



September 28, 2017

Hon. Boima Kamara
Minister of Finance and Development Planning
Ministry of Finance and Development Planning
Broad Street
Monrovia
Liberia

Re: Millennium Challenge Compact – Amendment to Program Implementation Agreement

Dear Hon. Minister Kamara:

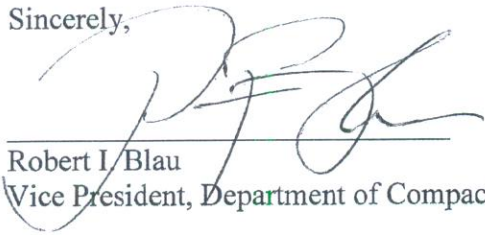
Reference is made to that certain Millennium Challenge Compact between the United States of America, acting through the Millennium Challenge Corporation, a United States government corporation (“*MCC*”), and the Republic of Liberia, acting through the Ministry of Finance and Development Planning (the “*Government*”), dated October 2, 2015 (the “*Compact*”); and the Program Implementation Agreement (“*PIA*”) signed on the same date between MCC and the Government. Unless otherwise stated, all capitalized terms that are used but not defined in this letter agreement shall have the meanings given to such terms in the Compact or in the PIA.

The purpose of this letter is to inform you that MCC has developed a template for an accountable entity human resource manual (“*HR Manual*”) that provides a framework for setting up and administering an accountable entity. The HR Manual sets forth the general conditions and terms of service for accountable entity staff members. MCC is requiring countries whose compacts entered into force 30 months ago or less to adopt and implement the HR Manual, which requirement applies to MCA-Liberia. To accomplish such, by this letter agreement and pursuant to Section 5.4 of the PIA, MCC and the Government agree that the PIA will be amended by replacing Section 1.3(b)(v) with the following:

- (v) Governance of MCA-Liberia. MCA-Liberia will adopt internal rules and regulations or bylaws (“*Bylaws*”), and a human resource manual (“*HR Manual*”), in each case, in form and substance acceptable to MCC, that will provide the framework for the operations and administration of, and the general terms and conditions for the service—of all staff of MCA-Liberia with the Governing Documents (including the Bylaws) and the Governance Guidelines and, unless otherwise agreed with MCC, will review and update the HR Manual on an annual basis.

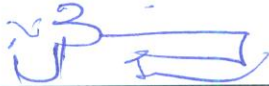
MCC requests that MCA-Liberia conform the HR Manual to the human resources manual previously drafted by MCA-Liberia as well as any applicable local legal and regulatory conventions and adopt such conformed HR Manual within 120 days of the date of this letter. Please indicate your acknowledgement and agreement with the terms of this letter agreement by countersigning in the space provided below for your signature. Please deliver an executed and dated copy of this letter agreement to MCC. If you have any questions, please contact MCC's Resident Country Mission in Liberia.

Sincerely,



Robert I. Blau
Vice President, Department of Compact Operations, MCC

Acknowledged and Agreed on October 5, 2017:



Boima Kamara
Minister of Finance and Development Planning

cc: Jeff Gongoer Dowana Sr., Liberian Deputy Chief of Mission to the United States
Monie Captan, Chief Executive Officer, MCA-Liberia
Kateri Clement, Resident Country Director, MCC Liberia