



Summary of the minutes of Board meeting #18

Videoconference

13 June 2022 – 13.30-16.30PM (BST)

Board members

- Jane Halton, Chair of the Board
- Cherry Kang, Christian Medical College Vellore, Vice-Chair of the Board
- Anita Zaidi, Bill and Melinda Gates Foundation
- Nisia Trindade Lima, Oswaldo Cruz Foundation
- Veronika von Messling, Federal Ministry of Education and Research
- David Reddy, Medicines for Malaria Venture
- Rajeev Venkayya, Aerium Bio
- Ichiro Kurane, Ministry of Health Labour and Welfare, Japan
- Rizka Andalucia, Ministry of Health of the Republic of Indonesia
- Cyrus Ardalan, (non-executive roles inc. Chairman of OakNorth Bank, Trustee of the Charities Aid Foundation (CAF))
- Samba Sow, Center for Vaccine Development – Mali
- Githinji Gitahi, Amref Health Africa (13.30-14:45pm)

Non-voting members

- Richard Hatchett, *CEO CEPI*
- Peggy Hamburg, *JCG Chair (13.30-14.30pm)*
- Juan Pablo Uribe, World Bank (13.30-14.45pm)

Apologies

- Emmanuel Hanon (SAC Chair)
- Soumya Swaminathan, World Health Organization

Observers

Investors council

- Canada: Michael Torunian
- Finland: Outi Kuivasniemi
- Gates Foundation: Hannah Cameron
- Germany: Martin Voss
- Indonesia: Lucia Rizka Andalucia
- Italy: Eugenia Palagi
- Norway: Daniel Hirsch
- UK: Sarah Legrand
- USAID: Tracey Goldstein
- Wellcome Trust: Charlie Weller (IC chair)

Management:

- Daniel Nelki
- Fernando Pons
- Ingrid Kromann
- Joseph Simmonds-Issler
- Mads Høgholen
- Magnus Holme (Closed Session)
- Melanie Saville
- Nicole Lurie
- Samia Saad
- Zesanatt Pequeno

Opening

Jane Halton opened the meeting, and:

- Noted for the record that John Nkengasong had resigned from the CEPI Board given his new role leading PEPFAR. His role on the Board was filled as part of the recent appointment of new Board members.
- Formally thanked the departed Board members, and welcomed all new Board members, and the new CEPI Chief Operating Officer.

The new members introduced themselves:

- Dr L. Rizka Andalucia, Director-General for Pharmaceutical and Medical Devices at the Ministry of Health of the Republic of Indonesia, as Board voting member (investor).
- Mr. Cyrus Ardalan, Chairman of OakNorth Bank, Trustee of the Charities Aid Foundation (CAF), and a senior adviser at Alvarez and Marsal, as Board voting member (independent)
- Dr Githinji Gitahi, Group Chief Executive Officer, Amref Health Africa, as Board voting member (independent).
- Professor Samba Sow, Director General of the Center for Vaccine Development – Mali (CVD-Mali) and former Minister of Health for Mali, as Board voting member (independent).
- Noted that minutes for the April and June 2022 Board meetings would be shared offline for review, and once approved the physical signature would be delegated to the Chair and Vice Chair.
- Requested and noted new declarations of interest.

Investor Council report: Charlie Weller provided a summary from the CEPI Investors Council (IC). She noted:

- The IC met on 10 June and discussed the Board papers: expressing positivity that the materials were receptive to Board feedback in April, interest in the process of internal consolidation that would be undertaken, and asked about the impact of inflation on CEPI finances.
- CEPI Management have asked investors to support fundraising, with a focus on countries yet to pledge, high net worth individuals, and philanthropies.
- The IC is looking at its governance. The IC is self-governing, but the Terms of Reference are approved by the Board. Three key areas will be reviewed towards December: interface between investors and the Board; rules for investor council election processes; membership of the IC, including clarity on voting and observer members.

The Board Chair expressed willingness to engage with the IC Chair as the work progresses.

CEO update: Richard Hatchett provided opening remarks noting:

- There are a series of overlapping, dynamic, and linked factors facing CEPI: COVID-19 is transitioning to being endemic, discussions are ongoing about transitioning the ACT-Accelerator, COVAX, and moving to routinised immunisation; and wider and stacked crises relating to inflation and economics, to food shortages, war, and migration.
- CEPI has grown rapidly as an organisation over the last two years, in an often organic way. To manage this, the organisation is focusing on preserving the CEPI culture, preventing bureaucratisation and loss of agility, and ensuring CEPI is rightsized.
- There are emerging opportunities for CEPI, in the wider environment and preparedness and response architecture, and to partner with e.g. the private sector in new ways.
- Gratitude to the Board for the guidance given. CEPI Management see this as an opportunity to take a tactical pause, reflect, consolidate the programme on the organisation, and ensure CEPI is in a strong place to proceed with the initial priorities.

The Board thanked the CEO for the paper, introduction, and expressed gratitude the feedback had been clearly heard and internalised.

Item 1: Programming: Melanie Saville provided an overview of CEPI’s approach to programming, noting:

- The current status of CEPI’s portfolio, the focus areas, and how CEPI considers probability of success and investment levels.
- Management conducted a prioritisation exercise since the last Board. As part of the ongoing prioritisation, the SAC will meet in July and there will be an annual portfolio review in November 2022.
- Long term strategic partnerships, as well as programmatic partnerships, are important to explore
- Melanie noted three additional areas for Board approval for 2022: animal models work, clinical trial protocols, and clinical site readiness.

- Enabling sciences provide tools to accelerate vaccine development and deployment, to de-risk CEPI's investments, and to build sustainable networks for preparedness and response. Melanie outlined how work in enabling sciences supports the CEPI R&D objectives for Lassa and Nipah.

For CEPI, there are two main avenues of partnership: firstly, exploring how to leverage and focus funding from like-minded institutions such as the Biomedical Advanced Research and Development Agency (BARDA), Strategic Centre for Biomedical Advanced Vaccine Research and Development for Preparedness and Response (SCARDA), European Health Emergency Preparedness and Response Authority (HERA), Toscana Life Sciences; and secondly partnership with industry partners and seeking to coordinate efforts and maximise benefits including for CEPI's mission. Richard noted such partnerships will be bespoke, and require discussion with the CEPI Equitable Access Committee and Board to think about CEPI's comfort, governance, and objectives.

Richard Hatchett outlined over time how the US Biomedical Advanced Research and Development Authority (BARDA, a former employer) developed an analogous approach which went beyond products and focused on platforms and portfolio partnerships.

Key points in discussion:

- CEPI's Scientific Advisory Committee (SAC) can support considering which platforms are best suited to different virus families.
- CEPI faces risk in numerous dimensions, which aggregate. At present, partner risk is a large percentage of overall risk. The SAC should assess CEPI's portfolio risk profile. It was also noted that reputational risks are critical for CEPI too.
- CEPI should ensure it leads on activities that it gets credit for, as well as those that support the system e.g. the enabling science activities. At the next replenishment funders will ask for CEPI's role in the development of vaccines.
- The critical role of preclinical models in supporting licensure for diseases with explosive outbreaks which cannot follow traditional licensure pathways.
- For manufacturing innovations, the focus could be broadened to include capability building.
- CEPI's focus on access requires working with partners and seeing the whole end-to-end space. Manufacturing is part of achieving the long-term goal, as is community engagement. CEPI should ensure it has an up-to-date view of the capabilities on the ground. It was noted that CEPI's work on Lassa offers a strong example of CEPI engaging with communities early.
- A discussion was held regarding protein subunit vaccines. They have not yet made a significant contribution against COVID-19, and rely on adjuvants if used as part of a rapid response. Nonetheless, many see a strong future role, potentially as second generation vaccines.
- The Board strongly endorsed the rearticulated focus and objectives of CEPI's enabling sciences work led by CEPI.
- When supporting clinical trials and networks CEPI should not seek to do everything, but focus on what is critical to its mission and has a focus on sustainability.
- It will be important for CEPI to be more policy-enabled, and to build its work on advocacy.

Item 2: Budget: Mads Høgholen presented the updated financial position and the revised 2022 budget for approval. He highlighted the funds CEPI enters its 2.0 strategy with, and the anticipated contributions, proposed investments, and operational expenditure in 2022. In doing so, he noted the majority of investments reflect previously approved activities, with only 13% of 2022 spend related to new initiatives launched in 2022. Mads noted the updated view of CEPI's operational expenditure reflected the previous draft, with minor changes in decreased staff and increased consultancy costs, an increased infrastructure cost due to moving offices in Oslo, and that administrative costs remained low overall. CEPI seeks to raise funds, and has stage gate reviews which give funding flexibility.

Key points in discussion:

- The importance of factoring in inflation and supply chain issues.
- Question raised: If CEPI should have a contingency fund for investments, like it does for Operational Expenditure
- A request was made to discuss t CEPI's Disease X programme and risks relating to it at a future meeting.

Resolutions: *The Board approved the 2022 budget, and noted the financial position.*

Item 3: Items to Note

Appointments to CEPI Board committees were noted:

- *To the NCDIC: Samba Sow, Anita Zaidi, Rizka Andalucia*
- *To the EAC: Githinji Gitahi, Rizka Andalucia*
- *To the ARC: Cyrus Ardalan (new Chair)*

CEPI Management will circulate revised proposed dates for the 2023 June and September Board meetings.