

**MEMORANDUM OF UNDERSTANDING
BETWEEN
THE MILLENNIUM CHALLENGE CORPORATION
AND
THE KINGDOM OF MOROCCO**

I. Common Goals

The Millennium Challenge Corporation (“MCC”), a United States government corporation, and the Kingdom of Morocco (“Morocco”) share a vision of reducing poverty through sustainable economic growth. Based on this shared vision, MCC and Morocco are contemplating cooperation with the goal of reducing poverty in Africa, including a focus on promoting adoption of new technologies and innovative business models to promote entrepreneurship.

MCC enters into agreements (“Compacts”) with eligible countries in order to support poverty-reduction activities consistent with the eligible country’s national development strategy in such areas as agriculture, education, energy, gender, health, private sector development, and transportation. MCC also supports its mission through programs (“Threshold Programs”) that assist countries seeking to attain Compact-eligibility by supporting targeted policy and institutional reforms. MCC supports country-led and country-implemented solutions in order to achieve measurable results.

Morocco has historical, cultural and economic links with several African countries in which MCC is engaged. Morocco’s technical capabilities, distinctive experience and competencies in a range of productive sectors and systems may provide useful experience for development efforts supported by MCC funding.

MCC and Morocco believe it may be useful to collaborate to provide technical assistance to countries developing or implementing Compacts or Threshold Programs. It is envisioned that cooperation between Morocco and MCC may facilitate sharing the lessons of Morocco’s experience; increase regional, private sector investment; and serve as a pilot for South-South cooperation.

II. Purpose of this Memorandum

This Memorandum of Understanding (“Memorandum”) sets forth the framework for cooperation between Morocco and MCC (each, a “Participant” or, together, the “Participants”) in pursuit of their common goals.

III. Nature of the Cooperation

Morocco and MCC contemplate pursuing a range of activities designed to promote sustainable economic growth; identifying and developing strategic opportunities; and cooperating at the country or regional level in countries or regions of mutual focus.

- A. It is contemplated that the cooperation between MCC and Morocco focus on African countries engaged in or selected for Compacts or Threshold Programs. Any such country that accepts Morocco's technical assistance in connection with this Memorandum may be deemed a partner country ("Partner Country") for purposes of this Memorandum.
- B. It is contemplated that engagement with a Partner Country may be determined as follows:
 - 1. A Partner Country could, after consultation with MCC, invite Morocco to provide technical assistance. If Morocco accepts the invitation, Morocco could provide technical assistance to the Partner Country;
 - 2. Morocco could identify a potential Partner Country based on an assessment of Morocco's strengths and the potential Partner Country's challenge areas. In consultation with MCC and with acceptance by the potential Partner Country, Morocco could provide technical assistance to the Partner Country; or
 - 3. Based on an assessment of Morocco's strengths and the potential Partner Country's challenge areas, MCC could identify a potential Partner Country. With acceptance by Morocco and the potential Partner Country, Morocco could provide technical assistance to the Partner Country.
- C. MCC and Morocco understand that Morocco does not intend to charge a fee or accept any payment for support or services it provides in connection with this Memorandum.
- D. A Partner Country may reject an offer of assistance and may discontinue any assistance relationship at any time.
- E. This Memorandum does not constitute a legally binding commitment by either MCC or Morocco and does not create a legal entity. This Memorandum does not obligate funds and does not commit either MCC or Morocco to provide support or funding for any specific activity or project. This Memorandum does not supersede or interfere with any agreements entered into by Morocco or MCC. This Memorandum does not establish an exclusive working relationship, endorse a specific entity or imply MCC endorsement of any assistance or advice that may be offered by Morocco.
- F. MCC and Morocco intend that any cooperation contemplated by this Memorandum be consistent with their respective policies, procedures, funding constraints and legal or

regulatory constraints, and that neither MCC nor Morocco have any responsibility for any expenses incurred by the other relating to this Memorandum.

IV. Areas of Possible Cooperation

It is envisioned that Morocco could provide technical assistance to Partner Countries engaged in developing or implementing Compacts or Threshold Programs. It is planned that MCC, Morocco, and the Partner Country would consult on the areas to be addressed by Morocco's technical assistance, which might include, but not be limited to:

- A. reviewing Morocco's experience as Partner Countries develop and implement projects and policies;
- B. advising Partner Countries as requested regarding project management, project implementation or growth in relevant sectors;
- C. site visits to relevant projects in Morocco;
- D. public-private consultations designed to share strategic approaches and operational models; or
- E. advisory activities which promote appropriate technologies and innovative business models to promote entrepreneurship.

To the extent the areas of technical assistance include the energy sector in sub-Saharan Africa, this engagement could help to further Power Africa's goals of significantly increasing energy generation and access objectives throughout sub-Saharan Africa and would be done in consultation with Power Africa, a U.S. Government initiative.

V. Communications

- A. It is intended that representatives of MCC and Morocco may meet periodically in order to discuss the status of activities undertaken in connection with this Memorandum and to identify additional opportunities for cooperation.
- B. For all purposes of this Memorandum, MCC and Morocco may be represented by the persons holding or acting in the following positions:

For MCC:

Jonathan Bloom
Deputy Vice President for Africa, Department of Compact Operations
Email: bloomjo@mcc.gov
Telephone: 202-521-3894

For Morocco:

The Director of Promotion and Economic Cooperation, Ministry of Foreign Affairs and Cooperation

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- C. For communications regarding a specific Partner Country, MCC and Morocco may also be represented by the persons holding or acting in the following positions:

For MCC: Country Team Lead for Partner Country

For Morocco: The Director General of the Moroccan Agency of International Cooperation.

VI. Duration, Modification and Discontinuation of this Memorandum

This Memorandum is expected to continue for three years from its signing. MCC and Morocco may modify or discontinue this Memorandum at any time.

Millennium Challenge Corporation	The Kingdom of Morocco
By: _____/s/_____	By: _____/s/_____
Nancy Lee	Mbarka Bouaida
Deputy Chief Executive Officer	Minister Delegate to the Minister of Foreign Affairs and Cooperation
Dated: April 9, 2015	Dated: April 9, 2015