

**Kenya Coordinating Mechanism  
For  
Global Fund to Fight AIDS, Tuberculosis and Malaria**

**KCM CONSTITUTION**

**Revised July, 2014**

## **I. Introduction**

1. The purpose of the Global Fund to Fight AIDS, Tuberculosis and Malaria (herein referred to as The Global Fund) is to attract and disburse additional resources through public-private partnership aimed at making sustainable and significant contribution to the reduction of infections, illness and death, thereby mitigating the impact of HIV and AIDS, Tuberculosis and Malaria.
2. The Global Fund recognises that only through country driven, coordinated and multi-sectoral approach involving all relevant partners will additional resources have a significant impact on the reduction of the burden of the three diseases. Thus, several actors must be involved in the development of proposals and in making decisions on the allocation and utilisation of the Global Fund resources. To achieve this, the Global Fund expects a broad range of stakeholders at country level to be involved in proposal development and monitoring of the implementation of the approved proposals.
3. The Kenya Coordinating Mechanism (herein referred to as KCM) is established in response to the requirements and recommendations of the Global Fund as an overall country partnership body guiding the allocation and use of the Global Fund resources.

## **II. Mandate of the KCM**

4. The KCM mandate is to attract funds from The Global Fund for the HIV and AIDS, Tuberculosis and Malaria programmes and coordinate, monitor, evaluate and support the implementation of the Global Fund grants. It is responsible for ensuring that the Global Fund proposal is country owned and implementation is country driven.

## **III. Guiding principles**

5. The KCM shall adhere to the following principles in conducting its affairs:
  - 1) National ownership of Global Fund grants: KCM will ensure Global Fund supported programmes are nationally owned by all stakeholders and respect country partnership-led structures and implementation processes that build on existing national programmes
  - 2) Commitment to improving Global Fund Grants' performance: The KCM will establish and operationalise adequate systems for overseeing Global Fund grants implementation.
  - 3) Broad representation of stakeholders: The KCM will ensure all relevant stakeholders with an interest in fighting one or more of the three diseases are represented in the KCM taking into account gender and people affected by AIDS, TB and Malaria.
  - 4) Transparency and accountability: KCM shall disclose information on its activities to relevant stakeholders using appropriate communication channels. KCM should have mechanisms for ensuring accountability of members to their constituencies.
  - 5) Equality: All members of the KCM shall be treated as equal partners, with full rights to participation, expression and involvement in decision-making

#### **IV. Roles of Kenya Coordinating Mechanism**

6. The roles of the KCM are as follows:
  - 1) To coordinate the submission of one national proposal to the Global Fund, through a formal, transparent and documented process
  - 2) To select one or more appropriate organisations(s) to serve as the Principal Recipient(s) for a Global Fund grant through a transparent and documented process
  - 3) To oversee the implementation of activities under the Global Fund approved programmes, including approving major changes in the implementation plans of the Global Fund grants as necessary
  - 4) To evaluate the performance of the Global Fund programmes and the Principal Recipients, and submit a request to Global Fund for continued funding of programmes.
  - 5) To ensure linkages and consistency between Global Fund assistance and other resources available in support of national HIV and AIDS, Malaria and Tuberculosis programmes
  - 6) To ensure all relevant constituencies are involved in the decision-making process and provide information on the Global Fund grants, such as calls for proposals, decisions of the KCM and detailed information on approved proposals, to a wide range of stakeholders

#### **V. Structure of Kenya Coordinating Mechanism**

7. The Kenya Coordinating Mechanism shall comprise a National Oversight Committee (NOC) and the three Inter-Agency Coordinating Committees (ICCs) for Malaria, Tuberculosis and HIV and AIDS.
8. The three ICCs shall each have a technical committee for Global Fund related activities. These shall be 1 technical committee for HIV and AIDS ICC, 1 technical committee for Malaria ICC and 1 technical committee for Tuberculosis ICC.
9. The National Oversight Committee provides overall leadership for the coordination of the Global Fund grants in Kenya. The Technical Committees serve as sub-committees of the ICCs responsible for undertaking detailed Global Fund related technical tasks and making recommendations to the respective ICCs. The recommendations are then forwarded to the NOC by the respective ICCs.
10. The specific functions of the NOC are:
  1. To coordinate and submit a national proposal to The Global Fund
  2. To ensure a transparent and documented process for selection of principal recipient(s) is followed and approve the principal recipient(s) recommended by Technical Committees
  3. To oversee the implementation of activities under the Global Fund approved programmes, including approving major changes in the implementation plans of the Global Fund grants as necessary
  4. To evaluate the performance of Global Fund grants and Principal Recipients, including major changes to programme plans, and submit requests for continued funding for Global Fund grants
  5. To ensure linkages between GF assistance and other assistance and programmes in line with national priorities

6. To ensure all relevant constituencies are involved in the decision-making process for the Global Fund grants

11. The functions of the Inter-agency Coordinating Committees are:

1. To identify national priorities and gaps in programmatic, technical, and geographic coverage or financial support
2. To facilitate and coordinate the process of preparing a national proposal for the Global Fund
3. To submit Global Fund proposals to NOC for approval and submission to the Global Fund
4. To select, through a transparent and documented process, and recommend principal recipient(s) for approval by the NOC
5. To review the implementation of Global Fund activities, including major changes to programme plans and make recommendations to the NOC.
6. To review the performance of Global Fund grants and Principal Recipients and make recommendations to the NOC
7. To ensure the harmonization of GF grants with national priorities and other resources for the three disease programmes

## **VI. Composition of the National Oversight Committee**

12. The National Oversight Committee (NOC) is composed of 18 members representing the Government of Kenya (GoK), Government parastatals, Non-Governmental Organisations (NGOs), Faith Based Organisations (FBOs), Persons affected by the diseases, key populations, Bilateral and multilateral development partners and Private Sector (formal and informal private sector). The Government constituency shall be represented by Government Ministries and Agencies.

13. The number of members representing each constituency is as follows:

- |  |           |
|--|-----------|
| 1. The Government of Kenya:                  | 5 Members |
| 2. Non-Government Organisations:             | 1 Member  |
| 3. Faith Based Organisations:                | 2 Members |
| 4. Persons infected/affected by the disease: | 3 Member  |
| 5. Bilateral Development Partners:           | 2 Members |
| 6. Multilateral Development Partners:        | 2 Members |
| 7. Private Sector:                           | 2 Members |
| 8. Key populations:                          | 1 Member  |

14. A Principal Recipient shall not be selected as a member of NOC

15. Ex-officio members of NOC shall include:

- 15.1 The KCM Secretariat Coordinator who shall serve as the secretary of NOC
- 15.2 Chairpersons of Inter-Agency Coordinating Committees (ICC) for Malaria, Tuberculosis and HIV and AIDS.
- 15.3 Principal Recipients

16. Ex-officio members shall have no voting rights in the NOC

17. NOC observers and guests: The NOC shall invite observers and guests to attend and speak during its meetings. The observers and guests shall have no voting rights in the NOC

#### **VII. Selection of NOC members**

18. The National Oversight Committee shall issue general guidelines on member selection to constituencies to ensure the selection process meets the Global Fund eligibility requirements and minimum standards. The guidelines will include an affirmative action for selection of women and youth.
19. The National Oversight Committee members shall be selected by their own constituencies based on a transparent and documented process developed by the respective constituency. The documented process shall be filed with the KCM secretariat and approved by the NOC prior to a member assuming office.

#### **VIII. Representation at the National Oversight Committee**

20. A member of NOC shall be an organisation selected to represent the constituencies outlined in clause 13. The organisation selected shall identify the name of the person to represent it in the NOC.
21. Non-Government organisations and development partners shall be represented by a person at senior management level. The Government of Kenya shall be represented by highest of the Ministry or Agency.

#### **IX. Alternate NOC members**

22. Each constituency shall select alternate NOC members of the same number as the members representing the constituency in the NOC.
23. An alternate member shall be selected through the same process as that applied in selecting the member.
24. An alternate member for Non-Government constituencies shall be from an organisation different from that of the member. An alternate member for the Government constituency shall be from the same organisation as that of the person representing the member organisation.
25. An alternate member shall attend NOC meetings only in the absence of the member. A member shall not be represented in the NOC by any other person other than the alternate member.
26. An alternate member shall have the same rights and privileges as the member.

#### **X. Term of Office**

27. The term of office for Non-Government NOC members shall be two years with an option of re-election by their constituencies. A member of the Non-Government constituency shall serve for a maximum of two consecutive terms.
28. A member shall be removed from the NOC under the following conditions:
  - 1) Resignation of a member from NOC
  - 2) Withdrawal of the organization by the nominating constituency
  - 3) The nominating organization ceases to exist
  - 4) Absence of a member from a non-government constituency from three consecutive NOC meetings

- 5) A member does not observe the KCM constitution, conflict interest policy and laid down standard operating procedures
29. Upon removal of a member from the NOC, the affected constituency will be notified by NOC to nominate another member within a specified period. The procedures applied in nominating the withdrawn member will be applied in nominating a new member.
30. The new member shall serve the remaining period of term of office of the member being replaced.

#### **XI. Rights and responsibilities of NOC members**

31. Each members of the NOC shall have the following rights:
  - 25.1 To be a candidate for various NOC positions
  - 25.2 To nominate persons for the NOC positions
  - 25.3 To vote on any matter put to vote
  - 25.4 To participate in all deliberations and activities of NOC
32. Each members of the NOC shall have the following responsibilities:
  - 26.1 Observe the constitution and procedures of the NOC
  - 26.2 Attend and actively participate in all NOC meetings
  - 26.3 Freely share relevant experience and information with NOC members
  - 26.4 Respect the decisions of NOC and act accordingly
  - 26.5 Consult regularly with his/her constituency in order to fairly and accurately represent views of the constituency at the NOC meetings
  - 26.6 Abide by the conflict of interest policy of the NOC

#### **XII. Officials of the National Oversight Committee**

33. The NOC shall have a one chairperson and one vice chairperson. The Chairperson shall be from the Government constituency and while the Vice Chairperson shall be from non-government constituencies.
34. The Chairperson and Vice Chairperson should not be from an organising serving as a principal recipient

#### **XIII. The National Oversight Committee Chairperson**

35. The chairperson of the NOC shall be selected from the Government constituency. The Government members shall select the official to be chairperson of the NOC through consensus and present the official selected to the NOC for formal endorsement.
36. The term of office for the Chairperson shall be two years from the date of selection. Where the government representative leaves the organisation represented in the NOC, the in-coming government representative becomes the chair for the remaining period of the term.
37. The chairperson shall have the following responsibilities:
  - 1) Convene NOC meetings
  - 2) Chair NOC meetings
  - 3) Ensure NOC affairs are conducted in accordance with the constitution of KCM
  - 4) Ensure NOC meets the Global Fund minimum eligibility criteria at all times

- 5) Ensure NOC executes its roles effectively
- 6) Where necessary, delegate certain responsibilities to NOC Vice Chairperson and Technical Committees

38. Removal from office

35.1 The position of the Chairperson shall be declared vacant in the following instances:

- 1) Voluntary resignation of the chairperson
- 2) Resignation of the chairperson from membership of the NOC
- 3) Absence from three consecutive NOC meetings
- 4) Death or incapacitation

35.2 If the position of the Chairperson falls vacant due to reasons in clause 35.1, the government member next in the alphabetical order becomes the chairperson.

**XIV. The National Oversight Committee Vice Chairperson**

39. The NOC Vice Chairperson shall be elected from among Non-Government NOC members

40. Candidates for the vice chairperson shall be proposed and seconded by NOC members

41. The Vice Chairperson shall be elected by a simple majority vote of the NOC members

42. At least two-thirds of the NOC members must be present in the NOC meeting that elects a vice chairperson

43. The term of office for the Vice Chairperson shall be 2 years from the date of election. The Vice Chairperson shall serve for a maximum of two consecutive terms.

44. The Vice Chairperson shall have the following responsibilities:

- 1) Convene NOC meetings in the absence of the Chairperson
- 2) Chair the NOC meetings in the absence of the Chairperson
- 3) Perform tasks delegated by the Chairperson

45. Removal from office - The post of the Vice Chairperson shall be declared vacant in the following instances:

- 1) Voluntary resignation as Vice Chair
- 2) Resignation of the Vice Chair from the NOC
- 3) Formal withdrawal by the representing organisation as its representative
- 4) Absence from three consecutive NOC meetings without notice
- 5) Death or incapacitation

46. If the post of the Vice Chairperson falls vacant, election of a new Vice Chairperson shall take place in the NOC meeting in which the Vice Chairperson's departure is announced or, if the NOC meeting does not have two-thirds of the members present, in the next NOC meeting.

47. The procedures for electing a Vice Chairperson shall be followed.

**XV. Committees of the NOC**

48. The NOC shall have a standing management committee and appoint ad-hoc committees as and when necessary to undertake tasks delegated by the NOC.

## **XVI. Management committee**

49. The NOC shall have a Management Committee. Members of the Committee must be NOC members.
50. The Management Committee shall be composed of the NOC Chair, the Vice-Chair, and five other members as are elected by the NOC.
51. Any NOC member is eligible to be chosen for membership of the Management Committee. The Management Committee members shall serve for a maximum of two-year term with an option of being renewed once.
52. The NOC Chair and Vice-Chair shall serve as Chair and Vice-Chair of the Management Committee.
53. The responsibilities of the Management Committee shall be to:
  - i. Conduct those tasks specifically assigned to it at a full meeting of the NOC.
  - ii. Make emergency decisions between regularly scheduled meetings of the NOC, when it is not practical or possible to organize a full meeting of the NOC.
  - iii. Determine and review the structure and establishment of the KCM secretariat
  - iv. Supporting NOC to make decisions and address issues arising in between meetings
  - v. Oversee the operations of the NOC secretariat
  - vi. Support NOC in coordination of the oversight of the Global Fund grants including reviewing grant dashboards and synthesizing recommendations for the NOC and facilitating field visits
  - vii. Coordinate the development of the KCM operational plan
  - viii. Support the secretariat to prepare for NOC meetings in order to harmonise and consolidate the issues presented to the NOC meeting
54. The Management Committee shall meet monthly. The committee shall hold extra-ordinarily meetings as deemed necessary.
55. The Management Committee shall present its report to the NOC during the ordinary meetings.

## **XVII. ICC Technical Committees**

56. The three Inter-agency Coordinating Committees for Malaria, Tuberculosis, and HIV and AIDS shall each have a technical committee to deal with the Global Fund grants for Malaria, Tuberculosis and HIV and AIDS.
57. The Technical Committee members shall be selected from among the members of ICC for Malaria, Tuberculosis and HIV and AIDS and be drawn from among the following constituencies:
  - 1) Government of Kenya
  - 2) Civil Society Organisations
  - 3) Development Partners
  - 4) Persons affected by the disease
  - 5) Faith Based Organisations
  - 6) Academic and Research Institutions
  - 7) Private Sector



8) Technical partners

58. The Technical Committees shall co-opt experts in areas where they lack skills to enhance their capacity to implement their functions.
59. Principal recipient(s) shall not be members of the technical committees
60. The Technical committees shall elect a chairperson and vice chairperson from among its members. The chairperson and the vice chairperson shall be elected by simple majority.
61. The technical committees shall report to the ICCs and the ICC Chair shall present relevant reports to the NOC.

**XVIII. National Oversight Committee meetings**

62. The NOC shall hold four ordinary meetings in a year. There will be one ordinary NOC meeting per quarter.
63. The Chairperson shall call extra-ordinary NOC meetings as deemed necessary.
64. The Chairperson may call an extra-ordinary NOC meeting if 30% of the NOC members request for such a meeting by stating the nature of the business and agenda of the meeting. Members shall make such a request through a formal letter signed by 30% of the NOC members.
65. The meetings of NOC shall be conducted in English Language
66. Decisions of the NOC shall be made by consensus or voting. Consensus shall be the preferred method.
67. In the event that a member requests for a vote, voting shall be done through show of hands or secret ballot. NOC members shall decide which of the two voting methods to use.
68. Normally the chairperson does not vote. But in case of a tie the chairperson shall cast a vote.
69. There shall be no proxy voting.

**XIX. Quorum of the National Oversight Committee meetings**

70. The quorum for NOC meetings will be fifty percent of the NOC members except in instances specified in this constitution.

**XX. Notice and agenda of the NOC meeting**

71. The notice for NOC ordinary meetings, the provisional agenda, and relevant documents shall be received by members of at least 10 working days to the date of the meeting.
72. The NOC shall have a standing agenda which shall not be limited to reports of NOC committees, performance report for Global Fund grants and progress update against KCM work plan.

**XXI. Minutes of the NOC meeting**

73. Minutes of each NOC meeting shall be prepared and distributed to NOC members by the Secretariat.

## **XXII. Meetings of the Technical Committees**

74. Technical committees shall meet at least once a month. The meetings shall be convened by the Technical Committee Chairperson or Vice Chairperson in the absence of the Chairperson.
75. The quorum for the Technical Committee meetings shall be fifty percent of the members.

## **XXIII. KCM and ICC Secretariats**

76. KCM shall establish a secretariat to coordinate and support its activities. The Secretariat shall be headed by a Coordinator and assisted by appropriate staff to be determined by NOC.
77. The KCM secretariat shall have the following responsibilities:
  - a. Coordinate the implementation of KCM constitution
  - b. Ensure effective operation of the KCM two tier committee structure
  - c. Provide technical support to KCM and its committees to implement their activities
  - d. Organise management meetings of NOC and its committees
  - e. Communicate with NOC members and stakeholders
  - f. Support the KCM to run its affairs on a day to day basis
  - g. Documenting and maintaining record of all grants in the country
78. Detailed terms of reference for the KCM secretariat shall be developed and approved by NOC.
79. Each ICC shall establish its own secretariat to coordinate the activities of the ICC including the ICCs roles on the coordination and oversight of the Global Fund Grants.
80. The ICC secretariats shall have the following responsibilities related to the ICC roles in Global Fund grants oversight.
  - a. Support the ICC to implement the day to day activities related to the Global Fund oversight
  - b. Organise and manage meetings of the ICC Technical Committee for Global Fund grants
  - c. Support the ICC to implement the decisions made by NOC
  - d. Prepare and circulate the ICC reports to the NOC and other stakeholders
  - e. Document and maintain all records of ICC activities related to the Global Fund
  - f. Work closely with the KCM secretariat to facilitate the KCM oversight field visits.
81. Detailed terms of reference for the ICC secretariats shall be developed and approved by the respective ICC.
82. The KCM and ICC secretariats shall establish modalities for linkage and coordination of their activities for effective operation of the KCM two tier structure.

**XXIV. Conflict of Interest**

83. The NOC shall make every effort to ensure that there is no conflict of interest in its affairs. A written conflict of interest policy and operational procedures shall be developed to mitigate or minimise conflict of interest in the NOC.

**XXV. Amendments to the constitution**

84. Two thirds of the NOC members may amend any clause in this constitution at a duly convened meeting of the NOC.