



CCM

Eswatini Country
Coordinating
Mechanism

Coordinating the
fight against
HIV, TB and Malaria



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BY-LAWS



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List of Acronyms

AIDS: Acquired Immuno-Deficiency Syndrome

CANGO: Coordinating Assembly of NGOs

CBO: Community Based Organization

CCM: Country Coordination Mechanism

CN: Concept Note

CNDT: Concept Note Development Team

CSO: Civil Society Organization

FBOs: Faith Based Organizations

GFTM: Global Fund to Fight AIDS, Tuberculosis and Malaria

HIV: Human Immuno-Deficiency Virus

HR: Human Resource

KAP: Key Affected Population

LFA: Local Fund Agent

MEPD: Ministry of Economic Planning & Development

MHUD: Ministry of Housing and Urban Development

MoH: Ministry of Health

MTAD: Ministry of Tinkhundla Administration & Development

NERCHA: National Emergency Response Commission to HIV/AIDS

NGO: Non-Governmental Organization

OC: Oversight Committee

PMO: Prime Minister's Office

PR: Principal Recipient

SNAP: Eswatini National AIDS Programme

SR: Sub-Recipient

SSR: Super Sub Recipient

SWABCHA: Eswatini Business Coalition against HIV and AIDS

SWANNEPHA: Eswatini National Network of People Living with HIV and AIDS

TB: Tuberculosis

UCD: UNAIDS Country Director

VAT: Value Added Tax

Article 1 Interpretations

- i) "The Eswatini Global Fund Coordinating Committee" shall mean the Eswatini Country Coordinating Mechanism referred to herein under as the CCM.
- ii) "Principal Recipient(s) (PR)" shall mean the entities appointed by the CCM as recipient and grant managers of funds from the Global Fund to Fight AIDS, Tuberculosis and Malaria.
- iii) "Global Fund" shall mean the Global Fund to Fight AIDS, Tuberculosis and Malaria (GFATM).
- iv) "NERCHA" shall mean the National Emergency Response Council on HIV AND AID
- v) "Local Fund Agent" shall mean the entity (usual an accounting firm) appointed by the Global Fund as the local representative to validate the performance of the Principal Recipient and CCM.
- vi) "CCM Member" shall mean the Substantive Member appointed/elected by a constituency/sector to represent it in the CCM.
- vii) "Substantive Member" shall mean a CCM Member with voting rights.
- viii) "An Alternate Member" shall mean a CCM Member elected/nominated to represent a constituency in the absence of a substantive member with full voting rights.
- ix) "Ex-officio" means a CCM member elected/nominated based on his/her expertise, with no voting rights. These members play an essential role in the fight against any of the three diseases (HIV, TB and Malaria); and their participation shall add value to CCM business.
- x) "A Constituency" means a body of citizens; group of communities; networks or institutions, with a vested interest in the fight against any of the three diseases: HIV, TB and Malaria that is entitled to elect or nominate a representative in the CCM.
- xi) "Key Affected Populations" (KAP): Eswatini CCM has adopted KAP definition from eNSF Which identifies women and girls, the youth, sex workers, men who have sex with other men, prisoners, and mobile populations as key populations at higher risk of HIV infection.
- xii) "Simple Majority" shall mean 50%+1 of members.
- xiii) "CCM Funding" shall mean special funding approved by the Global Fund Secretariat to cover CCM operating expenses.

Article 2 Introduction: The Global Fund

2.1 The Global Fund to Fight AIDS, Tuberculosis and Malaria was created through a United Nations General Assembly Special Session on AIDS in June 2001. COVID 19 was added to these diseases in the year 2020.

2.2 The purpose of the Global Fund is to attract, manage and disburse additional resources through a new public-private partnership that will make a sustainable and significant contribution to the reduction of infections, illness and death, thereby mitigating the impact caused by HIV and AIDS, tuberculosis and malaria (and COVID19) in countries in need, and contributing to poverty reduction as part of the Sustainable Development Goals (SDGs).

2.3 The Global Fund recognizes that only through a country-driven, coordinated, and multi-sector approach involving all relevant partners with additional resources have a significant impact on the reduction of infections, illness, and death from the three diseases. Thus, a variety of actors, each with unique skills, background, and experience, must be involved in the development of Concept Notes and decisions on the allocation and utilization of Global Fund financial resources. To achieve this, the Global Fund expects grant proposals to be coordinated among a broad range of stakeholders through a Country Coordinating Mechanism (CCM), and that the CCM will monitor the implementation of approved Concept Notes.

Article 3 Eswatini Country Coordinating Mechanism

3.1 The Eswatini Global Fund Country Coordinating Mechanism was established in 2001 by the Minister of Health as per the requirements of the Global Fund to Fight AIDS, Tuberculosis and Malaria. The CCM is a multi-sectoral body whose function is to oversee proposal development,

planning, implementation, and domestic resource mobilization and utilization in the fight against HIV and AIDS, Tuberculosis (TB) and Malaria harmonious with other efforts to improve health and reduce poverty.

3.2 In June 2005 the CCM was restructured in order to comply with Global Fund requirements. A newly constituted CCM resumed office on the 01st of July 2005.

3.3 On February 15, 2011, the CCM was legally registered as a private not for profit company under the Eswatini Companies Act, 2009.

3.4 The CCM shall be anchored to the Prime Minister’s Office as the mother ministry.

Article 4 Membership of the CCM

4.1 The formation of the CCM shall be in line with the Global Fund Guidelines on CCMs and as updated from time to time. See link [ccm_countrycoordinatingmechanism_policy_en.pdf](#)

4.2 CCM members adhere to the principles of broad participation through representation, decision making by consensus, full transparency and accountability, cooperative partnership, and efficient operation.

4.3 Membership in the CCM shall be broadly representative of a variety of stakeholders, each representing a constituency with an interest in fighting one or more of the diseases.

4.4 CCM shall consist of a membership of 19 members which shall be subject to review as and when necessary. The CCM shall have representation from sectors and constituencies identified based on the current GF guidelines on the establishment of multi-stakeholder, functional and effective CCM. The membership structure of the CCM is meant to fulfil all the GF requirements and follow the standards and recommendations as the laws of the country permit. Table 1 below shows CCM constituencies and this may be revised as and when necessary.

Table 1: CCM Membership

	Constituency	Member of the Constituency	Number
	Government	PMO	1
		DPMO	1
		MOH	1
		MHUD-MTAD	1
		MPED-MOF	1
		Subtotal	5
	Key Affected Populations (KAP)	Youth	1
		Transport Operators & PWIDs	1
		LGBTIQ & MSM	1
		Sex Workers (SWs)	1
		Subtotal	4
	Communities	HIV	1
		TB	1
		Malaria	1
		Subtotal	3
	Non-Government Organizations (NGO)	Civil Society Organizations (CSOs)	1
	Faith-Based Organizations (FBO)	Eswatini Church Forum	1
	Academia	Institutions of Higher Learning	1
	Private sector	Business Eswatini	1
		TUCOSWA	1
		Subtotal	2

	Bilateral	EU and USG	1
	Multilateral	UN Family	1
Total CCM Membership			19

4.5 Composition

The composition of the CCM shall be in line with the Global Fund Guidelines that propose that at least 40% representation in the CCM should come from non-government sectors.

4.6 Representation of Constituencies

4.6.1 CCM members representing the non-government sectors shall be elected/ selected by their own sector(s)/ constituency based on a documented, transparent process developed within each sector/constituency.

4.6.2 All constituencies, save for Government and development partners, must submit, to the CCM Secretariat, a report, or minutes on how the elections/selection were conducted.

4.6.3 Each constituency shall advise the CCM Secretariat in writing of who the substantive and alternate members are, with their CVs or biographies. Only the substantive member will be allowed to vote in a CCM meeting. In the absence of the substantive member, the alternate can vote on behalf of the constituency they represent. Alternate members are eligible to attend all CCM meetings unless the CCM directs otherwise for a particular session.

4.6.4 The constituency election/selection processes shall not apply to the ex-officio.

4.6.5 The Substantive Government Ministry representation on the CCM shall be mandated by, represent the views of and report back to, senior leadership of the Government.

4.7 Eligibility of CCM Membership

4.7.1 The guiding principles in electing or nominating CCM members shall be the following criteria:

- i. High integrity and social standing in commitment to the fight against the 3 diseases
- ii. Gender balance
- iii. Technical experience relevant to the achievement of the Global Fund goals and objectives, e.g. legal, health, management, accounting, etc.

4.7.2 No person shall be appointed to and serve as a Member who: -

- i. Is under any law in force in Eswatini, adjudged or otherwise declared to be of unsound mind.
- ii. An undischarged bankrupt, having been adjudged or otherwise declared to be bankrupt under any law in force in Eswatini.
- iii. Has been convicted of an offense involving breach of trust or dishonesty.

Article 5 Selection of CCM Members and Alternates

5.1 Government, bilateral and multilateral partners - Their nomination of membership shall be based on their own nomination guidelines. This nomination should comply with Global Fund's requirements to assign the highest decision-making authority at each portfolio.

5.2 Approved non-government CCM constituencies working on issues related to HIV and AIDS, TB and/or Malaria shall elect one representative to serve as CCM Member representing that constituency on the CCM. They shall also elect an alternate member.

5.3 The election process shall be developed within the Constituency and shall be conducted in a transparent and inclusive manner based on clear criteria. The criteria, the selection process and the results shall be documented. That document shall be submitted to the CCM Secretariat within seven days after the elections, which shall be made publicly accessible. The CCM cannot dictate the process to be used, other than that it must be transparent, inclusive, and based on clear criteria.

5.4 In the event of a significant dispute within a Constituency over the election process that cannot be resolved, the Chair of the CCM shall assign the ECG committee to investigate and make a report with recommendations to the CCM.

Article 6 Roles and Functions of CCM

CCM shall:

6.1 Coordinate the development and submission of one national Concept Note (CN) for funding in collaboration with all stakeholders including the National Emergency Response Council on HIV AND AIDS, National Malaria Control Programme; and the National Tuberculosis Control Program.

6.2 Determine priorities for Concept Note to the Global Fund based on The Eswatini National Strategic Plan and National Action Plan.

6.3 Approve the Concept Note before submission to the Global Fund.

6.4 Enhance meaningful engagement through quality representation and participation by CCM constituencies in the design, delivery, monitoring and governance of AIDS, tuberculosis, and malaria responses in which the Global Fund invests.

6.5. Position the CCM and/or CCM functions within existing national health platforms to contribute to central coordination of health programs and investments.

6.6 Nominate and recommend to the Global Fund the appointment and dismissal of the Principal Recipient(s) (PRs).

6.7 Approve and submit to the Global Fund the request for continued funding or reprogramming as and when it becomes necessary as per the directives of the Global Fund Secretariat.

6.8 Provide overall guidance on Eswatini's Global Fund supported programmes to fight HIV and AIDS, Tuberculosis and Malaria.

6.9 Oversee the performance of the Principal Recipient(s) (PRs); direct corrective measures where necessary and provide feedback to respective constituencies and affected communities; including non CCM.

6.10 Conduct verification visits as and when necessary, in fulfilment of its overall oversight responsibilities and its PR performance oversight function.

6.11 Review and take note of quarterly progress reports (including financials) on the implementation of Global Fund activities submitted by the Principal Recipient(s) to the Global Fund, through the Local Fund Agent.

6.12 Approve any reprogramming request and relocation of funds for onward transmission to Global Fund.

6.13 Ensure adequate representation of views and concerns of key constituencies.

6.14 Form standing Committees, Ad-hoc Committees comprised of CCM and Non CCM membership with disease and or programmatic specific expertise for executing CNs and other technical assignments as and when necessary.

6.15 The CCM will function as a national consensus group to promote true cooperative partnership in the development and efficient operation of Global Fund supported programs and be fully transparent and democratic in its decision-making.

Article 7 Rights and Responsibilities of CCM Members

Rights of CCM Members

7.1 All members of the CCM will be treated as equal partners in the mechanism with full rights to participation, expression, and involvement in decision-making in line with their areas of expertise.

Responsibilities of CCM Members

7.2 All members; including alternates of the CCM are expected to take their membership in the CCM seriously, to actively participate in all aspects of the CCM work in line with their resources and areas of expertise.

7.3 The CCM has the responsibility to engage in substantive discussions and, therefore its membership shall review necessary documentation and come to CCM meeting prepared to productively engage in such discussions.

7.4 The CCM will be responsive to all national stakeholders. Individual members will consult regularly with organizations and individuals within their sector with an aim to fairly and accurately represent their views and concerns at CCM meetings.

7.5 The CCM will ensure that all relevant actors are involved in the Concept Note development process and provide transparency to the general public. As such the CCM will be responsible for ensuring that information related to the Global Fund, such as calls for Concept Notes, decisions taken by the CCM, and detailed information on approved proposals for funding, will be disseminated widely to all interested parties in the country.

7.6 Pamphlets/brochures clearly outlining the various roles and functions of the PR, the CCM, the Task teams and the LFA shall be available to better inform the various players.

7.7 The CCM shall have an orientation process for new members within a period of three months of appointment.

7.8 The CCM shall inform the public of its operation at least annually, through the constituency representatives and the CCM website.

7.9 CCM members shall advise CCM meetings of Global Fund and CCM issues and concerns arising in their Constituency.

7.10 CCM Members shall report periodically to their Constituencies concerning Global Fund and CCM issues. The reporting process shall be duly documented by each Member (using a standard form provided by the CCM Secretariat) and the report filed with the CCM Secretariat.

7.11 Any Member of the CCM found to be working against the overall interest of CCM or failing to carry out his/her duties as a CCM Member shall be cautioned, and the matter must be reviewed by the CCM.

7.12 Failure to carry out duties shall include absence at 3 consecutive CCM/ committee meetings without notice or without sending or delegating an Alternate Member. Decision of the CCM shall be communicated to relevant constituency for relevant action.

Article 8 Removal of CCM Members

8.1 Any Member of the CCM may propose in writing, giving valid, documented, and tenable reasons that any other Member of the CCM be required to withdraw from the CCM.

8.2 Removal can only take effect if:

8.2.1 All Members are provided with at least 4 weeks' written notice that this shall be discussed and voted on at a meeting of the CCM,

8.2.2 The Member concerned is given opportunity to defend himself/herself of the accusation and,

8.2.3 Following a full discussion, the removal is approved in a vote passed with a two-thirds of Members present at a CCM meeting.

Article 9 Elective Positions on the CCM

9.1 There shall be a Chairperson and Vice Chairperson nominated from different constituencies/sectors from domestic entities.

9.2 If the Chairperson is from Government, the Vice Chair should be from Civil Society or Private Sector. Alternatively, if the Vice Chair is from Government, the Chair should be from Civil Society or the Private Sector.

9.3 A Government Person should be at Principal Secretary Level.

9.4 A Civil Society chairperson should be at Executive Director level position within their organizations.

9.5 A Private Sector Chairperson should be at Executive Director level position.

9.6 The chairmanship of CCM shall be rotated between Government and Non- State Actors between tenures; i.e. if Chair is from CS or private sector, then the next term it should be Government and vice versa.

9.7 **Chairing of CCM Meetings:** In the event both Chair and Vice Chair are unable to attend a CCM Meeting, the CCM Secretariat will facilitate the election of a chair from the members of the Executive Committee or any member present in the absence of all Executive Committee Members; forming a quorum.

Article 10 Responsibilities of CCM Chairperson and Vice Chairperson

10.1 Chairperson

- a) Formally call regular and special CCM meetings starting and concluding each meeting promptly.
- b) Preside in an impartial manner over each meeting of the CCM.
- c) Introduce guest, observers, or new members.
- d) Introduce each agenda item and explain the primary issues.
- e) Summarize the discussion of each point, identify the course of action, and assign responsibility for work if necessary.

10.2 Vice Chairperson

The role of the Vice Chairperson is to deputize for the Chairperson of the CCM in the absence of the latter and to perform any other duties assigned to him or her.

10.3 Observers of CCM

There will be two categories of observers allowed at CCM Meetings:

- a. Technical Observers: Principal-recipients, LFA, Consultants, Technical Experts, and other individuals involved in program implementation may attend CCM meetings as Technical Observers if invited by the CCM Secretariat and/or approved by the Chair. They may speak at meetings, but only if called upon for technical advice. They may not speak on issues that do not pertain to their technical area, and they may not vote under any circumstance.
- b. Other Observers: The Chair at his/her discretion may allow a limited number of individuals to attend the CCM meetings. All observers must be announced at the beginning of the meeting and the CCM given an opportunity to object to their presence. Observers may not speak and may not vote. The CCM can decide to exclude all observers from a meeting.

Article 11 Vacancy on the CCM

11.1 A vacancy in the CCM shall arise on:

- i. Expiry of the term of office of a Member.
- ii. Resignation of a Member after giving one month notice.
- iii. Death of the Member.
- iv. A member failing to attend without valid excuse, three consecutive meetings of CCM of which he/she has had notice.

11.2 A vacancy due to any of the above shall be filled in accordance with section 5 above.

11.3 A vacancy arising from resignation, death, or termination of a member for any reason must be filled within two (2) months of the vacancy being declared.

Article 12 Tenure of Office of the CCM Members

12.1 Each term of office for CCM members (Substantive and Alternate) shall be three years.

12.2 CS CCM members shall be eligible for re-election/ re-appointment, for one additional term.

12.3 A CCM member or alternate, and an Ex Officio member, may resign his/her office by giving a month notice to CCM Secretariat.

Article 13 Meetings of CCM

13.1 The CCM shall hold meetings at least once every three months and every notice of such meetings shall be in writing and shall specify the agenda, time and place of the meeting at least 5 days before the meeting.

13.2 The CCM shall hold extra ordinary meetings at the instance of the chairperson or any number of the Members constituting a simple majority. Notice of an extraordinary meeting shall be in writing giving not less than 5 days before the date specified for the meeting.

13.3 A quorum at a meeting of CCM shall be constituted by a simple majority (50% + 1) of the voting members.

13.4 Decisions shall be made by consensus whenever possible. But where necessary, decisions shall be taken by a majority of the votes of the members present and the Chairperson shall have a casting vote.

13.5 All votes shall be informal unless any member present demands that a vote be made as a formal vote. Formal votes require recording each member's vote in the minutes of the meeting.

13.6 The CCM may at any time and for any period invite any person to attend any meeting of CCM and take part in the deliberations of the meeting, but such person shall not be entitled to vote at the meeting.

13.7 Chairing of CCM Meetings: In the event both Chair and Vice Chair are unable to attend a CCM Meeting, the CCM Secretariat will facilitate the election of a chair from the Members of the Executive Committee or any Member present forming a quorum.

Article 14 Local Fund Agent

14.1 The LFA shall be invited to attend CCM meetings and may provide clarifications, updates and feedback on the Global Fund supported programmes.

14.2 The LFA shall not be entitled to vote.

Article 15 Conflict of Interest

15.1 Definition:

The concept of conflict of interest recognizes that the judgment of even the most well-meaning person may be impaired when their own interests or those close to associates including connected organizations are affected.

15.2 Conflict of interest for CCM Members

- i. Each CCM meeting will have an agenda prepared in advance so that an interested CCM Member including the Chairperson can fully disclose to the other CCM Members the nature of the potential conflict of interest. Such CCM Member shall recuse himself/herself from any and all deliberations (including voting) of the CCM on the conflict-of-interest topic.
- ii. A potential conflict of interest issue could be raised by any Member of the CCM prior to a meeting or during a meeting or could be presented to the Secretariat, anonymously if so desired, who will raise the issue to the CCM.
- iii. The foregoing notwithstanding, a majority of the disinterested CCM members may decide to allow the conflicted CCM member(s) to participate in all or part of the discussions.

15.3 Protocol for members declaring interest.

- i. Disclosure of the interest must be made as soon as possible after the commencement of the meeting.
- ii. The Member must withdraw and leave the meeting room for the duration of the consideration of the matter.
- iii. The member must refrain from attempting in any way, whether before, during or after the meeting, to influence the decision of the CCM with respect to the matter.

15.4 Suspected conflict of interest

If a suspected conflict of interest is reported by any party, the Chairperson and Vice Chairperson of CCM will review the matter immediately to determine whether the CCM member in question has failed to declare an interest and is therefore in breach of his/her responsibility. If the matter is deemed substantive, the constituency will immediately be requested to withdraw and replace the affected member from the CCM.

15.5 Failure to disclose interest and any form of benefit

If the CCM member has failed to disclose an interest and a financial benefit has occurred either directly or indirectly, the CCM shall take all reasonable measure to revoke any benefit. In addition, the CCM

member and his or her associates or associated organization(s) involved shall be reported to the relevant constituency they represent for further investigation and disciplinary action. The constituency will immediately be requested to withdraw and replace the affected member from the CCM.

Article 16 Reimbursement of Costs

CCM members shall not be entitled to receive any salary out of the funds from the Global Fund. In the event that the CCM funding becomes available, CCM members shall be reimbursed for traveling costs for a maximum of 6 meetings per annum.

16.1 Allowances

CCM members shall receive Honoraria and sitting allowance from the CCM.

Article 17 Structures of the CCM

The CCM shall constitute committees to facilitate its functions. Such committees include the Executive committee, the Oversight committee, the Ethics and Governance committee and any others as deemed necessary from time to time.

17.1 The Executive Committee

17.1.1 Purpose of the Executive Committee

The CCM Executive Committee is responsible for coordinating and directing the activities of CCM Secretariat, for supporting and coordinating temporary task teams of the CCM and attending to routine or urgent communications for which calling CCM meetings is not warranted or feasible. Areas of responsibility of the Executive Committee will be decided or assigned by the CCM, but in general, the decision-making authority that may be delegated by the CCM to the Executive Committee will be limited to routine administrative matters.

17.1.2 Roles and Responsibilities of the Executive Committee

The roles and responsibilities of the Executive Committee are to:

- i) Make recommendations and facilitate decision making on matters arising in between CCM meetings.
- ii) Attend to urgent communication and other issues for which calling CCM meetings is not warranted or feasible.
- iii) Plan and oversee activities to strengthen the capacity of CCM members, including orientation of new members.
- iv) Provide direction and supervision to the CCM Secretariat in all its functions, recruit Secretariat staff, and monitor and evaluate performance of the Secretariat and make recommendations to the CCM on opportunities to improve CCM Secretariat functions where necessary.
- v) Assist the CCM Chair to manage implementation of the CCM Conflict of Interest Policy.
- vi) Address any other matters referred to it by the CCM, reporting back to the CCM on any decisions made.

17.1.3 Composition of the Executive Committee

- i) The Executive Committee shall be composed of CCM Chair, Vice-Chair, Chairs of the CCM Committees, two other CCM substantive members as chosen by the CCM from different Constituencies represented on the CCM.
- ii) The CCM Executive Secretary shall serve as the secretary of the committee.
- iii) The composition should take into account the three diseases.

- iv) The Executive Committee will make management decisions that do not require the full CCM to convene.
- v) The chairperson shall decide to co-opt into the Executive Committee two (2) other additional members.
- vi) There shall be ex-official representation from the CCM Secretariat for all committees.
- vii) The membership of the Executive Committee shall be reviewed as and when required by the CCM.

17.1.4 Chairing of the Executive Committee

The CCM Chair shall serve as chair of the Executive Committee. In the event CCM Chair is not present the vice-chair will chair the meeting. In the event both the chair and vice-chair are absent the Executive Committee may appoint its chair from executive members present. The chair must be a CCM member not ex-officio.

17.1.5 Meetings of the Executive Committee

- i) The Executive Committee shall meet as frequently as necessary to carry out its work.
- ii) The Executive Committee shall operate by simple majority vote (50%+1).
- iii) The quorum for meetings of the Executive Committee shall be fifty percent of membership plus one(50%+1).
- iv) The Executive Committee shall report on its work to the next CCM meeting.
- v) All Executive Committee members shall receive, by email, fax or letter, at least two days' prior notice of all meetings of Executive Committee. The notice shall specify the proposed agenda. The agenda may be modified and must be approved at the start of each meeting.

17.1.6 Tenure of the executive Committee

The Executive Committee will serve for three years.

17.1.7 Resignation, Revocation and Replacement of members

- i) Resignations must be submitted in writing to the EXCOM Chair and recorded in the minutes of the next full meeting of the EXCOM.
- ii) The EXCOM may recommend to the CCM revocation of a member for persistent, unjustified absence or gross misconduct, and to s/elect a replacement.

17.2 Oversight Committee

The oversight function provides the CCM members with a strategic view of key macro financial, programmatic, and management aspects of grants along with actionable recommendations. CCM members then use this information for discussion and evidence-based decision making. This role is key in ensuring that Global Fund investments are efficiently managed to achieve the expected outcomes in response to the three diseases.

For the CCM oversight function to serve this purpose the CCM must ensure that:

- Strategic information remains at the core of all CCM decisions.
- Risk management underpins the function.
- The PR-CCM relationship is collaborative and complementary.
- Key financial, programmatic, and management functions of the grants and their implications for the national health response to the three diseases are adequately monitored and refined.

Oversight includes analysis of the following aspects of Global Fund investments:

- Financial: appropriate, timely, and effective use of funding.

- Programmatic: achievement of key programmatic targets.
- Procurement: transparent and effective procurement and supply management with relevant quality assurance and following national laws and relevant international guidelines.
- Management: implementation of key management actions required by the Global Fund

17.2.1 Roles and responsibilities of the Oversight committees

- Develop and implement the CCM Oversight plan for approval by the Global Fund as an eligibility requirement for CCM funding.
- Develop and implement the annual oversight work plan and budget and obtain its approval from the CCM.
- Develop oversight data collection, analysis and reporting tools including the CCM dashboard, the site visit guidelines and template for data collection, PR performance reporting tools.
- Develop guidelines, processes, and tools for reviewing the risk management plans and registers.
- Develop guidelines, process, and tools for tracking co-financing commitment by the Government and other partners.
- Support and follow up with the CCM Secretariat to ensure data collection and analysis is conducted as planned.
- Meet quarterly to review the financial, programmatic, and management performance of grants.
- Prepare and present findings and recommendations on grant performance to the CCM for decision making.
- Follow up the actions decided by the CCM for implementation and update the CCM.

17.2.2 Composition of the Oversight Committee

The CCM oversight committee shall comprise 7 members selected from each of the following six constituencies and one other who may be from any constituency, but who is selected specifically to provide skills or experience in an area not as well covered by the other members.

- Government
- Non-government- civil society
- Non-government - civil society representing people living with/affected by any of the three diseases
- Non-government-private sector
- Bilateral partner
- Multi-lateral partner

17.2.3 Members shall be selected or nominated as follows:

- Members shall be selected or nominated from CCM members
- Selection or nominations shall be conducted by the CCM members.
- The Chair of the Oversight shall be a Substantive Member
- The Chair of the Oversight Committee shall be elected by the CCM
- Where there is a shortage of specific skills required, or when there are specific issues of a technical nature that are required to be addressed, technical advisors (from within or outside the CCM) may be co-opted by the Oversight Committee Chair on to the committee.
- The CVs of the co-opted non CCM Members will be approved by The Executive Committee.

17.2.4 Membership skills

The CCM oversight guidance note prescribes the following minimum skill requirement:

- Financial management,

- ii) Procurement and supply management,
- iii) Program management, and disease specific technical expertise,
- iv) Risk management,
- v) Health financing, and
- vi) Human rights skills

Some of these skills may be accessed from ex-official members of the CCM as needed.

17.2.5 Technical resources and outsourced Expertise.

The oversight committee may call on external experts on a regular basis or for specific activities as decided by the full CCM.

17.2.6 Chairing of the Oversight Committee

The CCM members shall elect the Chair of the Oversight Committee. In the event CCM Chair is not present the vice-chair will chair the meeting. In the event both the chair and vice-chair are absent the Oversight Committee may appoint its chair from executive members present. The chair must be a CCM member not ex-officio.

17.2.7 Meetings of the Oversight Committee

- i) The Oversight Committee will meet at least quarterly, at least a week before CCM Meeting, and may meet more frequently as circumstances require, and, in addition, will conduct at least two site visits per year (although not all members of the Oversight Committee are required to go on each site visit).
- ii) The Oversight Committee shall operate by simple majority vote (50%+1).
- iii) The quorum for meetings of the Oversight Committee shall be fifty percent of membership plus one (50%+1).
- iv) The Oversight Committee shall report on its work to the next CCM meeting.
- v) All Oversight Committee members shall receive, by email, fax, or letter, at least two days' prior notice of all meetings of the Oversight Committee. The notice shall specify the proposed agenda. The agenda may be modified and must be approved at the start of each meeting.

17.2.9 Conflict of interest

Conflict of interest can arise when recipients of funds are involved in oversight. To avoid conflict of interest in the oversight process, members of the oversight committee must not be affiliated with any implementing organizations.

17.2.10 Ex-officio representation

There shall be ex-officio representation from the PRs; and CCM Secretariat.

17.2.10 Tenure of the Oversight Committee

Oversight Committee members shall serve for three years

17.2.11 Resignation, Revocation and Replacement of members

- i) Resignations must be submitted in writing to the Executive committee Chair and recorded in the minutes of the next full meeting of the Executive committee.
- ii) The Executive committee may recommend to the CCM revocation of a member for persistent, unjustified absence or gross misconduct, and to s/elect a replacement.

17.3 The Ethics and Governance Committee

17.3.1 Purpose of the Ethics and Governance

The EGC is established to promote good corporate governance in decision-making processes within the CCM and all relevant structures to ensure that ethical perspectives are represented in all tasks and procedures. This will be done through:

- i) Overseeing adherence by the CCM and its stakeholders to appropriate standards of ethical behaviour, as described in related CCM policies, codes, and requirements; and
- ii) Ensuring implementation of the procedures and operations related to the CCM's governance structures and their core governance functions.

17.3.2 Roles and Responsibilities of the Ethics and Governance

- i) Conduct regular reviews of CCM governance structures, policies, arrangements, and considerations.
- ii) Recommend modifications for approval by CCM on various governance structures, policies or guidelines which include the Bylaws, governance manual, conflict of Interest policy, code of conduct, human resources manual and financial management manual.
- iii) Facilitate review and development of tools for the annual performance reviews of the CCM, Executive Committee, Oversight Committee and Secretariat.
- iv) Recommend to CCM preventive, mitigating, and remedial actions to be undertaken in response to ethics and governance related issues.
- v) Receive from all stakeholders, formally or informally reports on anomalies (whistle blowing) and use set guidelines to review its legitimacy before reporting to the CCM.
- vi) Initiate and facilitate investigation and resolution of issues emerging in governance, COI, and ethical considerations.

17.3.3 Composition of the Ethics and Governance

The Committee shall be composed of the following members:

- i) Five members shall be nominated from CCM Members ensuring gender representation.
- ii) The Chair and Vice of the committee shall be elected at their first meeting facilitated by the CCM Secretariat.
- iii) The Committee may co-opt up to 2 members from outside the CCM membership to bring certain skills

17.3.4 Chairing of the Ethics and Governance

The EGC members shall elect chair of the EGC who shall chair all meetings. In the event CCM Chair is not present the vice-chair will chair the meeting. In the event both the chair and vice-chair are absent the Executive Committee may appoint its chair from executive members present. The chair must be a CCM member not ex-officio.

17.3.5 Meetings of the Ethics and Governance

- i) The EGC Committee will meet at least twice a year and may meet more frequently as circumstances require.
- ii) The EGC Committee shall operate by simple majority vote (50%+1).
- iii) The quorum for meetings of the EGC Committee shall be fifty percent of membership plus one(50%+1).
- iv) The EGC Committee shall report on its work to the next CCM meeting.
- v) All EGC Committee members shall receive, by email, fax, or letter, at least two days' prior notice of all meetings of EGC Committee. The notice shall specify the proposed agenda. The agenda may be modified and must be approved at the start of each meeting.

17.3.6 Tenure of the Ethics and Governance

- i) The term of office of the committee shall be three years in alignment with the CCM term of office
- ii) Committee members shall serve until the appointment of their respective successors.

17.3.7 Resignation, Revocation and Replacement of members

- i) Resignations must be submitted in writing to the EGC Chair and recorded in the minutes of the next full meeting of the EGC.
- ii) The EGC may recommend to the CCM revocation of a member for persistent, unjustified absence or gross misconduct, and to select a replacement.

17.4 CCM Secretariat

- i) Enhance efficiency of oversight procedures to maximize health investments by enabling CCM members to focus on strategic issues of grant performance and ensure adequate resources for oversight activities.
- ii) Facilitate political discussions and strengthen sustainability efforts by enabling the CCM to engage at the political level and act as a model of a coordinating platform that is inclusive of the civil society voice and can add value to health governance.
- iii) Foster meaningful, inclusive, and active participation of key stakeholders by ensuring all constituencies are effectively represented and actively participate in governing processes.
- iv) Provide administrative and logistical support to the CCM to execute its core functions of inclusive development and oversight of Global Fund investments; engagement of multisector stakeholders including civil society, communities, and key populations; and positioning of the CCM within national health governance structures.

Article 18 Technical Sub-Committees

18.1 The CCM shall establish Technical Sub Committees for specific activities deemed by the CCM as necessary to achieve a specific goal within the responsibilities of the CCM. These Technical subcommittees or tasks forces shall be selected from within the pool of CCM members.

Concept Note Development Team (CNDT)

18.2 The CNDT shall oversee the development of Global Fund concept notes and grant making.

18.3 From time to time, the CCM may task the committee to mobilise resources beyond the Global Fund

18.4 The CNDT shall be made up of high-level representatives of relevant constituencies to the diseases and key partners.

18.5 The Functions of the CNDT include:

- a. Prepare the Concept Note development roadmap.
- b. Facilitate/coordinate national dialogues to solicit inputs for the concept note.
- c. Coordinate Concept Note development.
- d. Identify and advise the CCM on the required technical support.
- e. Establish and supervise concept note writing team.
- f. Ensure all Global Fund criteria on Concept Note are met.
- g. Facilitate gathering of information required for concept note development and reviewing the diseases programmatic and financial national gaps.
- h. Ensure the concept notes are submitted to the CCM in time for review and submission to the Global Fund
- i. Coordinate and provide technical support and leadership in the grant making process and present to CCM for approval.

18.6 The proposal development committee / CNDT shall meet during the Concept Note development or as and when there is a need.

18.7 The proposal development committee shall report to the CCM and on urgent issues to the Executive Committee

Article 19 Confidentiality

19.1 Every member of CCM, LFA, co-opted person or consultant to CCM who attends a meeting of the CCM or of a committee of CCM shall regard all confidential information which may come to his/her knowledge in the course of his/her dealings with the CCM.

Article 20 Framework Documents

20.1 The CCM shall develop, ratify, and implement framework documents such as By-laws, Governance manual, HR Manual, Finance Manual, and other documents as required.

20.2 **Work Plan and Budget:** Annually, the CCM shall develop or update the CCM work plan and budget. It shall use these documents to mobilize resources to support CCM and Secretariat operations.

20.3 **Review:** These By-laws may be reviewed by the CCM after a CCM resolution.

20.3.1. **Adoption and Amendments:** These By-laws were adopted and amended as enshrined above on July 12, 2023, at Sibane Sami Hotel, Ezulwini.

Article 21 Dissolution of the CCM

21.1 The CCM may be dissolved upon unanimous resolution of the CCM members once Eswatini is no longer receiving Global Fund financing.

21.2 Upon dissolution of CCM, the property and assets (if any) of the CCM shall be disposed in a manner agreed by the CCM.