



Georgia
Country Coordinating Mechanism
Governance Manual

Tbilisi, Georgia
June 1st 2015

The Georgia Country Coordinating Mechanism
For the Global Fund to Fight AIDS, Tuberculosis and Malaria

GOVERNANCE MANUAL

INTRODUCTION

1. The Georgia Country Coordinating Mechanism (G-CCM) was established in 2003 by the Government of Georgia and other relevant and interested stakeholders in order to access Global Fund grant monies, ensure those funds were well-coordinated within the national response, and provide national oversight and ownership of grant implementation. Its status was re-affirmed and further strengthened in 2012 as the national coordination body for HIV, TB, and malaria (Resolution #220, June 18, 2012). As such, it has evolved and may continue evolving even if Georgia transitions out of Global Fund support (see Annex 3).
2. The G-CCM is bound by the laws, regulations, and authorities of the Government of Georgia.
3. It represents a multi-sectoral public-private partnership of governmental, non-governmental, and development partner entities and operates on a voluntary basis.
4. The goal of the G-CCM is to strengthen measures to fight HIV/AIDS and TB in Georgia through multi-sectoral coordination and effective and inclusive dialogue among appropriate stakeholders, including key affected populations and persons living with or having lived with the diseases.
5. One of the core responsibilities of the G-CCM is to monitor its status and functioning to ensure that it continues to comply with Global Fund eligibility requirements and minimum standards. It will also strive to implement the Global Fund guidelines and directives for CCMs¹.

EFFECTIVE DATE

6. The terms of this Governance Manual will be effective from June 1st 2015 as approved by the G-CCM. Subsequent modifications to the Governance Manual will require a two-thirds vote of approval by the eligible voting members (either a regular voting member or his/her alternate) of the G-CCM.

MANDATE

The mandate of the G-CCM is to:

7. coordinate development of Global Fund Concept Notes and their submission under the New Funding Model;
8. nominate Principal Recipients (PRs) for implementation of Global Fund grants;
9. provide oversight to all Global Fund supported programs;
10. manage and mitigate internal conflict of interest issues, especially in relation to Concept Note submission, PR nomination, and grant oversight; and,
11. fulfill other duties as given by Resolution #220.

GENERAL PRINCIPLES OF THE G-CCM

12. The G-CCM represents and is accountable to country-level stakeholders in requesting financing from the Global Fund and other development partners as given by Resolution #220. It provides strategic oversight to ensure effective and strategic implementation of programs under such funding.
13. There shall only be one G-CCM to represent the country.
14. The G-CCM members represent the interest of country-level stakeholders and as individuals they are accountable to the sectors and constituencies they represent.

¹ Please refer to “Guidelines and Requirements for Country Coordinating Mechanisms” for further details.
<http://www.theglobalfund.org/en/ccm/guidelines/>

15. The G-CCM adheres to the principles of good governance, including broad and inclusive participation, democratic and consensus-based decision-making, full transparency, cooperative partnership, and efficient operation.
16. The G-CCM will ensure that activities supported by the Global Fund and other donors are fully consistent with Georgia's national strategies to combat HIV/AIDS and TB and the principles contained within them.
17. The G-CCM shall ensure that its membership includes people living with HIV and of people affected by TB, as well as, key affected populations based on the most current socio-epidemiological data². People affected by TB may include people who have lived with these diseases in the past or who come from communities (geographically or socio-economically defined) where the disease is endemic.
18. The G-CCM members representing civil society constituencies will be (s)elected by their own constituencies based on a transparent, inclusive, and documented process developed within each constituency.
19. The G-CCM will have a policy to manage conflict of interest that applies to all G-CCM members (See Annex 1) and across all G-CCM functions. The G-CCM will apply the conflict of interest policy throughout the life of Global Fund grants and document the application of this policy.

CORE FUNCTIONS OF THE G-CCM

20. Development of Concept Notes

- 20.1 The G-CCM shall coordinate the development of Concept Notes through transparent, inclusive and documented processes that engage a broad range of stakeholders, including G-CCM members and non-members, and in the solicitation and review of activities to be included in the application. The documented process will be made available publicly as part of the invitation for expressions of interest to participate in the development of the Concept Notes for the Global Fund.
- 20.2 The G-CCM shall clearly document efforts to engage people living with the diseases and key affected populations in the development of Concept Notes, including most-at-risk populations.
- 20.3 The G-CCM shall ensure that concept notes are aligned with national development objectives and strategies and are harmonized with efforts by other national and international entities.
- 20.4 For each Concept Note developed, the G-CCM will ensure that the application undergoes both an internal review by G-CCM members and an external review by technically competent individuals and/or organizations. Anyone reviewing the Concept Note(s) must not have any immediate and/or apparent conflicts of interest in the development and review of concept notes.

21. Nomination of Principal Recipients (PRs) for implementation of Global Fund grants

² The G-CCM, per The Georgian National HIV/AIDS Strategic Plan for 2016-2018, defines its key affected populations for HIV as: 1) men having sex with men (MSM had 13% prevalence in 2012); 2) people who inject drugs (PWID had a prevalence between .4%-9.1% based on most recent survey data); and, sex workers (data is limited, but, thought to be between 0.8-1.3%).

- 21.1 The G-CCM shall nominate/select one or more PRs prior to submission of its Concept Note(s).
- 21.2 The G-CCM shall document a transparent process of nomination of all new and continuing PRs based on clearly defined and objective criteria. The selection criteria and process shall be made available publicly as part of the procedures followed in the invitation for expression of interest to participate in PR selection.³
- 21.3 The G-CCM shall document the management of any conflicts of interest that may affect the PR nomination process.
- 21.4 The G-CCM can nominate/select both government and non-government PRs.

22. Oversight of PRs and Program Implementation

- 22.1 The G-CCM shall submit and follow an oversight plan for all financing approved by the Global Fund. The plan will detail specific oversight activities, how program stakeholders will be engaged in oversight functions, individual and/or constituency responsibilities, and a costed work plan (work plan and budget) with an annual calendar of activities. Stakeholders that will be involved in oversight include CCM members and non-members, particularly non-government constituencies and people living with the diseases.
- 22.2 The G-CCM shall establish an oversight body and ensure that it has an adequate set of skills and expertise or access to those skills and expertise via a pool of experts to conduct effective periodic oversight⁴. The G-CCM's oversight body will conduct oversight activities to discuss challenges with each PR and identify problems, potential reprogramming and corresponding reallocation of funds between program activities, if necessary.
- 22.3 The G-CCM's oversight body is not a decision-making entity. It only analyzes data and information obtained in the course of oversight activities and makes recommendations to the full G-CCM. The G-CCM will take decisions and corrective actions whenever problems and challenges are identified by the oversight body.
- 22.4 The G-CCM Oversight Committee shall receive and review copies of Dashboards from the PR for its oversight function purposes.
- 22.5 For each G-CCM Concept Note financed by the Global Fund, the G-CCM shall come to a clear understanding with the corresponding PR between the oversight function of the G-CCM and the implementation and monitoring functions of the PR. Both stakeholders (the G-CCM and PR) will ensure the smooth coordination of information sharing necessary to maintain the clarity of roles. The G-CCM shall not involve itself in monitoring and evaluation of the day-to-day management of grants, implementation details, SR management, and shall concentrate on the overall grant performance and performance indicators.
- 22.6 The G-CCM will share oversight results with the Global Fund Secretariat and in-country stakeholders regularly through the process defined in its oversight plan.

³ Global Fund rules governing PRs shall be taken into consideration by the G-CCM for the selection process which will include: experience, program management and monitoring capacity, financial management systems, monitoring capacity and past reputation as a PR. Further, the G-CCM shall also consider the relevance of the Concept Note to the national disease control strategy, the value added by the PR, the technical expertise of the PR and the capacity to coordinate with other PRs.

⁴ According to the GF requirements, skills should include: a) financial management; b) disease-specific expertise; c) programmatic management; d) procurement and supply chain management; and, e) understanding of living with or being affected by the diseases.

23. Other major functions of the G-CCM

- 23.1 Apply the Terms of Reference of the G-CCM and modify them whenever necessary.
- 23.2 Respond to enquiries from stakeholders and the Global Fund concerning Concept Notes and grant implementation.
- 23.3 Deliberate on and approve major changes in program implementation plans proposed by the Principal Recipients.
- 23.4 Any other functions as given by Resolution #220.

G-CCM COMPOSITION

The G-CCM is comprised of up to 30 voting members and 30 alternates, plus select observers and special invitees.

- 24. The G-CCM shall ensure that at least 40% of its voting representation is from the civil society sector and that these members are selected by their constituencies in a transparent, inclusive, and documented process. Further, the G-CCM shall ensure that at least 30% of its voting representatives are women.
- 25. The following number of voting members are (s)electd from the various sectors comprising the G-CCM:
 - **Sector 1:** Government, including government-owned enterprises^[1]: **12 (40%)**
 - Permanent organizational members of the government sector: **5**
 - Ministry of Labor, Health and Social Affairs;
 - National Centers for Disease Control and Public Health;
 - Infectious Diseases, AIDS, and Clinical Immunology Research Center;
 - National Center for Tuberculosis and Lung Diseases; and,
 - Center for Mental Health and Prevention of Addiction
 - Other government representatives, including other line ministries: **7**
 - **Sector 2:** Civil society organizations: **14 (47%)**
 - The following constituencies as listed below:
 - NGOs (either international or national) active in the area of HIV/AIDS (3)
 - NGOs (either international or national) active in the area of TB (2)
 - **Key affected populations**^[2]:
 - People who inject drugs (1)
 - Man who have sex with man (1)
 - Other HIV KAP (1)
 - TB KAP as defined and prioritized by the National TB Strategy(1)
 - People living with HIV/AIDS (1)
 - People living with or previously living with TB (1)
 - Faith-based organizations: **1**
 - Academic/ educational/research institutions: **1**
 - Private sector: **1**
 - **Sector 3:** Development Partners: **4 (13%)**
 - Bilateral development partners: **2**

^[1] Each member of the government sector is considered to be representing a different constituency.

^[2] Each member of the KAP is considered to be representing a difference constituency

- Multilateral development partners: 2

Total =30

26. All G-CCM members (individuals) are designated for a two-year term renewable for one additional two-year term.
27. Each voting member shall have one designated alternate who is ideally a senior member of the same organization. Alternates must be from the same constituency as the designated voting member. Names of alternates must be forwarded to the CCM Secretariat for inclusion on the CCM membership list. See Section 36: Alternate G-CCM members for further details.
28. The hierarchy of authority within the G-CCM will be the full CCM (minuted consensus decisions and voted decisions), Chair and Vice-Chair. The Vice-Chair only has formal powers when acting on behalf of the Chair.
29. The G-CCM shall establish a Secretariat and appoint a G-CCM Secretariat Executive Secretary to operate the Secretariat. The G-CCM Secretariat shall be a non-voting member of the G-CCM.

G-CCM SELECTION PROCEDURE

30. G-CCM members representing each sector/constituency shall be chosen by that sector. Each selection process shall be described in a document that is accessible publicly, and shall be conducted in a transparent, inclusive, and documented process. An announcement for membership renewal will be sent by the G-CCM Secretariat to all concerned constituencies after consultation with the G-CCM.
 - 30.1 **Government members (12):** The six permanent organizational members shall nominate an individual to serve as a G-CCM member and shall be endorsed by the G-CCM. The other six non-permanent organizational members from the government sector shall be decided upon by the G-CCM and approached by G-CCM leadership and requested to nominate an individual for endorsement by the full G-CCM.
 - 30.2 **Multilateral and bilateral development members (4):** Four members shall be elected to represent bilateral and multilateral development partners. Of these four members, two members will represent the bilateral sector and two members will represent from the multilateral sector. Each of these constituencies will nominate their members according to their corresponding procedures which should be transparent, inclusive, and documented.
 - 30.3 **Civil society members specific to NGOs and CBOs (5):** For this category:
 - 30.3.1 the G-CCM will develop a clear definition of this constituency before its election;
 - 30.3.2 the election process must be transparent, inclusive, and documented;
 - 30.3.3 if possible, elections should be managed by a neutral third party and include due diligence of all participating organizations; and,
 - 30.3.4 elections must be timely.
 - 30.4 **Key affected populations for HIV and TB, and malaria (4):** The same civil society election procedures as listed in Section 30.3 above should be applied to this group.
 - 30.5 **People living with or affected by HIV and TB (2):** The same civil society election procedures as listed in Section 30.3 above should be applied to this group.
 - 30.6 **Academic, educational and research institutions member (1):** The G-CCM leadership will approach the top-tier medical and public health institutions and request that one volunteers to represent this constituency. The selected G-CCM member should have relevant technical competence.

- 30.7 **Private sector member (1):** This G-CCM will request that this constituency nominate a member with relevant experience and the procedure should be transparent, inclusive, and documented.
- 30.8 **Faith-based organizations (1):** This G-CCM will request that this constituency nominate a member with relevant experience and the procedure should be transparent, inclusive, and documented.
31. Each selected organization will also nominate an alternate to represent their constituency during the absence of the primary representative. The organization shall ensure wherever feasible that the alternate member has equally standing among his/her constituency to fully represent members at the G-CCM.
32. All (s)elections should be conducted in a transparent, inclusive and documented process. If there are complaints, whistleblowing, or any disputable situation, the G-CCM can withhold acceptance of a member until further resolution or ask for repeated (s)election process with different candidates. A thorough investigation would be conducted before rejecting a member.
33. All (s)lected G-CCM members must receive the endorsement of the current G-CCM membership.

RIGHTS AND RESPONSIBILITIES OF G-CCM MEMBERS

34. Rights of voting members:

The voting members of the G-CCM have the following rights:

- 34.1 to be oriented to the G-CCM and its functions (see Annex 2);
- 34.2 to participate in all discussions and activities of the G-CCM;
- 34.3 to participate in development of Concept Notes;
- 34.4 to sign or decline to sign Concept Notes for submission to the Global Fund.
- 34.5 to participate in the selection of PRs;
- 34.6 to participate in oversight processes and activities;
- 34.7 to receive timely advance notice for all G-CCM Meetings;
- 34.8 to receive the results/minutes of the G-CCM meetings for review and comment in a timely manner;
- 34.9 to notify the G-CCM of any member's real or potential conflict of interest;
- 34.10 to be treated as an equal partner on the G-CCM;
- 34.11 to share information and participate fully in discussions;
- 34.12 to vote on any matter, put to a vote and request a voting procedure if appropriate; and,
- 34.13 to nominate persons for G-CCM leadership positions.

35. Individual responsibilities:

Individual members of the G-CCM have the following responsibilities:

- 35.1 All G-CCM members must adhere to the terms of this Governance Manual and all procedures of the G-CCM.

- 35.2 Each G-CCM member represents the interests of their entire constituency, and not his- or herself or organization. They should share information with their constituents in an open and timely manner, and should respond to requests for additional information.
- 35.3 G-CCM members must consult their constituents regularly so that they can reflect their views and concerns in G-CCM decisions and meetings. These consultations should be reflected in the work plans that each constituency develops⁵ and demonstrate that G-CCM representatives are soliciting inputs from their constituency members and providing feedback to those same members.
- 35.4 All G-CCM members must attend and participate in all G-CCM meetings in a responsible manner. In the case where a member is unable to attend in person, the member must make sure his/her alternate attends the meetings. A G-CCM member or his/his alternate cannot miss more than 51% of G-CCM meetings in any twelve-month period. Members who do not attend at least 51% G-CCM meetings in any twelve-month period or do not send his/her alternate instead can be removed from the G-CCM based on a majority vote of the G-CCM. Depending on the original (s)election procedure, the member with the next highest votes will be asked to replace the removed member or a new representative will be nominated from within the constituency.
- 35.5 All G-CCM members during G-CCM meetings should freely share relevant experiences and information.
- 35.6 All G-CCM members must respect and abide to the G-CCM decisions.
- 35.7 All G-CCM members must declare real or perceived conflict of interests. Members should recuse themselves from the meeting when the G-CCM is discussing an issue which could have an impact on them or their organization.

36. Specific constituency responsibilities

- 36.1 Government members represent the views of, and report back to, the senior leadership of the Government of Georgia. They coordinate G-CCM activities and decisions with other national programs. They act as liaisons between the G-CCM and government agencies and ensure program sustainability.
- 36.2 Civil society organizations (NGOs, CBOs, and FBOs) must play an independent watchdog role and have a primary responsibility for advocating for community interests. Activities supporting this role should be documented in a work plan as per Global Fund Minimum Standard L.
- 36.3 People living or affected by the diseases should provide feedback on the quality and impact of the programs based on consultations with their constituent members. Activities supporting this role should be documented in a work plan as per Global Fund Minimum Standard L.
- 36.4 Private sector and academic members can share both technical and managerial expertise with the G-CCM. These sectors can provide insight into the design of the programs in terms of cost-effective interventions, as well as, provide important conduits for accessing information about state-of-the-art technological developments.
- 36.5 Multilateral and bilateral partners are essential as providers of technical and management assistance to the G-CCM. Their role should be country partnership driven, and they are well positioned to facilitate harmonization of G-CCM activities with other foreign aid initiatives in the country.

⁵ See Minimum Standard L of the Eligibility and Performance Assessment for additional information on constituency work plan development.

37. Alternate G-CCM members

- 37.1 Each constituency shall select alternate G-CCM members of the same number as the members representing the constituency in the G-CCM.
- 37.2 Each (s)electd G-CCM member will name his/her alternate. The names of all alternates must be sent to the G-CCM Secretariat for recording in the membership list.
- 37.3 Alternate members should ideally be from the senior leadership of the same organization of the regular G-CCM member; but, must at a minimum be from the same constituency.
- 37.4 An alternate member shall attend G-CCM meetings only in the absence of the member. A member shall not be represented in the G-CCM by any other person other than the alternate member.
- 37.5 It is the responsibility of each member to ensure that his or her alternate is kept fully up to date on the discussions and activities of the G-CCM.
- 37.6 An alternate member is not eligible to stand as candidate for the post of Chair or Vice-Chair of the G-CCM or any of its committees. In the absence of a Chair, an alternate member cannot replace the firm member in his or her capacity as a Chair (or Vice-Chair).
- 37.7 An alternate member shall have all other rights and privileges as the member.

G-CCM MEETINGS

- 38. The G-CCM shall hold at least six (6) meetings per year.
- 39. Per Resolution #220, extraordinary and/or additional meetings may be called by the Chair or the Vice-Chair or may be called pursuant to a request submitted to the G-CCM Secretariat by at least one-third (10 of 30) G-CCM Members who have voting rights.
- 40. If required by the agenda of the meeting, the G-CCM Secretariat may invite one or more SRs or any subject expert as a special invitee for one specific G-CCM meeting to support G-CCM discussions.
- 41. The Local Fund Agent (LFA) shall have a standing invitation to attend all G-CCM meetings. The LFA will be requested by the G-CCM Secretariat to provide an invitation to the G-CCM for all debriefings that the LFA provides to PR(s). At least one G-CCM member without any conflict of interest should be in attendance at any LFA debriefing for a PR.

42. Quorum:

- 42.1 Per Resolution #220, no decision made at a G-CCM meeting is valid unless at least two-thirds (66%) of G-CCM members or their alternates are present at the time of the decision. If G-CCM members are unable to reach quorum for a G-CCM meeting, the Chair may request that G-CCM members vote electronically on urgent issues provided that at least a simple majority agree to an electronic vote on the particular issue at hand. This electronic voting procedure, however, does not count toward the minimum requirement of six (6) meetings per year.

43. Voting & Decisions:

- 43.1 Decisions shall be made preferably by consensus; in case consensus cannot be achieved it will be by a show of hands vote or by secret ballot, if a majority of voting members request that the vote be conducted by secret ballot (e.g. for particularly sensitive issues).
- 43.2 Per Resolution #220, decisions will be taken by a simple majority provided that there is a quorum, except in the case of modifying the Governance Manual which will require a two-thirds majority vote. In the case of a tie, the G-CCM Chair will have the deciding vote.

- 43.3 The G-CCM may decide to remove a member by a two-thirds majority vote, if there is quorum in circumstances where it perceives that said member has not explicitly declared a conflict of interest and offered to be recused from participation in the relevant discussion and/or decision(s). Any such issue will be documented in the minutes of the meeting.

44. Notice and Agenda:

- 44.1 All G-CCM members must receive, by email, fax or letter, prior notice of each meeting of the G-CCM by at least one week. The notice must include the proposed agenda. The agenda may be modified, based on G-CCM member feedback, and must be approved at the start of each meeting.
- 44.2 Background papers should be sent to members at least one week prior to the meeting. PR progress reports must be included among the background papers every six months.
- 44.3 There shall be two standing agenda items for every CCM meeting, namely; 1) at the start of every meeting all G-CCM members will be asked to review the agenda and, based on this review, declare any potential conflicts of interest; and, 2) the Oversight Committee Chair will be asked to provide an update on any oversight activities and the findings, conclusions and recommendations based on those activities.

45. Minutes/Proceedings:

- 45.1 Draft minutes/proceedings of G-CCM meetings shall be prepared and distributed to all G-CCM members by the G-CCM Secretariat within two weeks of each meeting. At the following meeting, these draft minutes/proceedings shall be discussed, amended as necessary, and formally approved.
- 45.2 The G-CCM Secretariat shall distribute approved minutes/proceedings of meetings of the G-CCM sub-committees to all G-CCM members.
- 45.3 The minutes/proceedings of G-CCM meetings shall record any decisions passed by a vote, and shall record any major dissents articulated at the meeting to any such decision (unless those dissenting agree that the dissent need not be recorded in the minutes).

G-CCM LEADERSHIP

46. The G-CCM shall elect from among its members a Chair and Vice-Chair. Any G-CCM member can nominate another G-CCM member for the position of Chair or Vice-Chair. Both nominations must be seconded by another G-CCM member. Once the Chair is nominated, seconded, and elected, then the Vice-Chair will be nominated, seconded, and elected.
47. The Chair and Vice-Chair of G-CCM shall be elected by a vote of G-CCM members by a show of hands or by secret ballot voting.
48. The Chair and Vice-Chair must be from two different sectors (See G-CCM Composition Section).
49. Either the Chair or Vice-Chair must be present for the scheduled G-CCM meeting. If both are absent, the meeting will be cancelled and re-scheduled.

50. G-CCM Chair

51. The G-CCM shall have one Chair.
52. The Responsibilities of the Chair shall include:
- 52.1 call and chair G-CCM meetings;

- 52.2 propose and seek approval of the agenda and minutes of the most recent meeting at the subsequent G-CCM meeting;
 - 52.3 inform the G-CCM of the activities of the sub-committees, if any;
 - 52.4 seek the opinion of the Vice-Chair on all important matters.
53. No individual may serve more than four years as Chair. If the Chair resigns, retires or is transferred, the Vice-Chair shall serve as Chair until the position is filled, at which time the new incumbent will automatically take over as Chair for the remainder of the term.
- 54. G-CCM Vice-Chair**
55. The G-CCM shall have one Vice-Chair.
56. The Vice-Chair shall perform tasks delegated by the Chair, stand in for the Chair when the Chair is unable to fulfill his/her functions, and provide advice to the Chair as requested.
57. No individual may serve more than four years as Vice-Chair. If the Vice-Chair resigns, retires or is transferred, an election shall take place at the G-CCM meeting at which the Vice-Chair's departure is announced.

ORGANIZATIONAL STRUCTURE

The G-CCM will be comprised of committees to ensure its effective and efficient functioning. These committees will be chaired by G-CCM members who are specifically skilled to perform the required functions of the sub-committees.

58. Executive Committee

59. The G-CCM reserves the future right to constitute an Executive Committee with a specific Terms of Reference, if by a majority vote of the G-CCM, it is determined that there is need for such a Committee.

60. Oversight Committee

61. The G-CCM shall have an Oversight Committee. The Oversight Committee is not a decision-making entity; rather, it provides recommendations to the G-CCM based on the findings and conclusions from the oversight activities.
62. The role of the Oversight Committee is to: analyze reports submitted by the PR including the annual PR audit report, and conduct at least one field visit per year to each PR to monitor progress and provide guidance in addressing the challenges in implementation.
63. The Oversight Committee will be comprised of at least three members of the G-CCM from three different sectors and may include non-CCM members (either officially or as an expert pool) that have required expertise to carry out the oversight function effectively.
64. Additionally, the Oversight Committee should strive to include at least one representative from a key affected population and one person living with the disease representative.

65. Additional Committees

66. The G-CCM may set up ad-hoc committees as needs arise. Examples of such committees include: 1) the G-CCM Secretariat Performance Review Committee; 2) technical working groups; 3) a communications committee; 4) a conflict of interest committee; and, 5) a Concept Note development committee.
67. Each Committee shall conduct tasks assigned to it by the G-CCM via specific Terms of Reference, and report to the G-CCM.

68. The composition of each Committee shall be determined by the G-CCM and may include individuals who are not members of the G-CCM.
69. Each committee shall elect a Chair, who must be a member of the G-CCM.

70. G-CCM SECRETARIAT

71. The G-CCM shall establish a Secretariat and approve its Terms of Reference and operations procedures.
72. The Executive Secretary of the G-CCM Secretariat shall provide overall supervision, management, and guidance to the G-CCM Secretariat.
73. The G-CCM Chair and Vice-Chair will conduct the Performance Reviews of the G-CCM Secretariat. If additional feedback is needed, the G-CCM will constitute an ad hoc G-CCM Secretariat Performance Review Committee, to conduct the performance reviews of G-CCM Secretariat staff.
74. Each new employee of the G-CCM Secretariat hired after the endorsement of this Governance Manual will be under a probation period during the first six months of employment and undergo two performance reviews in his/her first year of employment. After one year of employment, G-CCM Secretariat staff will undergo an annual performance review.
75. The G-CCM Secretariat shall be comprised of a minimum of two full-time staff. This will include a G-CCM Executive Secretary and an Administrative Assistant.
76. The G-CCM shall approve the budget of the G-CCM, which shall include the costs for operating the G-CCM and its sub-committees.
77. The G-CCM shall identify additional sources of funding for operating the Secretariat, where possible, including cost-sharing and in-kind contributions.
78. The main responsibilities of the G-CCM Secretariat are:
 - 78.1 to coordinate the meetings of the G-CCM and its sub-committees, including: preparing draft agendas, issuing meeting reminders, distributing agendas, making logistical arrangements for members to attend meetings, preparing draft minutes, and distributing the minutes;
 - 78.2 to distribute Global Fund guidelines and other documents including concept note drafts, PR reports and other documents relevant to the functioning of the G-CCM;
 - 78.3 to coordinate annual Eligibility and Performance Assessments (EPA), and update the results and Performance Improvement Plan progress through the GF EPA electronic platform;
 - 78.4 to support oversight activities;
 - 78.5 to maintain and update distribution lists;
 - 78.6 to maintain the records of the G-CCM, including G-CCM membership lists;
 - 78.7 to issue public announcements on calls for Concept Notes;
 - 78.8 to prepare and submit reports to the Global Fund;
 - 78.9 to respond to enquiries from the Global Fund (after consultations with the G-CCM Chair);
 - 78.10 to share information with the LFA, the PRs, and other stakeholders, including members of the public;
 - 78.11 to support the work performed by Concept Note writing teams;
 - 78.12 to support the country dialogue process as part of Concept Note development;

- 78.13 to assist with the membership renewal and other membership related issues;
- 78.14 to support constituencies' engagement activities according to the work plan and budget; and,
- 78.15 to carry out other functions as specified in the G-CCM Secretariat Terms of Reference or as determined by the G-CCM Chair.

G-CCM COMMUNICATIONS AND INFORMATION SHARING

79. G-CCM members shall be provided with:

- 79.1 All important documents from the Global Fund, including guidelines and deadlines for Concept Notes and the final version of the Concept Note for submission to the Global Fund.
- 79.2 All formal correspondence from the Global Fund to the G-CCM, and vice versa, including comments of the Technical Review Panel on Concept Notes submitted by the G-CCM.
- 79.3 All current information regarding Global Fund guidelines and requirements for CCMs.
- 79.4 All important documents relating to the implementation of programs funded through Global Fund grants, including periodic reports prepared by the PR and sent to the Global Fund.
- 79.5 Copies of any information materials about the G-CCM prepared by the G-CCM Secretariat for external distribution (e.g., media releases, newsletters).
- 79.6 Up-to-date G-CCM membership lists complete with contact information.
- 79.7 Financial and operational Dashboards which should include all important strategic information on PR finances, management, programmatic outcomes, and pending actions.

80. The G-CCM will submit to the Global Fund:

- 80.1 reports on oversight activities;
- 80.2 updates on membership;
- 80.3 notice and minutes of the G-CCM meetings; and,
- 80.4 any other requested documents.

81. All information produced by the G-CCM shall be available on the G-CCM web site (<http://www.georgia-ccm.ge/>) and in particular:

- 81.1 the identities of G-CCM members and their contact information;
- 81.2 the G-CCM Governance Manual;
- 81.3 the oversight plan;
- 81.4 the conflict of interest policy;
- 81.5 the minutes of G-CCM meetings;
- 81.6 information regarding calls for and development of Concept Notes for the Global Fund;
- 81.7 the full text of all Concept Notes that have been approved by the Global Fund;
- 81.8 the full text of all grant agreements signed between the PR(s) and the Global Fund; and,
- 81.9 the full text of all "Disbursement Request and Progress Updates" submitted by the PR(s) to the Global Fund.

82. EXTERNAL COMMUNICATIONS

- 90.1 All external communications (e.g. media, Global Fund Secretariat, Government of Georgia) shall be the responsibility of the Chair and Vice-Chair. Any other G-CCM member must first seek written approval from either the Chair or Vice-Chair to communicate on behalf of the G-CCM. Note that this does not imply that a G-CCM member cannot speak as an individual or a representative of his/her organization or constituency; but, rather, must clearly define in his/her external communications that s/he is not speaking on behalf of the G-CCM. For further details, please see the G-CCM Communication Plan.

ANNEX 1: CONFLICT OF INTEREST (POLICY AND FORMS INCLUDED)

The G-CCM recognizes that conflicts of interest, whether actual, potential, or perceived, may diminish public confidence in the G-CCM as an institution and potentially hinder implementation of programs. A strong and well-implemented conflict of interest management policy helps ensure the integrity of the G-CCM and its processes, and helps protect even the most well-meaning persons whose interests, or those of an institution with which they are affiliated, or a close associate, could be affected.

For the purposes of this Governance Manual and the G-CCM's Conflict of Interest Policy, a conflict of interest is defined as follows:

When a member of the G-CCM or its committees uses his or her position to advance personal ambitions or interests, the interests of an institution with which he or she is affiliated, or those of a close associate, in a way that disadvantages or excludes others, or is otherwise detrimental to the overall effectiveness of the Global Fund programs. Conflicts of interest may be of a financial or other nature. Conflict of interest includes potential conflicts of interest and perceived conflicts of interest that should be addressed properly to ensure that programs are not compromised.

As such, the G-CCM shall develop and publish a policy to manage conflict of interest that applies to all G-CCM members, across all G-CCM functions, including any sub-committees.

The G-CCM shall apply its conflict of interest management policy throughout the life of Global Fund grants, and will present documented evidence of its application to the Global Fund on request. The policy will:

- state that G-CCM members must periodically declare conflicts of interest affecting themselves or other G-CCM members.

- state and contain a process for documenting that members will not take part in deliberations and decisions where there is conflict of interest, including decisions related to oversight, and selection or financing of PRs or SRs.

The minutes of G-CCM meetings will demonstrate that the G-CCM follows the procedures outlined in the conflict of interest policy to prevent, manage and mitigate conflict of interest.

CONFLICT OF INTEREST (COI) POLICY FOR THE GEORGIA CCM (G-CCM)

I. Definitions

1. A **conflict of interest**: When a member of the G-CCM or its committees uses his or her position to advance personal ambitions or interests, the interests of an institution with which he or she is affiliated, or those of a close associate, in a way that disadvantages or excludes others, or is otherwise detrimental to the overall effectiveness of the Global Fund programs. Conflicts of interest may be of a financial or other nature. Conflict of interest includes potential conflicts of interest and perceived conflicts of interest that should be addressed properly to ensure that programs are not compromised.
2. A **potential conflict of interest** occurs when a member of the G-CCM and/or its committees is in the position to use his/her position in such a way that a conflict of interest, as defined above, can occur.
3. A **perceived conflict of interest** occurs when a person believes or suspects on reasonable grounds that a conflict of interest, as defined above, exists on the part of a member of the G-CCM and/or his committees.
4. A **close associate** of a person includes a family member, friend, business partner, professional associate, or close associate of the person.
5. A person is **affiliated with an institution** when they are an employee or volunteer, or have a financial interest, or a technical or governance role with that institution.
6. The **jurisdiction** of the G-CCM refers to all matters in respect of which the G-CCM has the power or authority to make decisions or recommendations.
7. The presence of a **material interest** includes, but is not limited to, any one or more of the following:
 - a) being a staff member or member of an organization or institution that is a Principal Recipient, Sub-Recipient or Implementing Partner that is funded within the Global Fund program for Georgia, or that is a prospective recipient as part of a funding proposal;
 - b) being a party to a contract, or directly involved in a transaction, for the provision of goods and services to the G-CCM or an institution or organization funded by the Global Fund program for Georgia;
 - c) having a material financial interest (through being an owner, shareholder or employee, for example) in an entity that is involved in a contract or transaction for the provision of goods and services to the G-CCM or an institution or organization funded by the Global Fund program for Georgia.

II. Purpose

8. The G-CCM recognizes that conflicts of interest, whether actual, potential, or perceived, may diminish public confidence in the G-CCM as an institution. They may similarly affect programmes the G-CCM oversees, and the institutions responsible for program implementation. A strong and well-implemented conflict of interest policy helps ensure the integrity of the G-CCM and its processes, and helps protect even the most well-meaning persons whose interests, or those of an institution with which they are affiliated, or a close associate, could be affected.
9. This conflict of interest policy has, therefore been prepared to:

- a) Ensure fairness and transparency in the decision-making process of the G-CCM.
- b) Secure confidence and trust among all the stakeholders and the general public.
- c) Protect the reputation and integrity of all member organizations and representatives in the G-CCM.

III. Mandatory Declaration of Interest

- 10. Conflict of Interest disclosure shall be a standing agenda item in all G-CCM meetings.
- 11. All G-CCM members shall be required to disclose any actual, potential or perceived material interest in a matter that is placed before the G-CCM for deliberation.
- 12. G-CCM members shall make Conflict of Interest disclosures as follows:
 - a) By completing, on an annual basis, a Conflict of Interest Declaration form. If the information in the COI Declaration form changes materially, the member shall disclose such changes and revise the COI declaration.
 - b) By verbal or written notice through a Conflict of Interest Disclosure form, upon receipt of meeting agenda, of material conflict of interest in respect to proposed agenda for G-CCM meetings.
 - c) By verbal notice to the Chairperson at the start of G-CCM meeting before the meeting agenda is formally adopted.
 - d) By verbal notice when a matter in which the member has a material interest arises during a G-CCM meeting.
- 13. All declarations of interest, whether verbal or in writing, are considered to be strictly confidential once made.
- 14. The G-CCM shall regularly and consistently monitor and enforce compliance with this policy by reviewing COI declaration and taking such other actions as are necessary.
- 15. If a conflict of interest is determined to perpetually exist in relation to a member, the G-CCM shall determine how to mitigate that conflict, or recommend to the nominating sector that the member be excluded from all future meetings.

IV. Procedure for Determining and Addressing Conflict of Interest

- 16. Where declaration of interest is made in advance of G-CCMG-CCM meeting, the Secretariat shall record the declaration for discussion at the start of the meeting under the standing agenda item on disclosure of conflict of interest.
- 17. Members shall disclose any conflict of interest when the meeting starts and reaches that agenda item.
- 18. When a declaration of interest is made, the matter shall be dealt with as follows:
 - a) The Chair shall request the member to leave the room while the G-CCM considers the disclosure and determines whether a conflict of interest exists. Once a decision is reached, and duly recorded in the minutes, the member shall be invited to return to hear the results of the deliberation.
 - b) If the G-CCM determines that a conflict of interest exists, the member shall be asked to follow the procedure set out in section 19 below.
 - c) If the G-CCM determines that no conflict of interest exists, the meeting shall proceed in the usual way.

19. When deliberating on appropriate ways to address conflicts of interest, the G-CCM may consider some of the following:

- a) Personal exemption (recusal): When a matter comes before the committee for deliberation in which a member has a conflict of interest, that member shall voluntarily leave the meeting room until deliberation has ended and a decision on the matter has been reached.
- b) Conditional participation in committee meeting: The Chair allows a member to participate in the G-CCM meeting but discloses his/her interest in a matter under discussion. This option can be applied in instances where the conflict of interest is considered as minor and disclosure would be sufficient to address it.
- c) Partial participation in the G-CCM meeting: A member can be excluded from participating on an agenda item or a decision making process in which he/she has a conflict of interest but can participate in other agenda items. The member may also not be allowed to vote on the matter.
- d) Total exclusion from the meeting: A member can be excluded from a G-CCM meeting if the member is deemed to have a major conflict of interest in relation to the agenda of the meeting
- e) Should the Chairperson be the member for whom the conflict of interest arises, the Vice-Chair person or any other member so appointed, shall preside over deliberations on the matter at hand until they have been completed. The Chairperson shall follow the exemption (recusal) procedure.

20. The minutes of the G-CCM meeting shall contain:

- a) Names of the persons who disclosed or otherwise were found to have an interest in connection with an actual or possible conflict of interest, the nature of the interest, any action taken to determine whether a conflict of interest existed, and the G-CCM decision as to whether a conflict of interest in fact existed.
- b) Names of the persons who were present for discussions and votes relating to the issue, the content of the discussion, and a record of any votes taken in connection with the proceedings.

V. Special Procedures for the Selection of PRs and for G-CCM Oversight Functions

- 21. Members shall exempt (recuse) themselves from participating in G-CCM deliberations where the selection of PRs, SRs or other implementing entities in which members have an interest is being considered.
- 22. Where the Chairperson, or Vice-Chairperson, or both are from the same entity as the PR, either individual shall exempt (recuse) themselves from deliberations on the performance of the PR.
- 23. At the discretion of the other members, the member may be invited to remain for the discussion according to the procedures in Section 19 above.
- 24. Where both Chairperson and Vice-Chairperson must exempt (recuse) themselves, the G-CCM shall appoint an individual from amongst themselves to preside over the discussions.

VII. Failure to Disclose Conflict of Interest

- 25. Where the Chairperson has reasonable cause to believe that a member has not disclosed a conflict of interest, the Chair shall inform the individual in question and offer him/her an opportunity to reply.

26. Where a member of G-CCM has reasonable cause to believe that a member has not disclosed a conflict of interest, he/she shall inform the Chair. The Chair shall then inform the individual in question and offer him/her a an opportunity to reply
27. If, after hearing the response and making such other investigations or inquiries as may be reasonable, the G-CCM determines that a failure to properly disclose a conflict of interest has occurred, the Chairperson shall initiate disciplinary action which may include one or more of the following:
 - a) Delivery of a formal apology on the part of the member in question;
 - b) Suspension of the member pending further deliberation on appropriate disciplinary action; or,
 - c) Removal of the member from G-CCM.

VIII. Gifts or Preferential Favors

28. Members may not accept gifts or preferential favors under circumstances that could reasonably be construed to mean that such gift or favor is motivated by the position of the member and interests that could be substantially affected by the decisions of the G-CCM.
29. Members may not give gifts or preferential favors where it could be reasonably construed that the gift is intended to affect the policies, decisions or performance of the G-CCM or any other entity involved in the Global Fund grants.
30. Exceptions to the provisions in this section may only be made by decision of the G-CCM.

IX. Policy Dissemination and Review

31. The G-CCM Secretariat shall distribute a copy of this policy to all G-CCM members annually, along with a copy of the Conflict of Interest Declaration of Interest Form (DIF).
32. Copies of this policy and the DIF shall be posted on the G-CCM website.
33. This policy shall be reviewed annually by the G-CCM. Through the Chairperson, the G-CCM may initiate a policy review and amendment process at any time in advance of the review schedule.

**Georgia Country Coordinating Mechanism for Global Fund Grants
Conflict of Interest Declaration Form (completed annually)**

(to be used for G-CCM members who are unable to read the Georgian CoI Declaration Form
as given in Resolution #220)

I, _____ (name), pledge to comply with the Georgia Country Coordinating Committee (G-CCM) Conflict of Interest Policy.

As a G-CCM member, alternate or other interested party, I shall not discuss, advocate or vote on any matter in which I have a conflict, or potential conflict of interest, or any interest, which might reasonably appear to be in conflict with the concept of fairness when dealing with the business of the Global Fund funded Programs.

I acknowledge that a conflict of interest or a potential conflict occurs if:

- a) I have a self, monetary, or other interest, either direct or indirect; and/or
- b) The Organization that I represent may have a financial, administrative, or programmatic interest in issues or transactions under consideration in the G-CCM.

I hereby certify that I have read and understood the Conflict of Interest Policy. I confirm that I will adhere to the Conflict of Interest Policy that requires me to declare a conflict or potential conflict of interest on a particular issue to the G-CCM. In such cases, I shall excuse myself from G-CCM discussions and voting concerning the matter in question.

I further acknowledge that I am obliged to raise any conflict of interest I may be aware of amongst other members of the G-CCM or implementing organizations to safeguard the G-CCM reputation and ensure it adheres to ethical standards, and conducts business in a balanced and transparent manner.

In keeping with the above principles and those further stated in the Conflict of Interest Policy, I would like to declare as follows: For the current year: *(Tick the item that applies)*

- ☐ I do not have any foreseeable conflict of interest that relates to the functions and operations of the Global Fund grants in Georgia.
- ☐ I have a conflict of interest. (Please fill out the table below.)

Signature: _____

G-CCM Member Name: _____

Constituency: _____

Date: _____

Please, complete the table below if you have any conflict of interest to declare

NATURE OF CONFLICT OF INTEREST

Organization (Name and Address)	Type of Organization	Nature of the Conflict of Interest

**GEORGIA COORDINATING MECHANISM (G-CCM)
CONFLICT OF INTEREST DISCLOSURE FORM**

**TO BE FILLED BY MEMBERS WITH CONFLICT OF INTEREST ONLY PRIOR TO OR
DURING G-CCM MEETINGS**

TITLE (Mr./Mrs./Ms./Dr./Prof.	
NAME	
ORGANIZATION	
CONSTITUENCY REPRESENTED	
DISCLOSURE	
☐ I have conflict of interest on the following agenda items: 1. 2. 3. 4.	
Provide details of the conflict of interest	
SIGNED	
DATE	

ANNEX 2: ORIENTATION PROCEDURES FOR NEW G-CCM MEMBERS

Background: Persons (s)elected to be members of the G-CCM are often unfamiliar with the functioning, roles, and responsibilities of the G-CCM and may also only recently have become familiar with the Global Fund. A well-functioning G-CCM requires the full engagement of all of its members whether they are long-standing incumbents or recent additions. As such, it is necessary that returning G-CCM members provide an orientation to their newest members. The G-CCM Secretariat also has a key responsibility to ensure new members are well informed to fulfill their roles as G-CCM members.

Suggested Orientation Procedures:

- 1) The G-CCM Secretariat should develop a brief package of general Global Fund materials and G-CCM specific materials to be distributed to new G-CCM members prior to their attendance at their first G-CCM meeting. This package of materials can either be in hard or soft copy and should include:
 1. List of current G-CCM members
 2. List of current grants
 3. Summary overview of each grant (programmatic objectives; PR and SRs list; budget breakdown by main headers; and main activities being implemented)
 4. The G-CCM Governance Manual
 5. The GF Guidelines on Country Coordinating Mechanisms
 6. Briefer (Georgia Country Coordinating Mechanism: Operations and Principles) with links (www.theglobalfund.org)
- 2) Prior to the first G-CCM meeting, the G-CCM Secretariat should meet with the new member(s) to: a) provide a general briefing to the member about G-CCM procedures; and, b) clarify any issues the member may have from the orientation package materials.
- 3) Prior to the first G-CCM meeting the G-CCM Chair and/or Vice-Chair(s) along with two or three senior members of the G-CCM should hold a brief informal discussion with the new G-CCM members. This is to ensure that the new members have read the orientation materials and that any questions that they may have will be answered before the first G-CCM meeting.
- 4) At the first G-CCM meeting with new members, extra time should be given on the agenda to allow for introductions of both new and incumbent members. Returning G-CCM members should be encouraged to speak about their experiences on the G-CCM and their current responsibilities (for example, orienting new members on the various committees). The G-CCM Chair or Vice-Chair(s) should briefly review the G-CCM Meeting Procedures and ensure that any questions that new members may have are answered.
- 5) For the first three months of a new member's tenure on the G-CCM, the G-CCM Secretariat team should make itself available and offer information as necessary to the new member, and if desired, an experienced G-CCM member should be partnered with the new member to meet informally after G-CCM meetings to ensure that the new G-CCM member understood all of the meeting's procedures.
- 6) Orientation procedures should be reviewed annually by the G-CCM Secretariat for their conformity to GF CCM guidelines. A similar procedure can be used to orient new non-G-CCM Oversight Committee members.

ANNEX 3: ROADMAP FOR THE EVOLUTION AND TRANSITION OF THE G-CCM

Background: The Global Fund under the New Funding Model currently categorizes countries eligible for its funding into four bands based on two criteria; namely, the disease burden within the country, and its income level/ability to contribute to the disease response. As countries improve their economic situation or income level, they are required to contribute a greater percentage of domestic funding to combat the three diseases. Eventually, if a country surpasses the level of upper middle income, it is expected that it will transition completely away from relying on Global Fund grants for its national programs. Georgia, which was classified in 2015 as upper-lower middle income, may face this prospect. Thus, early planning for the transition of the G-CCM can better ensure its continuance for when Global Fund funding may cease.

Objective: The objective of this roadmap is to provide a broad outline with sequenced steps to allow for G-CCM functions and responsibilities to increasingly transition to one or more designated national entities. In this way, the G-CCM in a planned and staged manner exits from the coordination and oversight role while one or more national entities take over its responsibilities. A full transition plan will need to be developed at a future date which should also include the identification of risks and risk mitigation strategies associated with transition, phases of transition, specific benchmarks to be met for each phase, how responsibilities and accountabilities will shift to national structures, and activities to be implemented in order to meet the identified transition. The management of the transition should be monitored and controlled by a working group.

When should transition planning occur: While, as previously mentioned, transition planning should begin as soon as possible, either of the two following situations should trigger the immediate discussion and development of a transition plan.

1. There is a notification by the Global Fund of a decrease in financial resources for the country; or,
2. There is increased capacity of national structures to fulfill the roles and responsibilities of the G-CCM while also meeting the Global Fund's requirements and minimum standards for country coordinating mechanisms.

Guiding principles:

1. Process should be led by national stakeholders;
2. Whatever transition structure is developed should continue to maintain the values of transparency, inclusivity, and accountability;
3. A mapping and assessment should be conducted on pre-existing structures and national capacity, including structure and resources and if there are more natural counterparts or coordination mechanisms;
4. Informed by the country context;
5. Once the transition plan has been developed, the transfer of responsibilities, authorities, and accountability should be tracked by a working group to ensure successful transfer to a national counterpart organization. Once a complete transfer has occurred the G-CCM should be dissolved; and,
6. A summary report, including all agreed-upon arrangements, should be prepared documenting all of the steps in the transition and shared with all involved stakeholders.