

RESOLUTION NO. 2/2026
OF THE BOARD OF DIRECTORS MILLENNIUM CHALLENGE ACCOUNT - BELIZE
SPECIAL MEETING,
05.03.2026
10:00 am

The following was adopted by the Board of Directors ("**Board**") of Millennium Challenge Account-Belize ("**MCA-Belize**") at a special meeting held at the above-mentioned date and time and for which notice was duly given on February 26, 2026 in accordance with (i) Millennium Challenge Account- Belize Authority Act, 2024 dated July 12, 2024, on the creation, functions, and organization of the MCA-Belize ("**Enabling Legal Framework**"), (ii) the MCA-Belize Bylaws ("**Bylaws**"), (iii) the Millennium Challenge Compact between the Millennium Challenge Compact between the United States of America, and the State of Belize, executed on September 4, 2024 (the "**Compact**"), and (iii) that certain Program Implementation Agreement, by and between the United States of America and Belize (the "**PIA**"), dated September 4, 2024. Capitalized terms used but not defined herein shall have the meanings given such terms in the Bylaws or Compact.

WHEREAS the Board unanimously passed a resolution at its regular meeting held on November 22, 2024, to adopt the MCA-Belize Organigram (also referred to interchangeably as the MCA-Belize Organogram) ("the Organogram")

AND WHEREAS the recent proposed modification to the Compact will result in a narrowing of scope under the Education Project, specifically the removal of Activity 2.

AND WHEREAS in preparation for the Compact modification, it is necessary to realign the organizational structure to:

- Reflect the proposed revised implementation scope
- Ensure governance and fiduciary controls are appropriately calibrated
- Eliminate positions tied to proposed discontinued activities
- Strengthen technical and compliance capacity where implementation complexity will most likely be increasing
- Establish institutional readiness before filling remaining vacant positions
- Ensure operational stability before Entry into Force

AND WHEREAS the Board considered a motion to revise the Organogram to realign its organization structure to ensure that MCA-Belize enters full implementation with a fit-for-purpose institutional framework.

AND WHEREAS the modifications to the Organogram will not take effect until the PIA has been modified by both Millennium Challenge Corporation and the Government of Belize.

NOW, THEREFORE, BE IT:

RESOLVED, that the Board hereby approves in anticipation of the modification of the Compact and PIA, the Revised MCA-Belize Organogram and the Justifications for Modification to the MCA-Belize Organogram in the form attached to this Resolution, **PROVIDED THAT** it is understood that the Revised MCA-Belize Organogram shall only take effect upon the modification of the PIA.

RESOLVED, that the Board hereby directs the Executive Director to treat the five additional Key Staff added as part of the Revised MCA-Belize Organogram as Key Staff as it relates to coordination and approvals necessary by MCC from the date of this Resolution until the Organogram takes effect.

RESOLVED, that the Secretary of the Board be directed to record these minutes with the minute book of MCA-Belize and to submit such minutes for publication on the website of MCA-Belize in English as soon as the website is operational.



Name: Joseph Waight
Chairman of the Board, MCA-Belize

Attachments: (1) Revised MCA-Belize Organogram
(2) Justifications for Modifications to MCA-Belize Organogram