



## SUMMARY OF THE 9TH MEETING OF THE BOARD OF DIRECTORS OF THE MILLENNIUM DEVELOPMENT AUTHORITY

**JANUARY 27, 2016**

**3:00 P.M., MiDA BOARD ROOM, ACCRA**

The following is a summary of the 9<sup>th</sup> 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 January 20, 2016.

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
- Mr. George Ahadzie, Representative, Ghana Association of Private Voluntary
- Mr. Mawutor Ablo, Representative for Minister of Gender, Children and Social Protection
- Mr. George Tettey, Representative for Minister of Power
- Dr. Asamoah –Baah, Representative for Minister of Finance
- Ing. Owura K. Sarfo, Chief Executive Officer, MiDA
- Mr. Lawrence Apaalse, Representative for Minister of Petroleum

#### **OBSERVERS**

- Ing. Isaac Kirk Koffi, Board Chair, Northern Electricity Distribution Company (NEDCO)
- Mrs. Elizabeth Feleke, MCC Deputy Resident Country Director (DRCD)

#### **APOLOGIES**

- Honourable Akwasi Opong-Fosu, Minister of State, Office of the President

**ABSENT**

- Honourable Dr. Ekwow Spio- Garbrah, Minister for Trade and Industry

**IN ATTENDANCE**

- Ms. Yvonne Fiadjoe, Board Secretary, MiDA
- Mr. Julius Kpekpena, Chief Operating Officer, MiDA

**2. DISCUSSION AND ACTION ITEMS****a. Approval of the Minutes of the 8<sup>th</sup> Board Meeting of December 2, 2015.**

The Board reviewed the Minutes of the meeting held on December 2, 2015 and approved same.

**b. Approval of the Minutes of the 5<sup>th</sup> Special Meeting of the Board held on December 17, 2015**

The Board reviewed the Minutes of the 5<sup>th</sup> Special Meeting held on December 17, 2015 and approved same with some amendments.

**3. MATTERS ARISING:****a. Letter to Major Rtd. (Dr.) Alhaji Mustapha Ahmed**

The CEO indicated that during the 8<sup>th</sup> Meeting of the Board which was held on December 2, 2015, the Honourable Minister of State for Development Authorities indicated that he will seek advice regarding the nature of the letter to be issued and revert. This matter was still outstanding.

**b. Stakeholder Committee for the ECG PSP Transaction**

The CEO reported that MiDA has written to all the identified stakeholders and had received the nomination from the Energy Foundation. MiDA will follow up with the other stakeholders on their respective nominees for the Stakeholder Committee for the ECG PSP Transaction.

**c. Private Enterprise Federation (PEF) Nominee for MiDA Board**

The CEO explained that PEF had nominated a representative to replace the late Dr. Prosper Adabla on the Board.

**d. Status of Cabinet Memorandum for the ECG PSP Transaction**

The CEO gave an update on the status of the Cabinet Memorandum. He indicated that the Ministry of Power in conjunction with the Ministry of Finance, had submitted a cabinet memorandum to Cabinet on the transaction structure for the ECG PSP transaction.

**e. Ratification of the Compact under Article 75**

The Board Secretary explained that she had been working closely with the Ministry of Finance to prepare the Cabinet memorandum for the ratification of the Compact in accordance with Article 75 of the Constitution.

## **f. Law Suit related to ECG PSP in Ghana**

The Board Secretary explained that the writ of summons commencing the action was issued by the Plaintiffs on 3<sup>rd</sup> November 2015 in the Human Rights Division of the High Court, Accra against the Attorney General as 1<sup>st</sup> Defendant, The Minister of Power as 2<sup>nd</sup> Defendant and the Electricity Company of Ghana as 3<sup>rd</sup> Defendant. The legal action is based on a publication in the Daily Guide Newspaper of 8th October 2015 which stated that ECG was being ‘privatized’ and that MiDA had been appointed by Government to lead the privatization process.

## **5. 2016 INTERNAL AUDIT PLAN**

The CEO requested the permission of the Board to invite the MiDA Internal Audit Director, to participate in the discussions on the matter. The CEO explained that the Internal Audit Plan will inform the work of the Internal Audit Department for 2016 and since the Internal Audit Director reports functionally to the Board and administratively to the CEO, it was necessary for the Board to approve the Plan. The CEO then requested the Internal Audit Director to present the Internal Audit Plan.

The Internal Audit Director, explained that his role, amongst others, is to review the effectiveness of MiDA’s risk management and control systems. In this regard, the Internal Audit Plan was divided into quarters in order to facilitate the quarterly reporting to the Board and MCC. With regard to the projects, the Internal Audit Director advised that his department will assist in ensuring that projects are completed within budget and deliver what they are supposed to do.

In addition, he noted that his role entails ensuring that agreed audits are carried out, and recommendations are implemented in order to improve the overall compliance and control environment of MiDA.

The Board approved the Internal Audit Plan, as submitted.

## **6. RECRUITMENT OF GIS CONSULTANT**

The CEO requested the permission of the Board to invite the Director of Procurement and Chief Financial Officer to participate in the discussions.

The CEO explained that MiDA needs to recruit a GIS consultant. The method of procurement was the Selection of Individual Consultant (SIC) in the MCC Program Procurement Guidelines. Ten individual consultants responded to the RFP. A technical evaluation was carried out and the threshold for passing was 80%. Three consultants qualified. In accordance with the MCC Program Procurement Guidelines for the SIC, MiDA was required to open the bid from the bidder with the highest technical score only. When the bid was opened, MiDA had realized that the quotation was in excess of the budget for the activity. The MCC Procurement Guidelines required that if the difference between the bid price of the preferred Bidder and the projected budget was more than 10% then the Contract Award must be approved by the Board. The Board’s approval for the contract award was therefore being sought. The Board, after discussions on the matter approved the award to the recommended Bidder.

## **7. UPDATE ON ENTRY – INTO - FORCE**

The CEO explained that in light of the delays with the approval of the Cabinet Memorandum for the ECG PSP Transaction, MiDA had prepared a revised schedule of the ECG PSP Transaction Approval Steps. However, an assumption had been made on the expected date for Cabinet approval and this had a bearing on the projected schedule for the remaining activities.

## **8. ECG IMPLEMENTING ENTITY AGREEMENT**

The CEO explained that negotiations between MiDA and ECG on the IEA had been completed. He noted that the IEA had the general provisions and annexes which indicated the activities which ECG will undertake for each of the projects envisaged by the Compact. The IEA also outlined the roles and responsibilities of MiDA and ECG in the various projects.

## **9. ANY OTHER BUSINESS**

The Representative for the Minister of Finance indicated that he wants the Board to reconsider the idea of having a political champion for the Compact. He explained that this was critical as it will facilitate decision making on matters relating to the Compact.