



# Global Fund Advocates Network Asia-Pacific Steering Committee Terms of Reference

## Table of Contents

A. Background .....	1
B. Purpose .....	1
C. Composition, Criteria and Term.....	1
D. Roles and Responsibilities .....	2
E. Selection, Renewal and Termination.....	4
a. Selection.....	4
b. Renewal.....	4
c. Termination .....	5
F. SC Meeting Procedures .....	5
a. Frequency and Timing.....	5
b. Decision Making and Quorum .....	5
c. Agenda and Minutes.....	6
d. Reflection.....	6
G. Remuneration and Expenses .....	6
H. Confidentiality .....	6
I. Conflict or Duality of Interest.....	7
Annex 1 - Matrix for selecting SC Members .....	8
Annex 2 - What is a Conflict or Duality of Interest.....	9
Annex 3 - Conflict or Duality of Interest Declaration Form .....	10

## A. Background

The [Global Fund Advocates Network Asia-Pacific](#) (GFAN AP) was founded<sup>1</sup> with the support of the Communities Delegation to the Board of the [Global Fund to Fight AIDS, Tuberculosis and Malaria](#) (Global Fund) and the [Global Fund Advocates Network](#) (GFAN) and supported by the [Asia Pacific Network of People Living with HIV](#) (APN+) and the 7 Sisters Network through a meeting held on 9 and 10 April 2014 in Bangkok, Thailand. This meeting identified and reiterated the need for a more consolidated and concerted effort on Global Fund-related advocacy and lobbying by communities and civil society networks in the Asia-Pacific region and resulted in the establishment of GFAN AP.

**WHO WE ARE:** GFAN AP is an advocacy platform of HIV, Tuberculosis and malaria community and civil society in the Asia-Pacific region. GFAN AP supports advocacy for a fully resourced Global, increased and sustainable domestic resource mobilisation for health, and equitable, people-centred, human rights-based and gender-transformative inclusion of HIV, TB and malaria responses within Universal Health Coverage (UHC).

**VISION:** All people in the Asia-Pacific living with, affected by and/or vulnerable to HIV, TB and malaria can access quality and equitable health care and services as part of Universal Health Coverage.

**MISSION:** Supporting the coordination, convening, and mobilisation of community and civil society organisations to advocate for a fully resourced Global Fund that ensures access to quality and equitable healthcare as part of Universal Health Coverage for all people - living with, and affected by, and/or vulnerable to HIV, TB and malaria.

GFAN AP operates through a [Theory of Change](#)<sup>2</sup>, that aims to bring about *increased contributions* to the Global Fund; *increased and sustainable domestic financing* in Asia-Pacific; and *strengthened advocacy* in Asia-Pacific.

## B. Purpose

The GFAN AP Steering Committee (SC) works to support the GFAN AP Secretariat (Secretariat) in fulfilling its mission and strategies as volunteer experts providing advice, support and oversight. It does this in a collaborative way working with the Secretariat and the fiscal host.

## C. Composition, Criteria and Term

### Composition

The SC will comprise seven voting members and two ex officio members - the Regional Coordinator and a representative of the fiscal host. Observers may be invited to join SC meetings, either in full or to specific sessions, as determined by the SC.

The SC will elect from among its members a Chairperson and a Vice-Chairperson.

GFAN AP aims to reflect diversity and balance of age, experience and gender across the SC membership, as well as appropriate representation of community experts from the Asia-Pacific. The SC membership will comprise of:

- An advocate from each of the three diseases: HIV, Malaria and TB;
- At least one advocate from regional key population-led networks;
- One national partner from a high-income donor country; and
- At least two national partners from recipient countries.

---

<sup>1</sup> [History](#) of GFAN AP. Accessed 29 October 2023.

<sup>2</sup> The Theory of Change was endorsed by the GFAN AP Steering Committee in 2021.

Recognising that SC members may have multiple identities, a matrix<sup>3</sup> will be used during the selection process to ensure balance and representation is maintained within the SC.

### Criteria

Individuals wishing to be considered to join the SC will need to:

- Be based in the Asia-Pacific region;
- Submit an Expression of Interest (EOI) in response to the open call on the GFAN AP platform;
- Be nominated by a community-led or key population-led organisation or network or other civil society organisation in the Asia-Pacific region that actively engages on Global Fund advocacy and/or implementation and that shares the vision, mission and values of GFAN AP;
- Have participated actively in GFAN AP activities and/or campaigns in the last three years;
- Have a commitment to working with and for key and vulnerable populations on Global Fund Replenishment and related advocacy and activities;
- Have experience within the health, human rights or sustainable development fields; and
- Fluency in English as the working language of GFAN AP.

### Term

SC members will serve an initial term of two years, with renewal for a maximum of two additional terms, the maximum term of office being 6 years. A selection process will be held every two years when two or three SC members will rotate off the SC.

The Chairperson and Vice-Chairperson will each serve a maximum of four years over two terms, the SC will hold an election at the end of the office bearers second term, or before, if they stand down.

## D. Roles and Responsibilities

The GFAN AP SC members commit themselves to functioning in a way that creates and extends opportunities for GFAN AP by **supporting Community and Civil Society Advocacy** for the Global Fund; **contribute** towards political discourses/platforms that shape health policies; and **supporting communications** efforts, activities/campaigns by the GFAN AP Secretariat.

### The SC is expected to fulfil the following roles:

- Support the vision, mission, strategies and actions set out in GFAN AP Theory of Change.
- Support the alignment of GFAN AP and its partners in strategies and actions.
- Provide guidance and advice to the GFAN AP Regional Coordinator and Secretariat when required.
- Provide guidance, advice and active support for GFAN AP resource mobilisation when required.
- Review and endorse annual budgets and quarterly financial reports.
- Support the development of annual workplans and review and endorse six monthly progress reports.
- Participate in ad hoc working groups, as required.
- Review GFAN AP Terms of Reference for SC members, Secretariat and Fiscal Host at regular intervals.
- Participate in the recruitment and annual performance reviews of GFAN AP Regional Director, and the recruitment of other Secretariat staff when required.
- Provide guidance, advice and active support for the implementation of Global Fund-related advocacy and platform activities.

---

<sup>3</sup> See Annex 2 for the Matrix for Selecting SC Members

SC members are expected to maintain regular communication with other SC members and the Regional Coordinator, and to actively participate in quarterly virtual SC meetings and an annual meeting, and ad-hoc working groups that fall within their area of expertise to enable them to meet their responsibilities set out below.

**SC members have the following responsibilities:**

- i. **Strategic Direction and Policy Setting:**
  - Ensure reflection and analysis of GFAN AP impact to inform strategic direction.
  - Review and guide the strategic direction of GFAN AP.
  - Review and inform the priorities identified by GFAN AP on an annual basis.
  - Review funding proposals submitted to donors to support the implementation of GFAN AP Theory of Change.
  - Develop, review and update GFAN AP policies that are not covered by the fiscal host policies that have been adopted by GFAN AP.
- ii. **Oversight of annual budget, workplan and reporting:**
  - Support the development of and approve annual budget and workplan.
  - Review and endorse quarterly financial management reports and annual accounts.
  - Review and endorse six-monthly workplan implementation reports.
  - Support the development of and endorse the GFAN AP annual report.
- iii. **Accountability:**
  - Participate and support information sharing across the platform and with constituencies.
  - Attend SC meetings, contribute to decision-making and review and approve minutes of face-to-face and virtual SC meetings.
  - Maintain regular communications with the Secretariat.
  - Provide written updates to the Secretariat and SC if attending meetings and events as a representative of GFAN AP.
- iv. **Human Resources**
  - Participate and support the annual performance review of the GFAN AP Regional Coordinator.
- v. **Ad hoc working groups:**
  - Participate in and support ad-hoc working groups established from time to time, in line with SC members expertise.

**Roles and responsibility of Chairperson and Vice-Chairperson**

In addition to the GFAN AP SC roles and responsibilities outlined above, the Chairperson will be required to work closely with the Regional Coordinator to ensure that the SC are kept informed about GFAN AP activities, campaigns and finance through quarterly meetings and written updates if required between meetings.

If the Chairperson is absent for more than two weeks, the Vice-Chairperson shall assume the roles and responsibilities of the Chairperson during their absence. The term of both Chairperson and Vice-Chairperson is specified above, and is for a maximum of four years.

**The Chairperson’s responsibilities include:**

- Providing the Regional Coordinator with both supervision and support on a regular basis and undertake an annual performance appraisal;
- Ensuring SC virtual meetings are held on a quarterly basis, and face-to-face meeting are held on an annual basis, if funding is available;
- Approving meeting agendas and ensuring agendas and papers are sent out to all SC members in advance – ideally one week;

- Facilitating SC meetings and ensuring SC members are aware of any issues that are to be treated as confidential, and that all SC members are aware of the need to declare any conflict of interest or changes in conflict of interest that may arise throughout their term;
- Approving meeting minutes and ensuring minutes are sent out to all SC members – ideally within two weeks of the meeting, and monitoring follow up actions are concluded;
- Reviewing and approving funding proposals and donor reports;
- Acting as the focal point GFAN AP Secretariat and fiscal host to engage with the SC; and
- Acting as a spokesperson for GFAN AP to external stakeholder, when required.

## E. Selection, Renewal and Termination

### a. Selection

SC Members will be selected through an open call for EOIs across the GFAN AP platform *every two years* from individuals who have participated actively in GFAN AP activities and/or campaigns in the last three years and who are representing a community-led, key population-led organisation or network and/or other civil society organisation in the Asia-Pacific region that actively engages on Global Fund advocacy and/or implementation and that shares the vision, mission and values of GFAN AP.

The call for EOI, will highlight any gaps in the balance, diversity, experience and representation in the SC, and encourage individuals and organisations from underrepresented constituencies to submit an EOI to strengthen the expertise and representation within the SC.

The schedule for the bi-annual open call will be determined by the SC and the call will be sent out by the GFAN AP Secretariat, with at least four weeks’ notice for EOIs to be received by the Secretariat.

EOIs should include:

- Details of how the individual meets the SC criteria;
- Confirmation that they have the full support of their organisations to take on the roles and responsibilities set out in this ToR;
- How the individual’s membership in the SC will contribute to the diversity and balance of age, experience and gender as well as appropriate representation of community experts as specified in the composition section above; and
- Declare any potential conflicts of interest.

Recognising that current and potential SC members may have multiple identities, a matrix will be used during the selection process to ensure that diversity, balance and representation is maintained within the SC.

The SC and Regional Coordinator will review all EOIs received using the SC selection matrix [Annex 1] and will determine who will be invited to join the SC.

### b. Renewal

The SC should seek to ensure it retains continuity and institutional memory through SC members seeking renewal of their membership of SC (within the maximum of two additional terms), while at the same time opening opportunities for fresh perspectives, new energy and emerging leaders to join the SC. The following schedule would allow for continuity and institutional memory as well opening opportunities for others to contribute.

Year	SC Members	Renewals/Recruitment
2024	xxx	2 renewals & 5 new members
2025: Global Fund Replenishment	xxxxxxx	
2026	xxxxxxx	4/5 renewals & 2/3 new members

2027	xxxxxxx	
2028: Global Fund Replenishment	xxxxxxx	4/5 renewals & 2/3 new members
2029	xxxxxxx	
2030	xxxxxxx	4/5 renewals & 2/3 new members

SC members seeking to renew their term on the SC should inform the SC Chairperson and Regional Coordinator at least two weeks before the call for EOI is sent out. If there are more than five SC members seeking renewal, then the longest serving SC member will be requested to rotate off the SC.

The names of SC members whose terms are renewed will be added into the SC selection matrix to enable the Secretariat to identify gaps in diversity, balance and representation that need to be highlighted in the call for EOIs.

### c. Termination

SC members wishing to terminate their membership of the SC, may do so at any time and should provide the Chairperson and the Regional Coordinator with at least four weeks' notice.

SC members who do not wish to renew their term on the SC should inform the SC Chairperson and Regional Coordinator at least two weeks before the call for EOI is sent out to enable the Secretariat to identify gaps in diversity, balance and representation that need to be highlighted in the call for EOIs.

SC members will be considered for removal by the SC if they do not:

1. Maintain regular communication with the SC Chairperson, other SC members and the Regional Coordinator for a period of three months without informing the SC Chairperson and Regional Coordinator of as planned absence;
2. Attend two SC meetings in a row without submitting apologies to the SC Chairperson and the Regional Coordinator; and
3. Breach the SC code of conduct or fail to declare a conflict of interest.

The SC member will be informed in writing that the SC are considering a motion to remove them from the SC and given an opportunity to challenge their removal.

The removal of an SC member will require a majority of SC members voting in favour of the motion to remove.

The SC member will be informed in writing of the outcome and reason for their removal.

**The decision of the SC is final.**

## F. SC Meeting Procedures

### a. Frequency and Timing

GFAN AP will endeavour to hold all face-to-face meetings to coincide with a regional convening that a number of SC members are likely to be attending, to try and minimise cost. SC Members are encouraged to seek funding to support their participation at face-to-face meetings.

Funds permitting, the SC will meet face-to-face at least once a year, with regular virtual meetings at least once per quarter. More frequent virtual meetings may be needed around key events and campaigns for SC members engaged in planning the events and campaigns and for SC members who join any of GFAN AP as-hoc working groups.

### b. Decision Making and Quorum

The SC seeks to make decisions by consensus whenever possible. If a consensus cannot be reached, a vote will be called and decision made by a simple majority of SC Members voting in favour.

The SC will be considered quorate if a majority of SC members are present.

### **c. Agenda and Minutes**

The SC Chairperson and the Regional Coordinator will prepare and circulate the draft agenda for all face-to-face and virtual SC meetings, at least one week prior to the meeting.

Face-to-face and virtual SC meetings should open with a reiteration of GFAN AP's confidentiality policy and code of conduct and in doing so provide an opportunity for SC members to notify the SC Chairperson and Regional Coordinator of any new conflicts of interest that may have arisen since the last meeting.

The GFAN AP Secretariat will be responsible for taking minutes of all face-to-face and virtual SC meetings, draft minutes will be sent to the SC Chairperson and the Regional Coordinator for review within two weeks of the meeting. The draft minutes of SC meetings should be reviewed and sent out to all SC members within one week of the Chairperson and Regional Coordinator receiving the initial draft minutes. SC members will have two weeks to review and approve the minutes.

SC approved minutes, or a summary of discussions and decisions, will be shared across the GFAN AP platform within one week of the minutes being approved.

### **d. Reflection**

The SC Chairperson and Regional Coordinator should ensure that at least half a day of any face-to-face meeting is set aside on the agenda to enable to SC to reflect on the impact of GFAN AP in the previous year and to have a conversation on whether GFAN AP is on the right track or does it need to consider new directions.

## **G. Remuneration and Expenses**

GFAN AP SC members work on a voluntary basis and will not receive remuneration for their role as SC members.

SC members and/or their sponsoring organisations must have adequate access to resources necessary to fulfil their responsibilities, including email and internet access, laptop or tablet and mobile phone, software to join regular teleconferences etc.

GFAN AP will cover SC members expenses for attending SC meetings according to the GFAN AP travel policy, and will seek to minimise costs by organising SC meetings back-to-back with other regional convenings that SC members are likely to be attending.

When funding is available to support GFAN AP representatives attending regional or global convenings to represent GFAN AP – travel and associated costs will be covered. This includes but is not limited to SC members as GFAN AP platform representatives will also be considered as potential representatives of GFAN AP at regional and international convenings.

## **H. Confidentiality**

SC members will routinely review documents, including financial documents, prepared by the GFAN AP Secretariat and the fiscal host. All formal and informal correspondence, files and other material related to the GFAN AP documents received – unless explicitly stated – are to be considered strictly confidential and SC members are expected not to utilise, disclose or share the information contained in them in any other context or with any persons outside of GFAN AP SC, Secretariat or the fiscal host.

SC meeting minutes and follow up actions will as a matter of transparency be shared across the GFAN AP platform, but will not contain confidential or restricted sensitive information such as human resource information, line-by-line budget information, or comments attributed to individual SC members.

## I. Conflict or Duality of Interest

SC members should seek to avoid situations in which they are in a position of conflict or duality of interest with GFAN AP that may be actual, potential or perceived.

All SC members have a duty to maintain the integrity of the SC decision-making processes by ensuring that they, and other members of the SC, disclose all conflicts of interest that may be actual, potential or perceived. These may relate to financial and/or non-financial interests.

All SC members will be required to sign a conflict or duality of interest declaration on an annual basis.

SC members are individually responsible for declaring any and all conflict or duality of interest that may arise at any point during their term in the SC, or during a SC meeting prior to any agenda item where they may have an actual, potential or perceived conflict or duality of interest being discussed. Should the SC consider there to be an actual conflict or duality of interest then the SC member will be asked to excuse themselves from the discussion on that agenda item. The declared conflict or duality of interest, the discussion around whether there is a conflict or duality of interest and the SC decision must be recorded in the minutes of the meeting.





## Annex 2 – What is a Conflict or Duality of Interest

As an advisory body, SC members are responsible for self-identifying actual, potential or perceived conflicts or duality of interest, and seeking through discussion with Chairperson and other SC members to determine whether the conflict or duality of interest requires any action, and what action is appropriate for the situation.

While the situations in which actual, potential or perceived conflict or duality of interest cannot be exhaustively set out, conflicts generally arise or are seen to exist in the following types of situations:

When an SC member has organisational or personal transactions with GFAN AP such as:

- when a SC member is employed by or sits on the governing or advisory body of another organisation that has financial ties to GFAN AP.
- when a relative or member of the same household as the SC members is employed by or sits on the governing or advisory body of another organisation that has financial ties to GFAN AP.

When SC members seek to influence decisions motivated by self-interest or other improper purposes. As SC members, each SC member must act solely in the best interest of GFAN AP even if this conflicts with the interests of the individual or of an organisation they are employed by or otherwise could be seen as a representative of, such as:

- when a SC member seeks to influence a decision that will benefit them directly through giving them an opportunity or advantage that belongs to the organisation.
- when a SC member fails to disclose information that is relevant to a vital aspect of GFAN AP's operations.

A SC member may be in a position where there is a conflict of duties such as serving on the governing or advisory body of two organisations that are competing or transacting with one another. While recognizing that most SC members are associated with several organisations who work closely together, where the SC determines there is a conflict or duality of interest, the SC member should consider recusing themselves from one or another organisation.

## Annex 3 – Conflict or Duality of Interest Declaration Form

Please provide all information requested, dated with your signature, and return by email to [admin@gfanasiapacific.org](mailto:admin@gfanasiapacific.org).

I, \_\_\_\_\_, have read the description of conflict or duality of interest and feel that:

- I do not have any relevant relationships to disclose
- I have a relevant relationship, such that my participation in the SC could represent or be perceived to represent a conflict or duality of interest in whole or in part.

I therefore declare that:

- I have no relationships to disclose.
- I have a relationship with an organisation, which I have disclosed on the attached page.

It is my understanding that this information will be retained in the files of GFAN AP and will be available for review by SC members, the Regional Coordinator and others who have a legitimate interest in reviewing SC members declared conflicts or duality of interest.

I further understand that this information may be shared with GFAN AP's fiscal host, INPUD, for the proper execution of their legal, financial and administrative responsibilities.

I acknowledge that it is my responsibility to ensure that my disclosure information is current and complete and to update my disclosure records throughout the year if my relevant relationships change.

Signature:

Date:

Name/Title: