donor] [hereafter referred to as we] understand(s) that we have a responsibility to constructively contribute to the GF's efforts to respect, sustain and advance the mission, principles, values and reputation of the Global Fund. Sharing the Global Fund's principles and values implies that we proactively engage in their spirit and internalize them in our support of the Global Fund.

We support the Global Fund's vision and mission, and are committed to uphold its reputation, act responsibly and prudently in accordance with the organization's principles, values and working modalities as articulated in the Framework Document, the Ethics and Integrity Framework and the Strategy of the Fund, as summarized above.

We strive to ensure that the Global Fund is freely able to fund and implement health activities to combat the three diseases according to internationally accepted best practice, in close collaboration with the implementing countries, in pursuit of the Global Fund's strategic objectives.

We intend to contribute actively to good governance. This includes compliance with the Global Fund's Framework Document, By-laws, Board and Committee Operating Procedures as well as the Ethics and Integrity Framework.

We understand that all individuals involved in Global Fund governance are expected to comply with the Global Fund's Code of Conduct for Governance Officials.

By the signature below, [Add Name of Country/Donor] accepts this Declaration of Commitment.

Name: _____ Capacity: _____ (duly authorised)

Signature: _____ Date: _____

Optional further Information

The following examples/information describe(s) how our global health activities align to the Global Fund's shared values and principles:

Annexes

The following items can be found in Annex:

- Annex 1: Summary of Ethics and Governance Committee Input
- Annex 2: Relevant Past Decisions

Annex 1 – Summary of Ethics and Governance Committee Input

(As reported by the Chair of the EGC to the Donor Group)

The EGC does not have an oversight role over the Donor Group processes, but welcomed the opportunity to provide feedback in advance of sharing the documents for information with the full Board at the 39th Board Meeting. Since representatives from the Implementing Group also participate on the EGC, it was helpful to get their early feedback on the documents as well. During the EGC meeting, Christoph Benn from the Donor Relations department and members of the Legal team were in attendance and able to comment.

The EGC reviewed three items related to the seat allocation methodology, including the legal requirements, the new Declaration of Commitment document that every donor should sign, and the minimum pledge requirements of USD 50 million and USD 150 million over two consecutive replenishment cycles. The Legal department confirmed that pursuant to the November 2017 Board Decision Point, donors can regulate the process by which new donors gain access to a voting seat and can decide on the need for a commitment to Global Fund principles and values, if these had been previously approved by the Board. A preliminary analysis of the Declaration of Commitment indicates the need for further fine-tuning, but overall the commitments outlined seem to align with Board approved principles and values. The EGC recommended that the Declaration be signed by all donors, not just new donors to the Fund.

With regards to the minimum pledge requirement of USD 50 million and USD 150 million over two consecutive replenishment cycles, the EGC acknowledged that the amounts were up to the Donors to decide. Christoph Benn expressed that barriers to join a voting seat should be minimized to attract more donors who generally start out with small contributions that increase over time. The EGC agreed that the methodology should consider the preferences of the current large and consistent donors to the Fund, and new donors should be welcomed through the preferred modality of voluntary accommodation based on like-mindedness. But if that is not possible, having a process that clarifies when new donors would have access to a voting seat is helpful. The EGC also encouraged Donors to strongly consider multi-donor constituencies in order to distribute the limited donor seats fairly among the many countries that donate to the Fund.

The EGC has reviewed the Declaration and agreed that if the Donors find it helpful, it could be used with a recommendation that all donors should be asked to sign the document. There was also a discussion on requiring all constituencies to sign the Declaration as opposed to members of the Donor Group only. The EGC could review this at its next meeting as part of the broader process to formalize Board membership. Perhaps, a similar Declaration could be incorporated as part of the general Board Member onboarding process.

The EGC also adopted a recommendation to the Board to create a new seat on the Strategy Committee for the non-voting members of the Board. This new seat will not be earmarked for new donors but be accessible by all non-voting Board members. However, as the Committee nomination process is currently underway (and will be completed by the time the new seat is established), the new seat will likely be filled by a new donor during the upcoming term.

Annex 2 – Relevant Past Decisions

Relevant past Decision Point	Summary and Impact
GF/B38/DP05: Integration of Additional Public Donors into the Global Fund Governance Structure and Amendment of the Global Fund Bylaws (November 2017) ¹	Amends the GF Bylaws to create a non-voting public donor constituency; requests the Secretariat to invite public donors who are not members of a voting constituency, but have pledged at least \$10 million in the current replenishment, to join this new non-voting donor constituency; requests the Donor Voting Group to report on a revised process for public donor seat allocation, which will ensure that new public donors who commit to the principles in the Framework Document and contribute/pledge more than a defined threshold amount for two consecutive replenishment periods, will be integrated into a voting public donor constituency.

¹ [Decision Point GF/B38/DP05 Integration of Additional Public Donors into the Global Fund Governance Structure](#)