



**MILLENNIUM  
CHALLENGE  
CORPORATION**

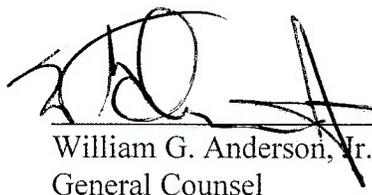
REDUCING POVERTY THROUGH GROWTH

**GENERAL COUNSEL'S CERTIFICATION**

I hereby certify that each of the proposed agenda items listed below, which are scheduled for consideration and discussion at the September 12, 2007 meeting of the Board of Directors of the Millennium Challenge Corporation, properly may be closed to public observation and the record of the meeting withheld from the public under subsection (c)(1) of the *Government in the Sunshine Act* (5 U.S.C. § 552b(c)(1)) ("Exemption 1"). Exemption 1 authorizes closing a meeting if the meeting is likely to disclose matters that are specifically authorized to be kept secret in the interests of U.S. foreign policy and are in fact properly classified.

Agenda Items:

- A. Administrative Resolution to Approve Minutes of June 27, 2007 Meeting
- B. CEO Update on MCC Operations
- C. Compact Implementation Update
- D. FY 2008 Selection Timeline
- E. FY 2008 Selection Criteria & Methodology
- F. Mongolia Compact
- G. Tanzania Compact
- H. Sao Tome & Principe Threshold Country Program
- I. Yemen Threshold Country Program

  
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William G. Anderson, Jr.  
General Counsel

8/15/07  
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Date