



MILLENNIUM CHALLENGE ACCOUNT NEPAL (MCA-Nepal)

MILLENNIUM CHALLENGE ACCOUNT NEPAL (“MCA-Nepal”)

Synopsis of Minutes of 22nd Meeting of the Board of Directors of Millennium Challenge Account Nepal

Nature: Decision by Circulation/Decision without Meeting

MCA-N/BOD-M-22/17-05-2021

Date: 17 May, 2021 (2078/02/03 BS)

Notice Served: 13 May 2021 (2078/01/30 BS)

1. NOTICE SERVED TO AND RESPONSE RECEIVED FROM (VOTING MEMBERS)

1.1. Members

- **Sishir Kumar Dhungana**, Chairperson
And, Secretary, Government of Nepal, Ministry of Finance
- **Madhu Prasad Bhetuwal**, Member
And, Joint Secretary, Ministry of Energy, Water Resources and Irrigation
- **Hitendra Dev Shakya**, Member
And, Managing Director, Nepal Electricity Authority
Durbarmarg, Kathmandu
- **Keshab Kumar Sharma**, Member
And, Joint Secretary at Ministry of Physical Infrastructure and Transport
- **Kumar Pandey**, Member representing the Private Sector
And, Chairman, National Hydro Power Company
Binayak Nagar, Kathmandu, Nepal
- **Gopal Khanal**, Member representing Civil Society
And, Journalist, Gorakhapatra National Daily
- **Khadga Bahadur Bisht**, Member Secretary
And Executive Director, MCA-Nepal

*The Government of Nepal has established MCA-Nepal on 18th April 2018
under Development Board Act, 2013 as the accountable entity to implement the Compact with Millennium Challenge Corporation, USA.*

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1.2. NOTICE SERVED TO NON-VOTING MEMBERS (INVITEES)

- **Shreekrishna Nepal**, Invitee
And, Joint Secretary, Government of Nepal, Ministry of Finance, International Economic Cooperation and Coordination Division (IECCD)
- **Troy E Kofroth**, Invitee
And, Resident Country Director Nepal – Millennium Challenge Corporation
- **Sanjay Poudyal**, Invitee
And, Deputy Resident Country Director – Nepal, Millennium Challenge Corporation

2. PRELIMINARY

- 2.1. The meeting of the Board of Directors through email circulation was duly constituted on 17 May, 2021 (2078/02/03 BS) after the notice was served on 13 May 2021 (2078/01/30 BS)
- 2.2. The quorum was present in accordance with Millennium Challenge Account Nepal Development Board Formation Order, 2074 (2018).
- 2.3. Section 3.12(b)(iv) of MCA-Nepal Bylaws states that urgent decisions may be taken by the Board without a formal meeting if (a) a written draft resolution is circulated to all members of the Board and (b) at least a majority of the Voting Members consent in writing to the resolution, provided however, that if at least 2 Board Members request that such action be delayed until it can be further considered at a meeting of the Board, such matter will be deferred until the next Board meeting for action. Any action approved by written consent will be filed with the minutes of the proceeding Board meeting. Documents will be provided as specified in the Notice provisions in Section 3.12(b) (i). MCA-Nepal has complied this requirement and we note that no board members has requested to delay any actions, and therefore, all the board agendas have been passed unanimously.

3. AGENDA ITEMS

- 3.1. The Board of Directors (“Board”) of the Millennium Challenge Account-Nepal (“MCA-Nepal”) hereby approves the following resolutions (“Resolutions”) by written consent in accordance with the –Millennium Challenge Account - Nepal Internal Conduct Bylaws, 2075 (2019)

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- (A) Agenda One: Approval of MCA-Nepal Procurement Plan version 5.0
- (B) Agenda Two: Approval of Material Agreements
- (C) Agenda Three: Approval of reappointment of Board members representing Private Sector (Board Member and Alternate Member) and Civil Society (Alternate Member)
- (D) Agenda Four: Small Contract Extensions (only time extension no financial implication)

4. DECISIONS/RESOLUTIONS

4.1. Agenda One: Approval to the amended MCA-Nepal Procurement Plan version 5.0

- 4.1.1. The procurement plan is based on the procurement plan currently in place for the Millennium Challenge Account Nepal (“MCA-Nepal”). MCA-Nepal must submit any amendment to the procurement plan to MCA-Nepal Board of Directors for approval, and also needs to get approval for new Procurement Plan for each year.
- 4.1.2. MCC Program Procurement Guidelines (MCC PPG) states that MCA-Nepal shall periodically prepare a Procurement Plan for acquiring goods, works, consultant and non-consultant services needed to implement the Compact. Compliance, satisfactory to MCC, with the approved Procurement Plan shall be a condition precedent to MCC disbursements or payments.
- 4.1.3. The approved Procurement Plans require periodic revisions and amendments due to ongoing procurement for various projects. Therefore, Procurement Plan Version 5.0 is submitted for Board’s approval.
- 4.1.4. After considering the future activities of MCA-Nepal, the Board of Directors approved the amended Procurement Plan Version 5.0 along with Contract Amendments.

4.2. Agenda Two: Approval of Material Agreements

- 4.2.1. As per Millennium Challenge Account-Nepal Internal Conduct Bylaws, 2075 (2019), each material Agreement requires Board’s approval.



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4.2.2. The Board of Directors decided to approve the following material Agreements: Procurement Agent Agreement, Project Cooperation Agreement with Electricity Regulatory Commission, and Agreement with Independent Auditors.

4.3. Agenda Three: Approval of reappointment of Board members representing Private Sector (Board Member and Alternate Member) and Civil Society (Alternate Member)

4.3.1. The term of office of Board Members Mr. Kumar Pandey (Board Member representing Civil Society), Mr. Surendra Kumar Mahto (Alternate Member representing Civil Society), and Mr. Gyanendra Lal Pradhan (Alternate Member representing the Private Sector) is expiring in May, 2021

4.3.2. As per Millennium Challenge Account - Nepal Internal Conduct Bylaws, 2075 (2019), the term of office for Private Sector and Civil Society Members will be three (3) years, which term of office may be renewed. The renewal of Board membership requires Approval of the Board. A consent for renewal of membership has been received by MCA-Nepal.

4.3.3. The Board upon considering the contribution of Mr. Kumar Pandey, Mr. Surendra Kumar Mahto and Mr. Gyanendra Lal Pradhan to MCA-Nepal, has decided to approve the renewal of membership of Mr. Kumar Pandey as Member representing Private Sector, Mr. Surendra Kumar Mahto as Alternate Member representing Civil Society and Mr. Gyanendra Lal Pradhan as Alternate Member representing the Private Sector, for a term of three (3) years as per Millennium Challenge Account - Nepal Internal Conduct Bylaws, 2075 (2019). The term of reappointment will be valid from the next day of expiry of current term.

4.4. Agenda Four: Small Contract Extensions (only time extension no financial implication)

4.4.1. Due to the outbreak of COVID-19 pandemic, the works/services under the Contracts could not be performed within the original contract duration. The respective Contract has provisions of extension of time. Additionally, these small value contracts are stand-by contracts. Their services will be obtained by issuing a Task Order (Purchase Order) when MCA-Nepal needs their goods or services.



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4.4.2. The Board upon considering the details of the respective Contracts and need for extension of time authorized MCA-Nepal Executive Director to extend the duration of the Contracts as per the provisions of respective contract.

5. RECORDING OF THE DISCUSSIONS AND DECISIONS

5.1. RESOLVED THAT the Board of Directors direct the Executive Director to record these minutes with the minute book of Millennium Challenge Account Nepal and to submit the synopsis of such minutes for publication on the website of Millennium Challenge Account Nepal within two (2) weeks from the date of this meeting.

6. CLOSE

No other agendas were circulated and discussed by Board Members. Their Consent on the resolutions have been recorded and filed for future record purposes.

This minute is prepared and signed on 18 May 2021.

Minutes Prepared by:

Rajib Dahal,
Chief Legal Officer