



**Millennium
Development
Authority**
Economic Growth and Poverty Reduction



SUMMARY OF THE 8TH MEETING OF THE BOARD OF DIRECTORS OF THE MILLENNIUM DEVELOPMENT AUTHORITY

DECEMBER 2, 2015

9:00 A.M., MiDA BOARD ROOM, ACCRA

The following is a summary of the 8th meeting of the Board of Directors of the Millennium Development Authority (“MiDA”) held at the MiDA Board Room, Accra on the above-mentioned date and time and for which Notice was duly given in writing on November 24, 2015.

The meeting was convened pursuant to (i) the Millennium Challenge Compact between the United States of America, acting through the Millennium Challenge Corporation (“MCC”), and the Government of the Republic of Ghana (the “*Government*”), executed on August 5, 2014 (the “*Compact*”); and (ii) the Program Implementation Agreement, by and between the United States of America, acting through MCC, and the Republic of Ghana, dated August 5, 2014 (the “*PIA*”). Capitalized terms used but not defined herein shall have the meanings given such terms in the Compact.

1. BOARD MEMBERS PRESENT AT THE MEETING:

VOTING MEMBERS

- Prof. Samuel Sefa-Dedeh, Chairman of the Board, Government of Ghana Principal Representative
- Honourable Akwasi Opong-Fosu, Minister of State, Office of the President
- Honourable Emmanuel Armah-Kofi Buah, Minister of Petroleum
- Dr. Alfred K. Ofose Ahenkorah, Representative for Minister of Power
- Mr. Kwabena Boadu Oku-Afari, Representative for Minister of Finance
- Mr. George Ahadzie, Representative, Ghana Association of Private Voluntary Organizations in Development (GAPVOD)
- Ing. Owura K. Sarfo, Chief Executive Officer (“CEO”), MiDA

OBSERVERS

- Mr. Lawrence Apaalse, Representative for Minister of Petroleum
- Ing. Isaac Kirk Koffi, Board Chair, Northern Electricity Distribution Company (NEDCO)
- Elisabeth Feleke, MCC Deputy Resident Country Director

APPOLOGIES

- Honourable Nana Oye Lithur, Minister for Gender, Children and Social Protection
- Dr. Tony Oteng-Gyasi, Representative, Association of Ghana Industries

IN ATTENDANCE

- Yvonne A. Fiadjoe, Board Secretary, MiDA

2. DISCUSSION AND ACTION ITEMS

a. Approval of the Minutes of the 7th Board Meeting of September 2, 2015.

The Board reviewed the Minutes of the meeting held on September 2, 2015 and approved same with some amendments.

b. Approval of the Minutes of the 4th Special Meeting of the Board held on November 5, 2015

The Board reviewed the Minutes of the 4th Special Meeting held on November 5, 2015 and approved same with some amendments.

3. MATTERS ARISING:

a. Stakeholder Committee for ECG PSP

The Chairman stated that it was urgent to establish the ECG PSP Stakeholder committee and emphasized the need for the Board to provide guidance on this matter.

The Chairman consequently explained that in accordance with Section 5.2 of the PIA, the Stakeholder Committee must be selected in accordance with the procedure prescribed by MCC. The Chairman further indicated that in constituting the various Stakeholder Committees, MiDA must write to the respective institutions and request that the institution nominates a representative for the respective Stakeholder Committee. The CEO was therefore directed to write and request nominees from the various institutions identified to serve on the Stakeholder Committee for the ECG PSP.

b. Transaction Structuring Report (TSR)

The CEO indicated that MiDA received the TSR from IFC on November 9th, 2015 and it was thereafter distributed to all stakeholders. Stakeholders were requested to provide comments on the TSR by December 7th, 2015. The Chairman further requested that in light of the voluminous documentation, MiDA should summarize the key issues in the TSR, requiring GoG decisions and present that to the Minister of Power.

The Representative for the Minister of Power explained that the Ministry is constituting a Task Force with all relevant stakeholders. This Task Force will provide recommendations on the TSR which will guide the Minister of Power in putting together decisions concerning the TSR.

The Chairman requested all Ministers on the Board to endeavor to be present during the Special Board meeting which will agree on the key decisions on the TSR.

c. Procurement and Approval Framework for ECG PSP Transaction

The Chairman explained that it is anticipated that a Special Board Meeting will be held on December 11th, 2015 to deliberate on the proposals within the TSR from the various Stakeholders and take a consensus based decision upon which a Cabinet memo will be prepared for approval.

d. Representation of PEF on the MiDA Board

The Chairman requested that the CEO writes to PEF to provide MiDA with a nominee for the Board in light of Dr. Prosper Adabla's untimely death.

e. Lawsuit

The Secretary briefed the Board on the Lawsuit. On November 4th 2015, the Office of the Attorney General was served with a writ of summons and statement of claim in which the Plaintiffs *inter alia* sought to stop the "privatization of ECG" and stated that the Divestiture and Implementation Committee, under the Divestiture of State Interests Act and not MiDA should carry out the privatization of ECG. The Defendants in the matter are the ECG, Ministry of Power and the Attorney General's Department. MiDA is not a Defendant in the matter.

f. Update on EIF

The Secretary briefed the Board on the issue relating to the ratification of the Compact under Article 75 of the Constitution. The Secretary explained that since the Compact is an international treaty between the Republic of Ghana and the United States of America, the Compact needs to be ratified under Article 75 of the Constitution.

5. APPROVAL OF COMPACT IMPLEMENTATION FUNDING (CIF) DISBURSEMENT REQUEST NUMBER 3

The CEO of MiDA with the permission of the Chairman and the Board invited Mr. John Boakye, the Chief Financial Officer (CFO) of MiDA to present the Disbursement Request which was based on the Quarterly Multi-Year Financial Plan and Work Plan. The CFO explained that MiDA is requesting the approval of the Disbursement Request and spending authority for the period January 1, 2016 to March 31, 2016. The disbursement request was subsequently approved by the Board.

Tax Exemptions

The CFO explained that in accordance with the terms of the Compact, all MCC funding is to be free from the imposition of taxes, duties, levies, contributions or similar charges. The CFO explained that he was informed by the Ghana Revenue Authority that the tax regime for the resources from the Compact has changed.

MiDA requested a formal letter from the Ghana Revenue Authority to indicate what the process for tax exemptions will be going forward so the former would comply with same.

6. UPDATE ON RECRUITMENT OF STAFF

The CEO stated that all Key Staff had been recruited. He further noted that to date, almost all the positions listed on the organizational structure had been filled.

7. PERFORMANCE MANAGEMENT SYSTEM FOR CEO

The CFO and HR Manager explained that the terms of the performance management system for the CEO were derived from the Public Service Commission's (PSC) document for CEOs and the CEO's contract. The proposed Performance management system for the CEO was adopted by

the Board.

a. Performance Management System for MiDA Staff

The CEO explained that, MiDA had to develop and put in place a performance management system for staff to adequately measure staff performance. The proposed performance management system for staff was approved by the Board.

8. ANY OTHER BUSINESS

a. Internal Audit Plan

Due to time constraints, the discussion on the Internal Audit plan was deferred to the next board meeting