

Terms of Reference¹

UNAIDS Reference Group on HIV and Human Rights

(revised on the basis of discussions at the twelfth meeting of the Reference Group, March 2011)

Background

1. The UNAIDS Reference Group on HIV and Human Rights was established in 2002 to advise the Joint United Nations Programme on HIV/AIDS (UNAIDS) on all matters relating to HIV and human rights. It was initiated by the UNAIDS Secretariat, in collaboration with the Office of the United Nations High Commissioner for Human Rights (OHCHR), which serves as a permanent observer.
2. The membership of the Reference Group brings together people from the HIV and human rights community, including advocates, jurists, ethicists, people living with HIV, people working in the NGO and community sector, people working in the government sector, and academics.
3. The Reference Group is supported by a secretariat, contracted by UNAIDS, and led by a Chair or two Co-chairs.
4. In 2006, UNDP, as lead UNAIDS Cosponsor on human rights, gender, law and governance under the UNAIDS technical support division of labour, joined the UNAIDS Secretariat in co-management of the Reference Group.
5. In February 2007, at the seventh meeting of the Reference Group, the UNAIDS Executive Director decided that, under certain circumstances as described in paragraph 8 in the section on working methods and outputs, the Reference Group may speak and act publicly on its own initiative in a way which may not reflect the views of UNAIDS and is independent of UNAIDS.
6. In March 2011, at the twelfth meeting of the Reference Group, members reviewed the original objectives and activities of the Reference Group and decided on a new, more focused and shorter list of main objectives and activities.

Objectives and activities of the Reference Group

The principal objectives of the Reference Group for the period 2011-2015 are:

1. To provide UNAIDS with ongoing and practical advice on the implementation of the human rights elements of all three strategic directions in the UNAIDS 2011-2015 Strategy
2. To highlight and catalyze action by UNAIDS on pressing and neglected issues that are not adequately addressed in its Strategy
3. To keep UNAIDS abreast of emerging human rights developments at the local, national and international level that affects its work and the response to HIV

¹ Status of the Terms of Reference of the Reference Group:

- a) The Terms of Reference of the Reference Group will be circulated at each meeting for information and orientation.
- b) The UNAIDS Secretariat and UNDP reserve the right to modify the Terms of Reference to ensure that the Reference Group can best respond to the needs of the organization. This will be done in consultation with the Reference Group.
- c) The Terms of Reference will be reviewed every two years. At this time, proposals for amendments to the Terms of Reference will be invited from members of the Group, and circulated to all members with Issue Papers and other background materials for discussion at the next meeting.

Related activities that will be pursued in the fulfillment of the above objectives are:

4. To participate in the development of and/or review of UNAIDS policy, strategy and advocacy documents
5. To speak and act publicly in an independent capacity in a way which may not reflect the views of UNAIDS, after having informed the UNAIDS Secretariat and UNDP beforehand that it intends to do so and having engaged in dialogue with the UNAIDS Secretariat and UNDP on the relevant issues.

Modes of Interface with other UNAIDS Cosponsors

1. Through UNAIDS with UNAIDS functioning as liaison with the other Cosponsors on issues of human rights and gender equality
2. Through *ad hoc* invitation and attendance by Cosponsors at Reference Group meetings depending on the issue

Direct beneficiaries of the Reference Group

1. UNAIDS Secretariat and UNDP
2. Other UNAIDS Cosponsors

Indirect beneficiaries of the Reference Group

1. Governments
2. People affected by and/or living with HIV
3. Human rights organizations and institutions
4. Civil society groups engaged in the response to HIV

Membership in the Reference Group

1. Membership in the Reference Group is on the basis of invitation only by the UNAIDS Secretariat and UNDP. Membership in the Reference Group comprises experts on HIV and human rights from a broad range of fields, backgrounds and approaches. Decisions regarding membership will take into account expertise, gender balance, geographical representation, and nature and orientation of professional activities, e.g. advocacy, law, standard-setting, programming, and support. Current members of the Reference Group are welcome to suggest possible candidates with these criteria in mind.
2. Members of the Reference Group serve at the discretion of the UNAIDS Secretariat and UNDP. The UNAIDS Secretariat and UNDP reserve the right to terminate membership at any time.
3. Membership in the Reference Group is subject to rotation. It is foreseen that approximately one-fifth of the Reference Group members (i.e. three to four of the 15 to 17 members) will rotate off the Group annually. Decisions regarding appointments and rotation will be made by the UNAIDS Secretariat and UNDP, in consultation with the Chair or Co-chairs of the Reference Group. After being rotated off the Group, former members are eligible for reappointment after a separation of one year.
4. OHCHR is a permanent observer of the Reference Group.

Honorary Status

1. Members of the Reference Group serve on an honorary basis and are not compensated for their participation in the Reference Group while performing standard functions of such membership. Travel costs and per diem associated with meetings of the Reference Group will be provided.
2. On an exceptional basis, Members of the Reference Group may be compensated in the context of their participation in the Reference Group under the following criteria:
 - When requested to perform work, provide input, produce papers or presentations which extends beyond the standard activities described above and involves significant amounts of time. "Significant" does not include meeting time, and is defined as more than 5 hours a month.
 - When requested to travel so as to provide work or input on a selected issue involving time, effort and expense beyond the standard activities described above.
 - In such circumstances, all Members will be compensated at UNAIDS or UNDP remuneration rates according to output. Members will enter into a contractual arrangement with the UNAIDS Secretariat or UNDP which outlines the terms of reference, the expected outputs, the time-frame and the requirement that compensation be paid upon timely and satisfactory completion of the work. Such contracts may be subject to audit by external and internal auditors of UNAIDS.

Terms of participation

1. Members commit to active participation and engagement in carrying out the Terms of Reference of the Reference Group. This includes active and regular participation in meetings, provision of advice and insight to UNAIDS during meetings and between meetings, review of papers and products prepared in relation to the Reference Group, writing short papers/presentations for input into the meetings, and response to requests for input into UNAIDS policies and positions between meetings.
2. In their work both as Reference Group members and in their own independent professional capacity, members agree to promote and uphold human rights, gender equality, and the greater involvement of people living with HIV and other groups affected by HIV in the response. In this regard, it is expected that the knowledge and experience gained in the Reference Group will inform the professional activities of the members, which are and should remain independent of the Reference Group, just as the professional activities of the members will inform the advice and activities of the Reference Group.
3. Members participate in the group in their own personal capacity, and do not represent the organization or institution they are attached to professionally.
4. Members of the Reference Group agree to maintain confidentiality and discretion with regard to their input and activities *as members of the Reference Group*. Members should not engage in public communication *as members of the Reference Group* unless there has been prior agreement with the UNAIDS Secretariat and UNDP. Members of course are not in any way constrained in terms of their activities and statements when acting in their *own professional capacity, independent of membership in the Reference Group*.

Conflicts of interest

1. Members of the Reference Group agree to declare any conflict of interest that could constitute a real, potential or apparent conflict of interest with respect to their involvement in the work of the Reference Group. This includes conflicts that may arise in the context of relationships between members and (a) commercial entities, (b) sources of funding, e.g. governments, foundations and the UN; (c) governments; and (d) non-governmental or civil society organizations.
2. Conflict of interest means that the individual has a financial, political or other interest that could unduly influence the member with respect to her/his ability to independently carry out work associated with the Reference Group and any subject-matter being considered by the Reference Group. An apparent conflict of interest exists when an interest would not necessarily influence the individual but could result in her/his credibility being questioned by others. A potential conflict of interest exists with an interest which any reasonable person could be uncertain whether or not should be reported.
3. Any resources, other than those provided by UNAIDS/UNDP under these Terms of Reference, received and used by members to carry out work that is, or appears to be, related to the work of the Reference Group, should be declared to UNAIDS/UNDP and the Reference Group and discussed in terms of possible conflicts of interest.

Chair/Co-chairs

1. A Chair or two co-chairs of the Reference Group will be selected by the UNAIDS Secretariat and UNDP, after nominations from members. The UNAIDS Secretariat and UNDP reserve the right to change the Chair/co-chairs at any time. However, it is expected that the Chair/co-chairs will normally serve for a minimum of two years.
2. The role of the Chair/co-chairs comprises facilitating the smooth functioning of the Reference Group during and between meetings through her/his/their leadership role, including serving as a liaison between Reference Group members and UNAIDS/UNDP and/or the Secretariat, as needed.
3. The Chair or one or both of the co-chairs may engage in public communication *as chair/co-chairs of the Reference Group* and speak independently on issues related to HIV and human rights, provided the Chair/co-chairs has/have engaged in dialogue first with the Secretariat and has/have sought the agreement of the members of the Reference Group to publicly speak on a particular issue. The Chair/co-chairs must make it clear through appropriate disclaimers that s/he/they are acting, and can act, independently of UNAIDS.

Working methods and outputs

1. Reference Group members and the UNAIDS Secretariat and UNDP are expected to work in a context of collegiality, informality, mutual respect and trust, and professionalism.
2. Reference Group members are encouraged to maintain regular contact with each other, with the secretariat, and with the UNAIDS Secretariat and UNDP so as to share information, concerns and advice.
3. With regards to requests for input from UNDP and/or the UNAIDS Secretariat arising between meetings, Reference Group members should, as a general rule, have at least two weeks to respond. At the end of this period for

comment, the Reference Group secretariat will produce a compilation of responses and send the compilation to the UNAIDS Secretariat and/or UNDP, with a copy to the Chair/co-chairs of the Reference Group, within three working days.

4. The Chair/co-chairs and/or the secretariat of the Reference Group, in consultation with UNAIDS, may wish to establish sub-groups to provide input or develop papers on particular issues. Sub-groups are expected to report to the Reference Group with oral and written reports on their work.
5. Reports, issue papers and other documents prepared by or for the Reference Group are *confidential*, unless cleared by the UNAIDS Secretariat and UNDP for public distribution.
6. Where possible and appropriate, the UNAIDS Secretariat and UNDP will clear Reference Group documents for public distribution and disseminate such products through appropriate channels, such as the UNAIDS and/or UNDP web sites.
7. Attribution to the authors and the Group will be given as appropriate.
8. Whenever the Reference Group decides to issue a public statement independently of UNAIDS, all Reference Group members shall have an opportunity to provide input into the statement, usually within a two-week period. Such public statements will only be issued in exceptional cases, such as when the Reference Group feels that an issue is not being adequately addressed by the UNAIDS Secretariat, UNDP and/or co-sponsors and the Reference Group perceives a serious threat to the human rights of people living with or at risk of HIV. In such cases, the Reference Group will always attempt to issue consensus statements and recommendations. If consensus on the wording of a statement cannot be reached, majority statements will be issued and individuals can request that their disagreement with the statement or with particular aspects of the statement be expressly stated in the statement. The Reference Group will make it clear through appropriate disclaimers that it is acting, and can act, independently of UNAIDS.

Meetings

1. It is anticipated that the Reference Group meets approximately once every eight to ten months, budget permitting.
2. Meeting dates should be fixed as far in advance as possible, and not later than three months before the meeting.
3. The Issue Papers for the meeting should be circulated at least one week in advance of the meeting.
4. The secretariat to the Reference Group, in consultation with UNAIDS, will identify the recommendations and action points coming out of the deliberations of the Reference Group and circulate them for comment from Reference Group members within two weeks of the Reference Group meeting.
5. The Reference Group secretariat will circulate a draft report of the Reference Group meeting within four weeks of the conclusion of the meeting.

Agenda

1. The agenda will be developed by the UNAIDS Secretariat, working closely with the Chair/co-chairs and the secretariat and UNDP, with suggestions of Reference Group members solicited in advance by the Reference Group secretariat.

2. At the beginning of each meeting, the UNAIDS Secretariat, UNDP as applicable, and the Reference Group secretariat will provide a report on the implementation of the recommendations from the previous meeting.
3. Each meeting will include an agenda item on emerging issues that allows Reference Group members to briefly inform the group on critical issues and trends they are witnessing and/or responding to in their work.

Annex 1

Terms of Reference

Secretariat to the UNAIDS Reference Group on HIV and Human Rights

(revised on the basis of discussions at the twelfth meeting of the Reference Group, March 2011)

Status of the secretariat

1. In order to provide support to UNAIDS and the UNAIDS Reference Group on HIV and Human Rights, the UNAIDS Secretariat has selected, and will select, in consultation with UNDP, organization(s) or individual(s) to function as the secretariat to the Reference Group.
2. The organization(s) or individual(s) that is chosen as the secretariat agrees to enter into a contractual relationship with the UNAIDS Secretariat, the terms of which will be mutually concluded between the UNAIDS Secretariat and the organization or individual, in consultation with UNDP. The contract will set forth its terms, including duration, remuneration and the workplan.
3. A representative of the secretariat will also be a member of the Reference Group.
4. In its advisory role, the Reference Group may identify and suggest possible organizations or individuals to function as secretariat.

Objectives and activities of the secretariat

In consultation with UNAIDS (UNAIDS Secretariat and UNDP):

1. To facilitate regular and productive communication between members of the Reference Group and UNAIDS (UNAIDS Secretariat and UNDP), and between members of the Reference Group
2. To solicit advice and input from Reference Group members on draft UNAIDS policies, strategies and advocacy documents under review
3. To assist the Reference Group to identify emerging HIV and human rights issues, and communicate these to UNAIDS
4. To assist with the organisation of Reference Group meetings, in close consultation with UNAIDS Secretariat, UNDP and the Chair or co-chairs of the Reference Group, and solicit input from Reference Group members during the development of the meeting agenda
5. To assist with the development of background, issue or briefing papers for consideration by the Reference Group at or between its meetings
6. To assist with the development of Reference Group statements
7. To support effective follow-up of the meetings of the Reference Group, including the preparation of a summary of decisions and recommendations, and a report of the meeting
8. To assist with the development of specific outputs, for consideration of the Reference Group, including tools and products that would assist legislators, policy makers and programmers to implement rights-based responses
9. To provide support with regard to the dissemination of input, materials and resources developed by Reference Group
10. To facilitate periodic review of the modalities for the work of the Reference Group and the secretariat to the Reference Group
11. To fulfil the terms of its contract with the UNAIDS Secretariat.

Standards of conduct

1. The organization or individual that is selected as secretariat to the Reference Group is expected to act with the highest professional and ethical standards,

- to maintain confidentiality, and to act with discretion and good judgement with regard to all Reference Group activities.
2. As any member, the individual or the representative of the organization acting as Secretariat should maintain a clear line between acting in their separate and independent organizational capacity and acting as the secretariat to the Reference Group.

Conflicts of interest

1. The organization or individual that acts as the secretariat is asked to declare any interests that could constitute a real, potential or apparent conflict of interest with respect to their involvement in the work of the Reference Group or with UNAIDS. This includes conflicts that may arise in the context of relationships between the individual or organization and (a) commercial entities, (b) sources of funding, e.g. governments, foundations and the UN; (c) governments; and (d) non-governmental or civil society organizations.
2. Conflict of interest means that the organization or individual has a financial, political or other interest that could unduly influence the organization's or individual's position with respect to the role as the secretariat, ability to carry out work associated with the Reference Group and any subject-matter being considered by the Reference Group and/or UNAIDS. An apparent conflict of interest exists when an interest would not necessarily influence the organisation or individual and their actions but could result in their credibility being questioned by others. A potential conflict of interest exists with an interest which any reasonable person could be uncertain whether or not should be reported.
3. Any resources, other than those provided by UNAIDS/UNDP under these Terms of Reference, received and used by members to carry out work that is, or appears to be, related to the work of the Reference Group, should be declared to UNAIDS/UNDP and the Reference Group and discussed in terms of possible conflicts of interest.

Change of Secretariat

1. The UNAIDS Secretariat, in consultation with UNDP, reserves the right to terminate the relationship with the organization or individual selected as the secretariat, at any time, in line with the terms of the contract. However, it is envisioned that the terms of the contract of the secretariat to the Reference Group will be reviewed regularly and that the Secretariat will be selected through a process of competitive bidding.
2. In the event of a change in secretariat, the outgoing secretariat should provide all files (electronic and paper), as well as an exit report identifying what it perceives to be the strengths and weaknesses of the secretariat's working methods, key HIV and human rights challenges and opportunities for the Reference Group to address them, and any other suggestions or critiques.
3. The incoming secretariat to the Reference Group will be invited to provide a report outlining current areas of HIV and human rights work and possible complementarity with the objectives and activities of UNAIDS and the Reference Group.

Annex 2

Terms of Reference Sub-committees (or "sub-groups") of the UNAIDS Reference Group on HIV and Human Rights

Background

According to the terms of reference of the Reference Group, "[t]he Chair/co-chairs and/or the secretariat of the Reference Group, in consultation with UNAIDS, may wish to establish sub-groups to provide input or develop papers on particular issues. Sub-groups are expected to report to the Reference Group with oral and written reports on their work."

In December 2007, at the 8th meeting of the Reference Group, the group as a whole decided that, in order to increase engagement by members in-between meetings and follow-up on decisions taken at its meetings, sub-committees should be established on a small number of issues requiring follow-up by members of the Reference Group before the next Reference Group meeting.

These terms of reference aim to clarify the objectives and activities of Reference Group sub-committees. Unless otherwise specified, the terms of reference of the Reference Group regarding issues such as terms of participation, conflicts of interest, and other general areas of functioning also apply to the sub-committees.

Objectives and activities of the Reference Group sub-committees

To follow up on commitments made by the Reference Group on specific issues discussed at a Reference Group meeting by providing input into documents or processes, drafting letters or Reference Group statements, or undertaking other activities decided upon at a Reference Group meeting, as reflected in the summary of recommendations of the meeting.

Duration

Sub-committees are intended to follow up on work the Reference Group agrees to undertake at its meetings. As such, they may finish their work before the next meeting of the Reference Group. However, a sub-committee may propose at the next meeting of the Reference Group to continue its work, or the Reference Group as a whole may suggest to the sub-committee that it continue its work and suggest additional activities the sub-committee should undertake.

Membership in sub-committees

Reference Group members will be invited to join one or several sub-committees established by the Reference Group at its meetings. Reference Group members will self-select based on their expertise on, and interest in, particular issues, and their membership in sub-committees is voluntary.

Upon the recommendation of the Chair/co-chairs of the Reference Group, the Secretariat, or the Chair of a sub-committee, the UNAIDS Secretariat and UNDP may invite one or several experts who are not Reference Group members to participate in the work of a sub-committee, to enhance the capacity of the sub-committee.

Decisions regarding membership will take into account expertise, gender balance, and geographical representation.

Members of sub-committees serve on an honorary basis and are not compensated for their participation while performing standard functions of such membership. On an exceptional basis, members of a sub-committee may be compensated in the context of their participation in the sub-committee when requested to perform work that involves significant amounts of time. "Significant" does not include meeting time, and is defined as more than 16 hours a month.

In such circumstances, members may request to be compensated at UNAIDS or UNDP remuneration rates according to output. Members will enter into a contractual arrangement with the UNAIDS Secretariat or UNDP which outlines the terms of reference, the expected outputs, the time-frame and the requirement that compensation be paid upon timely and satisfactory completion of the work. Such contracts may be subject to audit by external and internal auditors of UNAIDS.

Chair

Each sub-committee will select a Chair from among the members of the sub-committee that are also members of the Reference Group.

The role of the Chair comprises facilitating the smooth functioning of the sub-committee during and between meetings through her/his leadership role, including serving as a liaison between the sub-committee and the Chair/co-chairs and Secretariat of the Reference Group and/or UNAIDS/UNDP, as needed; identifying and circulating relevant documents for the sub-committee; and providing oral and written reports about the sub-committee's work to the Reference Group and UNAIDS/UNDP.

The Chair of the sub-committee may not engage in public communication or speak independently on any issue addressed by the sub-committee.

Working methods and outputs

Sub-committees are expected to carry forward work the Reference Group agrees to undertake at its meetings by producing draft documents for broader input by all Reference Group members and finalization by the Reference Group Chair / co-chairs and Secretariat. Any draft letters, position statements, or other documents initiated by a Sub-committee will ultimately be circulated to all Reference Group members, finalized with the support of the Reference Group Chair / co-chairs and Secretariat, and be released as Reference Group documents. The contribution of the sub-committee will be acknowledged as appropriate.

Meetings

It is anticipated that sub-committees meet by telephone conference, usually no more than three times in between meetings of the Reference Group.

Agenda

The agenda will be developed by the chair of the sub-committee, with suggestions of sub-committee members solicited in advance by the chair.

Support to the work of the Sub-committees

The Reference Group Secretariat will provide support to the work of the sub-committees and will participate in its meetings. Support will include setting up conference calls, circulating draft documents to Reference Group members and UNAIDS/UNDP, and finalizing documents after input from all members has been received.