Amendment to the Memorandum of Understanding concerning the State- and Peace-Building Multi-Donor Trust Fund (TF071021) Contribution to the Haiti Reconstruction Fund (MTO No. 069016)

1. We refer to the Memorandum of Understanding entered into between the Operations Policy & Country Services Vice-Presidency (“OPCS”) and the Concessional Finance and Global Partnerships Vice-Presidency (“CFP”) of the International Bank for Reconstruction and Development (“IBRD”) and the International Development Association (“IDA”) (collectively, the “Bank”) in their respective capacities as representative of the Bank as trustee (the “SPF Trustee”) of the State- and Peace-Building Multi-Donor Trust Fund (TF071021) (the “Donor”) and representative of IDA as trustee (the “HRF Trustee”) of the Haiti Reconstruction Fund (MTO No. 069016) (“HRF”) concerning the Donor’s contribution to the HRF, effective as of December 15, 2010 (the “Memorandum”).

2. For clarification purposes, the HRF Trustee proposes to amend paragraphs 1 and 5 of the Memorandum as follows:

(a) Paragraph 1 of the Memorandum is hereby amended to read as follows:

“1. The Contribution shall be administered by the HRF Trustee on behalf of the Donor in accordance with the terms of this Memorandum and the "Standard Provisions for the Haiti Reconstruction Fund" (the "Standard Provisions") attached hereto as Annex 1. The Standard Provisions and the "Governance Document for the Haiti Reconstruction Fund", as may be amended from time to time (the "Governance Document"), the current version of which is attached hereto as Annex 2, constitute an integral part of this Memorandum. In the event of any conflict between the provisions of this Memorandum and the Governance Document, the provisions of this Memorandum shall prevail over the Governance Document.”

(b) Paragraph 5 of the Memorandum is hereby amended to read as follows:

“5. This Memorandum may be amended only by written agreement between the HRF Trustee and the Donor; provided, however, that Annex 1 to this Memorandum may only be amended with the agreement of all donors contributing to the HRF; and provided further that, amendments to the Governance Document may be made in accordance with the terms set out in that document, and shall become applicable to this Memorandum as such amendments take effect. Any future version of the amended Governance Document will
replace the existing document in Annex 2 without further need to amend this Memorandum.

3. All other terms of the Memorandum will remain the same.

4. This Amendment will become effective as of the date of signature of the last signing party.


By: [Signature]

Name: Joachim von Amsberg

Title: Vice President
Operations Policy and Country Services

FOR THE INTERNATIONAL DEVELOPMENT ASSOCIATION, AS TRUSTEE OF THE HAITI RECONSTRUCTION FUND

By: [Signature]

Name: Alex van Trotsenburg

Title: Vice President, Acting
Concessional Finance and Global Partnerships