

MCA LIBERIA, BOARD OF DIRECTORS

Meeting Minutes

May 5, 2016

I. Call to order

The Chairman called to order the inaugural meeting of the MCA Liberia Board of Directors at 14:00 on May 5, 2016 at the Ministry of Finance and Development Planning, Monrovia, Liberia.

II. Attendance

The following persons were present:

1. Dr. James F. Kollie (Chairman and Acting Minister of Finance and Development Planning),
2. Hon. W. Gyude Moore (Minister of Public Works),
3. Dr. Clarence K. Moniba (Head, Presidential Delivery Unit)
4. Mr. Ian Yhap (Chairman of LEC Board of Directors)
5. Dr. Mounir Siaplay (Deputy Minister, MFDP)
6. Mr. Francis Dennis (Private Sector Representative)
7. Mrs. Kateri Clement (MCC Representative).

III. Appointment of Acting Secretary

The Chairman, with the consent of the Board, appointed Mr. Monic Captan, National Coordinator, National Millennium Compact Development Project (NMCDP) as Acting Secretary to record the minutes of the meeting.

IV. Adoption of Agenda

The agenda was adopted as circulated.

V. Welcome and Introduction of Board Members

Following the adoption of the Agenda, the Chairman welcomed the Directors and asked them to make self-introductions. The MCC Representative, who is also the MCC

Resident Country Director (RCD) described her role as RCD as one of oversight and technical assistance in the implementation of the Compact.

The Chairman further requested that members nominate proxies who will represent them in their absence.

The Chairman presented a Code of Conduct on Conflict of Interest and requested that each Director sign the document, which was done and presented to the Acting Secretary for filing in the corporate records of MCA Liberia.

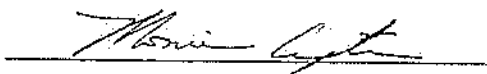
VI. New business

- a) **Brief Overview of the Compact and the Role of the Board:** The Chairman briefed the Board on the Compact and its allocation of project support for electricity, road maintenance, water, and capacity building. He then referred to MCA Act, Section 10 which outlined the Powers, Roles and Responsibilities of the Board of Directors. The Chairman also indicated that a time will be set in the future to allow for a representative of the MCC Office of General Counsel to visit and brief the Board on MCC policy guidelines and governance best practices across MCAs.
- b) **Consideration and Approval of the BYLAWS:** The Bylaws were introduced for discussion. The Board agreed to amendments in Section 3.12 (b) iii 2 and Section 7.1 (a). Both amendments changed voting rules requiring 75% of members present to 75% of all members. Director Dennis made a motion to approve the bylaws as amended, which was seconded by Director Moore, and the motion was carried and the bylaws were approved.
- c) **Appointment of the CEO of MCA Liberia:** At this time, the Acting Secretary was asked to leave the meeting since the matter under consideration had a direct bearing upon him. The Acting Secretary returned after the deliberations and was informed by the Chairman that the Board had unanimously approved the appointment of Mr. Montie R. Captan as the new CEO of MCA Liberia. The Chairman further indicated that the TOR of the CEO was also approved and that he had been authorized to negotiate an employment contract with Mr. Captan, while liaising with Director Clement to ensure MCC concurrence. The Chairman was requested to revert to the Board within 2 weeks with a negotiated contract for its approval.
- d) **Board of Directors Dinner with US Assistant Secretary of State for African Affairs:** Director Clement informed the Board that Amb. Linda

Thomas Greenfield would be visiting Liberia next week and that the Board is invited to a dinner with her on Sunday, May 15th at 7:00pm at the Grand Royal Hotel. The dinner will be hosted by MCC and MCA Liberia.

VII. Adjournment

The Chairman adjourned the meeting at 3:45pm.

Minutes submitted by: 
Monie Captan, Acting Secretary

Minutes approved by: 
Dr. James F. Kollie, Chairman