

KASAGANA-KA Mutual Benefit Association, Inc. 11th Annual General Meeting SEAMEO INNOTECH, Soriano Hall, Diliman Avenue, Quezon City May 31, 2017, 1:00 pm

Present

Board of Trustees

Isabel M. Iliw-iliw – President
 Marissa A. Loyola – Treasurer

Jerlene B. Perez
 Ailene V. Ramos
 Secretary, Product Dev't and Innovation C'ttee Chairperson
 Member, Product Dev't and Innovation C'ttee Member

5. Marivic R. Loterte – Member, Election C'ttee Chairperson

6. Elizabeth G. Fuentes – Member, Ethics C'ttee Member

7. Ma. Teresa G. Bucad – Member, Product Dev't and Innovation C'ttee Member
 8. Anita L. Manundo – Member, Product Dev't and Innovation C'ttee Member

9. Philip Arnold P. Tuaño – Independent Board (for AGM ratification)

Teleconference

1. Perla F. Batingal – Independent Board Member, Audit C'ttee Chairperson

Board of Advisers

Leticia T. Rodriguez – Padilla

Wenifreda F. Rodriguez – Bagong Silang
 Martiniana G. Mancio – Montalban
 Chona B. Capayas – Masinag
 Ma. Anna DR Ignacio – Head Office

Management & Staff

1. Silvida R. Antiquera – General Manager, Anniversary C'ttee Chairperson

2. Evangeline E.Pe Operations Manager 3. Evelyn A. Lagmay Finance Manager 4. Analyn A. Shih Exec. Assistant 5. Diobert F. Calanza Account Officer 6. Aljon L. Laureano MIS Officer 7. Adrian P. San Andres Account Officer 8. Richard L. Monteron Account Officer 9. McQuen R. Abellano Account Officer

Also Present

Dexter Flores – KDCI Area Manager
 Generoso Quinto – KDCI Area Manager



- 3. Judylyn Joven
- 4. Zeus Aboy
- 5. Ain Carlo Panganiban

Absent

- 1. Ma. Elsie Pascual
- **Area Coordinators**
- 1. Josephine Abugan
- 2. Clara Dela Cruz
- 3. Estrelia Medel
- 4. Josanie Lagnason
- 5. Francisca Salcedo
- 6. Meneliza Menecletes
- 7. Lilibeth Lagnason
- 8. Jenifer Abao
- 9. Ma. Lilibeth Molina
- 10. Nida Tagubar
- 11. Nida Quizon
- 12. Emily Rala
- 13. Rita dela Cruz
- 14. Teresita Padel
- 15. Alma Gilbaliga
- 16. Marilyn Aldave

- KDCI Chief Operating Officer
- Auditor, Roxas Cruz Tagle
- Auditor, Roxas Cruz Tagle
- Marilao Bulacan
- Batasan, Quezon City
- Bocaue, Bulacan
- Camarin, Caloocan City
- Fairview, Quezon City
- Guiguinto, Bulacan
- Marikina, Rizal
- Masinag, Rizal
- Montalban, Rizal
- Meycauayan, Bulacan
- Novaliches, Quezon City
- Norzagaray, Bulacan
- Padilla, Rizal
- Sapang Palay, Bulacan
- Sumulong, Antipolo
- Tandang Sora
- Taytay, Rizal

Certified by:

Corporate



KASAGANA-KA Mutual Benefit Association, Inc. Minutes of 11th Annual General Meeting SEAMEO INNOTECH, Soriano Hall, Diliman Avenue, Quezon City May 31, 2017, 1:00 pm

AGENDA

- Ι. Invocation
- II. Determination of quorum
- III. Review and approval of the agenda
- IV. Approval of the Minutes of the 10th Annual General Meeting held on May 31, 2016
- ٧. Presentation of the President's Report
- VI. Presentation of the 2016 Audited Financial Statements
 - a. Confirmation of External Auditor
- VII. Approval and ratification of Board and Management Actions
- VIII. Election of the Board of Trustees and Committees, and Appointment of Independent Board Member
 - Election Guidelines and Voting System
 - b. Election of Board of Trustees
 - Confirmation on the appointment of an Independent Board Member
 - **Election of Committees**
- Induction of the Board of Trustees IX.
- Χ. Other Matters
- XI. Oath Taking of the new members of the Board of Trustees
- XII. Adjournment



I. Invocation

The General Assembly started at 1:00 in the afternoon with an opening prayer led by BoT Adviser Wenifreda F. Rodriguez

II. Determination of Quorum

Ms. Jerlene Perez, Board Secretary, reported that 31 out of 32 member-representatives of the association are present, therefore constituting a quorum. Ms. Perez also acknowledged the presence of her fellow members of the Board of Trustees who were in full attendance, namely: Ms. Isabel M. Iliw-iliw (President), Ms. Marissa A. Loyola (Treasurer), Ms. Aileen Ramos (Member), Ms. Marivic Loterte (Member) & Ms. Ma. Teresa G. Bucad (Member), Ms. Elizabeth G. Fuentes (member), Ms. Anita L. Manundo (member).

III. Approval of the proposed agenda

Ms. Isabel Iliw-iliw, BOT President, presented the provisional agenda. There being no other additional agendum raised, Ms. Ma. Teresa Bucad, trustee moved to approve the proposed agenda and was seconded by Ms. Marissa Loyola, treasurer.

Subject	No. of Voting	No. of Votes	No. of Votes	No. of Abstain	No. of
	Delegates	in Favor	Against	Votes	Absentees
Approval of proposed Agenda	32	31	0	0	1

IV. Reading and approval of the Minutes of the 10th Annual General Meeting

Since a copy of the minutes has been disseminated in advance to the members, Ms. Josephine Abugan, area coordinator from Batasan moved to dispense with the reading of the minutes. She followed it with a motion to approve the minutes of the 10th Annual General Meeting. Both her motions were seconded by Ms. Elizabeth G. Fuentes, trustee. There being no objections or further comments, the minutes of the previous annual general meeting was approved.



Subject	No. of Voting	No. of Votes	No. of Votes	No. of Abstain	No. of
	Delegates	in Favor	Against	Votes	Absentees
Approval of Minutes of 10 th Annual General Meeting	32	31	0	0	1

V. President's Report

Prior to the reading of the report, Ms. Isabel Iliw-iliw congratulated everyone as KMBA is celebrating its 11th year in the MBA industry. Ms. Iliw-iliw also acknowledged the presence of KMBA Board, Coordinators, Advisers and other guest who attended the AGM. She also informed the Assembly that KMBA is doing its best effort in terms of product innovations to provide quality products and services.

Ms. Iliw-iliw expressed positively that over the last ten years, KMBA remained in its mission and vision in providing social risk protection to low-income household through providing basic life insurance cover and financial assistance to calamities stricken members.

Ms. Iliw-iliw highlighted the Asset that reached to Php 165,089,746 while liabilities amount to Php 106,406,130. Fund balance also reached to Php 58,683,616 while the total operating expense is 26,223,807 composed of benefits and administrative expense.

Ms. Iliw-iliw reported that the membership has increased to 44,986 with 100% retention of its associate members. The total number of loans covered by the credit life insurance has reached to 94,356 for the year 2016. The K-Kalinga total sales for the year 2016 amounted to Php 17,038 with P 195,000 claims while SICAT bahaynihan housing assistance amount to Php 84,000 or equivalent to 42 claims mostly from North, South and Quezon City area.

Furthermore, KMBA sustained the Kuya Jun Scholarship Program and has extended financial assistance to 100 client beneficiaries from high school and college scholars.

She also added that as of December 2016, 82% of members aged 65 have been transferred to Golden-K fund of KDCI while the remaining 18% opted to receive their equity as cash. The total amount given as a retirement benefits amounted to P 1,320,606.72



Ms. Iliw-iliw gave an assurance that KMBA strictly complied with the regulations of the Insurance Commission. The Board of Trustees as well as the management staff attends to the AMLA and good governance seminars and other forums required.

Before closing, Ms. Iliw-iliw invited the members to raise any questions or clarifications regarding the President's report for the 2016 operations of KMBA. Hearing none, she proceeded to give assurance that KMBA will continue to provide the best service to the members by religiously following the 1-3-5 days claim settlement.

Subject	No. of Voting Delegates	No. of Votes in Favor	No. of Votes Against	No. of Abstain Votes	No. of Absentees
AGM Resolution No. 1	32	31	0	0	1

AGM RESOLUTION No. 1, Series of 2017. ACCEPTANCE OF THE PRESIDENT'S REPORT

RESOLVED, as it is hereby resolved that the general membership accepted and approved the 2016 President's Report.

VI. Treasurer's Report

Prior to presentation of report, Mr. Ain Carlo Panganiban, external auditor from Roxas Cruz Tagle formerly Alba Romeo Co. CPAs congratulated KMBA for its 11th year AGM & Anniversary. Mr. Panganiban, presented the highlights of the 2016 audited financial statements.

For the statement of financial position, Mr. Panganiban reported that as of December 2016, the total assets amounted to Php 165,089,746 has increased by 19% compared to Php 138,665,989 in 2015. Further on the composition of assets, the cash and cash equivalents amounted to Php 56,953,300 or an increase of Php 12,992,774. He also explained, that the increase in cash is based on increase of revenue and premiums. The total liabilities for December 2016 is Php 106,406,130.

With regard to the fund balance, it amounted to Php 58,683,616 as compared to the Php 42,529,598 of 2015. An increase of 19% was recorded.



As per statement of activities, the total revenue amounts to Php 39,770,564. Further, the sum of total expenses is Php 26,223,807 composed of benefit expenses and operating expenses.

Mr. Panganiban noted that the 2016 financial statement showed the healthy financial condition of the Association but needed more prudence in managing the funds.

There being no questions raised, Ms. Ailene Ramos, Trustee, moved to accept the issuance of the 2016 KMBA Audited Financial Statements, which was seconded by Ms. Marivic Loterte, Trustee.

Subject	No. of Voting Delegates	No. of Votes in Favor	No. of Votes Against	No. of Abstain Votes	No. of Absentees
AGM Resolution No. 2	32	31	0	0	1

AGM RESOLUTION No. 2 Series of 2017. APPROVAL OF THE ISSUANCE OF THE 2016 AUDITED FINANCIAL STATEMENTS.

RESOLVED, as it is hereby resolved that the General Membership approved the issuance of the 2016 KMBA Audited Financial Statements.

After the presentation of the financial position as of end of 2016, Pres. Isabel informed the Assembly that the Board has proposed to renew BDO-Roxas, Cruz, Tagle, and Co. for the audit of the 2017 Financial Statements. She opened the floor for comments and questions regarding this proposal.

A member from the general membership, Ms. Anita Manundo asked the performance, competency and professionalism of BDO in its dealings with its partners especially with KMBA. Ms. Marissa presented the achievements of BDO specifically its efficient handling with audit process and making sure that the system are in place. In addition, the Audit Reports were made available earlier than the BIR deadlines. It also highlighted that it offers the lowest financial rate among bidders for the audit services being procured.

There being no additional queries made, Pres. Isabel then asked if there is any motion to ratify the said Board resolution. Chona B. Capayas stood and made a motion to ratify the



engagement of BDO- Roxas, Cruz, Tagle, and Co. as external auditor for the 2017 Financial Statements. Ms. Alma Gilbaliga seconded her motion.

Subject	No. of Voting Delegates	No. of Votes in Favor	No. of Votes Against	No. of Abstain Votes	No. of Absentees
AGM Resolution No. 3	32	31	0	0	1

AGM RESOLUTION No. 3 Series of 2017. ENGAGEMENT OF EXTERNAL AUDITOR FOR THE 2017 FINANCIAL STATEMENTS

RESOLVED, as it is hereby resolved, that the General Membership ratified the Board decision to engage BDO- Roxas, Cruz, Tagle, and Co. as external auditor for the 2017 Financial Statements

VII. Approval and Ratification of Board and Management Actions

Ms. Antiquera presented the report on Board and Management actions. She highlighted the actions taken by the KMBA Board through board resolutions which are unanimously agreed by the board of trustees during past board meetings:

- RESOLUSYON BILANG 54:
 Resolusyon hinggil sa K-Kabataan Scholarship Program ng Kasaganaka-MBA
- RESOLUSYON BILANG 55:
 Resolusyon hinggil sa Hospitalization Assist Program (HAP) ng Kasaganaka MBA
- 3. RESOLUSYON BILANG 56: Resolusyon hinggil sa Pagsasalin ng Pondo (Life and RF) ng Exiting Age members ng KMBA patungo sa Golden-K ng KDCI
- **4.** RESOLUSYON BILANG 57:
 Resolusyon hinggil sa paggawad ng "Emergency Loan" sa KDCI
- 5. RESOLUSYON BILANG 58: Resolusyon hinggil sa Pagre-renew ng policy sa PHILNARE para sa CATASTROPHE EXCESS OF LOSS TREATY (CAT-XOL)
- 6. RESOLUSYON BILANG 59: Resolusyon hinggil sa Pag-renew ng kontrata sa Social Initiative Against Catastrophe (SICAT)
- 7. RESOLUSYON BILANG 60: Resolusyon hinggil sa paggawad ng "Emergency Loan" sa KDCI



8. RESOLUSYON BILANG 61:

Resolusyon hinggil sa pagpasok ng KMBA bilang kasapi sa International Cooperative and Mutual Insurance Federation (ICMIF)

9. RESOLUSYON BILANG 62:

Resolusyon hinggil sa pagdalo ni GM Salve Antiquera sa Asian and Oceania Association (AOA)-ICMIF Conference

10. RESOLUSYON BILANG 63:

Resolusyon hinggil sa pagbubukas ng KMBA ng Savings Account sa Bank of Philippine Island (BPI)

11. RESOLUSYON BILANG 64:

Resolusyon hinggil sa pagsumite ng Project Proposal ng KMBA sa RIMANSI

12. RESOLUSYON BILANG 65:

Resolusyon hinggil sa pagkakaroon ng KMBA ng karagdagang Independent Board

13. RESOLUSYON BILANG 66:

Resolusyon hinggil sa pagtanggap kay Dr. Randy Tuaño bilang Independent Board

14. RESOLUSYON BILANG 67:

Resolusyon hinggil sa paggawad ng Adviser Emeritus Award

15. RESOLUSYON BILANG 68:

Resolusyon hinggil sa paggawad kay Wenifreda "Ka Weny" Rodriguez ng "Adviser Emeritus Award"

16. RESOLUSYON BILANG 69:

Resolusyon Hinggil sa pagbabago ng collecting agent ng KMBA, dati ay KDCI, ngayon ay Kasagana-na Cooperative

After the presentation of the list, the floor was opened for motion from the members to ratify the Board Resolutions for 2017. The following was the result of the voting process:

Subject	No. of Voting	No. of Votes	No. of Votes	No. of Abstain	No. of
	Delegates	in Favor	Against	Votes	Absentees
Board Resolution No. 54 to 69	32	31	0	0	1

Ms. Marissa Loyola, Treasurer, made a motion for approval of 2017 Board and management actions and was seconded by Ms. Estrella Medel.

Subject	No. of Voting	No. of Votes	No. of Votes	No. of Abstain	No. of
	Delegates	in Favor	Against	Votes	Absentees
AGM Resolution	32	31	0	0	1



No. 4			

AGM RESOLUTION No. 4, Series of 2017. APROVAL OF THE BOARD AND MANAGEMENT ACTIONS FOR 2017.

RESOLVED, as it is hereby resolved that the General Membership accepted and approved the 2017 KMBA Board and Management actions unanimously.

VIII. Election of the Board of Trustees and Committees, and Appointment of Independent Board Member

Ms. Josephine Abugan, Area Coordinator from Batasan explained the election rules and guidelines before proceeding with the actual election.

A. Election Guidelines and Voting System

- Qualifications of Candidates and Members. Qualifications of candidates shall be in accordance with KMBA by-laws. Nominee shall be members in good standing, must be an active Area Coordinator for at least one (1) year at the time of nomination as a candidate for the Board.
- 2. Nominations. Nominations of BoT candidates shall be made at the center meetings. The Area Coordinator shall be informed by KDCI S.O. if she is qualified to be a candidate for KMBA BoT. Assessment to determine whether the Area Coordinator is qualified or not shall be decided jointly by KMBA Account Officers and KDCI Field Manager, basis of screening shall be in accordance with criteria and qualifications listed on KMBA Corporate Governance, the performance of the Nominees as Client Beneficiaries of KDCI will also be considered.
- 3. Candidates Nomination, Profile Form and Picture. Each candidate shall accomplish a Profile form and attached her picture. Proper nomination shall be made at the center meeting, a Nomination form must be accomplished by member or officer of the center who nominated the candidate for BoT. All members present during nomination must affixed their signature on Nomination form as an expression of their support and endorsement to their candidate.



- 4. Announcement of the Final List of Candidates. The Official List of Candidates shall be announced to 29 branches of KDCI not more than 45 days after the Election committee received the Nomination and Profile form of all the candidates. A week after the deadline of submission of Nomination forms, screening and panel interview of KDCI and KMBA officers shall be conducted. Nominees who passed the qualification and screening shall be announced and included in the final list of candidates
- 5. Qualifications of Voters and Distribution of Proxy Votes Forms. The qualified voters for the "Proxy voting" are members of KMBA with active loans at KDCI. Field Managers from different branches of KDCI will be responsible for determining the 'active members' and also responsible for distribution of Proxy votes forms to Socio-economic Officers (S.O.). Election Committee will provide the Proxy votes forms with control numbers and with instruction on process of proper voting together with profile of candidates to be used for proxy voting.
- 6. Proxy Voting. Profile of candidates and Proxy votes forms shall be discussed by S.O. to qualified voters during center meetings. The qualified voters shall select the nominee of their choice to proxy them in the actual election of KMBA BoT at Annual General Meeting (AGM), they will vote for the candidate of their choice, write it down in the Proxy votes form and affix their signatures. KMBA implemented the Proxy voting process of election to exercise the 'right to vote' of more than 30,000 members of KMBA.
- 7. Canvassing of Proxy Votes Form. Canvassing of Proxy votes shall be done by the Committee on Election at KMBA head office a week after the deadline of Proxy voting, KMBA Account Officers shall be responsible for the collection of filled-up Proxy votes forms from different branches of KDCI. The Committee on Election will ensure that proper documentation of canvassing of Proxy votes shall be made. A list of Candidates with their corresponding Proxy votes gathered will be prepared by the committee to be used in the Annual General Membership Meeting.
- 8. Actual Election of BoT at KMBA Annual General Meeting (AGM). The Committee on Election shall be in-charge of the conduct of Actual Election.



The candidates with corresponding number of Proxy votes gathered and the current KMBA Board of Trustees shall be the qualified voters for this BoT election at AGM, official ballot form will be given to each one of them. Each official ballot shall bear a voter's control number. List and pictures of the candidates are posted in the secrecy folder at the voting booth. A ballot box shall be provided to secure the filled-up ballots prior to canvassing.

- 9. Independent Party of Examiner. During the conduct of special or regular meeting before the AGM, an Independent Party of examiner shall be appointed by the Election & Nomination Committee. The Independent Party shall compose of at least two (2) members of the KMBA's External Auditor. The appointed Independent Party shall be responsible for the validation of the casted proxy votes; and counting and/or validation of votes throughout the election during AGM.
- 10. Casting of Votes. Since Proxy voting was already counted, validated and carried by corresponding candidates, official ballots for canvassing are expected to be less than twenty (20).. One voter at a time may cast their votes at the booth wherein the secrecy folder and list of candidates are posted. Each voter have to choose five (5) candidates among nominees to fill up the vacant position at Board of Trustees. If the voter is happened to be a candidate she also has to write down the number of Proxy votes she gathered to her official ballot. After casting of votes, the voters are allowed to drop their ballot in the ballot box.
- 11. Close of Voting and Canvassing of Votes. The voting shall be closed once all the qualified voters casted their votes. The actual closing of votes shall be announced by the Committee on Election followed immediately by canvassing of official ballots. Canvassing shall be done in full view of members interested to watch the proceedings. The Election Committee shall be authorized to allow the canvassing of votes immediately after the announcement of closing of voting time and declaration of quorum.
- 12. **Protest.** Only the official candidate shall file a protest. Protest after the canvass shall be filed within the day with the Committee on Election. If given due course the committee shall decide the protest 2 days from receipt unless the position contested involves the Election Committee, in which case the same shall be



decided by the board. If the Election committee decides the protest, the aggrieved party has three days from receipt of the copy of the decision to appeal to the Board. The decision of the board shall be final and executory. No motion for reconsideration shall be allowed. The results of the election that are not contested shall be posted on website of KMBA.

13. Proclamation of Winners. If there is no protest filed or no objection to the results, the Election committee shall proclaim the winners before the end of AGM celebration.

B. Election of Board of Trustees

Since there were no questions on the Guidelines, Ms. Marivic Loterte proceeded to present the list of nominees that were elected through proxy voting. The list of nominees is as follows:

Table 1. List of Nominees

Name	Cluster	Branch	Nominee No.
Marilyn C. Aldave	Central 3	Taytay	Nominee # 1
Teresita D. Padel	Central 2	Sumulong	Nominee # 2
Lilibeth A. Lagnason	Central 2	Masinag	Nominee # 3

She also explained that proxy votes were done at the branch office. Total votes of the following nominees are as follows:

KMBA TALLY SHEET

2017 Election of Board of Trustees
As of May 17, 2017

	Name of Sattelite Office/ Name of Candidate	Batasan	Fairview	T.Sora	Novaliches	Camarin	B.Silang	Sumulong	Marikina	RHS	Masinag	Padilla	Taytay	Binangonan	Montalban	Pulilan	Baliuag	Guiguinto	S. Palay	Norzagaray	Marilao	Meycauayan	Bocaue	Tungko	Paranaque	GMA	San Pedro	Las Pinas	Dasmarinas	Cainta	Trece M.	Total # of Votes
1	Marilyn Aldave	453	411	400	514	469	627	1	506	772		61	923	429	514	25	122	165	879	699	599	777	340	975	259	343	318	266	319	362	535	12,610
2	Teresita Padel	122	75	96	153	177	112	1,023	43		-	728	23	2	67	-	20	56	38	46	127	77	33	31	102	84	81	93	120	-	29	3,436
3	Lilibeth Lagnason	262	113	228	333	229	198	0	384	1	1,224	350	5	2	310	-	14	65	19	111	287	378	147	36	103	73	112	184	222	-	45	5,173
	otal # of votes per Sattelite Office (Valid votes only)	837	599	724	1,000	875	937	1,024	933	773	1,224	1,139	951	433	891	25	156	286	936	856	1,013	1,232	520	1,042	464	500	511	543	661	362	609	21,219



Table 2: Summary of Proxy Votes

Name	Branch	No. of Votes
Marilyn C. Aldave	Taytay	12,610
Lilibeth A. Lagnason	Masinag	5,173
Teresita D. Padel	Sumulong	3,436

The nominees together with the incumbent board of trustees and membersrepresentative voted during the Annual General Meeting, May 31, 2017. The Chairman of the Nomination and Election Committee together with Mr. Zeus Aboy, External Auditor of Rojas Cruz Tagle formerly known as BDO Alba Romeo & Co. CPAs was appointed to validate the tally sheet prepared by the members of the election committee. She then announced the result of the election for 2017 Board of Trustees.

Kasaganaka Mutual Benefit Association, Inc. **FINAL TALLY SHEET BoT Election 2017**

Annual General Membership Meeting May 31, 2017

					BALLOT #														
	Candidate	1	2	3	4	5	6	7	8	9	10	11	12	Total # of Votes					
1	MARILYN ALDAVE	3,436		12,610	1		1				1		1	16,050					
2	TERESITA PADEL					1								1					
3	LILIBETH LAGNASON		5,173					1	1	1				5,176					
	TOTAL # of votes													21,227					

of Valid/ Used Ballots: 11 # of Void Ballots: ____ # of unused ballots: 1

Prepared by: ELECTION COMMITTEE OF KASAGANAKA MBA, INC.:

Chairman: Marivic G. Loterte Evangeline E. Pe

The nominee who ranked no. 1 on the final count during the election held last May 31, 2017 is Ms. Marilyn T. Aldave of Taytay who had 21,191 votes, followed by Marissa A. Loyola of Tungko with 16,050 votes, Lilibeth Lagnason with 5,176 votes



and Teresita Padel who had 3,436 votes during the canvasing, vote to Ms. Aldave of Taytay.

Ms. Isabel Iliw-iliw, President asked why the voting result of Ms. Teresita Padel had 3436 votes during the canvasing, May 17, 2017 and had 1 vote only during the actual election. Ms. Loterte, explained to the assembly that Ms. Aldave did not vote herself during the AGM, instead she voted in favor of Ms. Aldave.

There being no other questions, clarifications or objections regarding the results of the elections, the results were moved for approval by Ms. Ailene Ramos, seconded by Ms. Lilibeth Lagnason.

Subject	No. of Voting Delegates	No. of Votes in Favor	No. of Votes Against	No. of Abstain Votes	No. of Absentees
AGM Resolution No. 5	32	31	0	0	1

AGM RESOLUTION No. 5 Series of 2017. ACCEPTANCE AND ADOPTION OF THE RESULTS OF THE ELECTION OF THE BOARD OF **TRUSTEES**

RESOLVED, as it is hereby resolved that the General Membership accepted and adopted the results of the elections of the Board of Trustees for 2017 to 2019.

C. Confirmation on the appointment of an Independent Board Member

Ms. Elizabeth Fuentes introduced to the membership the newly-appointed Independent Board, Mr. Philip Arnold Tuaño. He is currently a lecturer, Economics Department, Political Science Department and School of Government at the Ateneo De Manila University. He also serve as Project Coordinator at the Human Development Network. These are just among his many achievements and professional engagements that qualifies him to be our Independent Board member. Mr. Tuaño will serve for a period of five (5) years from 2017 to 2021.



Ms. Fuentes asked the members to confirm the appointment of Mr. Tuaño. There being no questions asked on his credibility and his ability to perform his tasks as an Independent Board member, Ms. Anita Manundo moved to accept the confirmation of the Independent Board Member, seconded by Ms. Marilyn Aldave.

Subject	No. of Voting Delegates	No. of Votes in Favor	No. of Votes Against	No. of Abstain Votes	No. of Absentees
AGM Resolution No. 6	32	31	0	0	1

AGM RESOLUTION No. 6 Series of 2017. ACCEPTANCE OF THE CONFIRMATION ON THE APPOINTMENT OF THE INDEPENDENT BOARD MEMBER

RESOLVED, as it is hereby resolved that the General Membership accepted and adopted the confirmation on the appointment of the Independent Board Member, Mr. Philip Arnold P. Tuaño for 2017 to 2021.

D. Election of Committee Members

Ms. Iliw-iliw explained to the board that the election for committee meeting will only be for the position vacated since two from the audit and one from ethics committee members are already resigned. The term of office will be for a period of one year. She then proceeded with the election of the committee members. The following were nominated for the said committees:

- Audit Committee
 Jennifer Abao (Montalban)
 Nida Tagubar (Novaliches)
 Nida Cuizon (Norzagaray)
- 2. Treasury Committee
 Isabel M. Iliw-iliw (President)
 Marissa A. Loyola (Tungko)
- Product Development & Innovation Emily Rala (Padilla) Josanie Lagnason (Fairview) Anita L. Manundo (Tandang Sora)



4. Nomination & Election Committee Marissa A. Loyola (Tungko) Josephine Abugan (Batasan) Ma. Lilibeth Molina (Meycauayan) Estrelia Medel (Camarin)

5. Ethics Committee

Isabel M. Iliw-iliw (President) Martiniana G. Mancio (Board Adviser) Chona B. Capayas ((Board Adviser)

6. Special Project Committee

Silvida R. Antiquera (GM) Elizabeth N. Yayon (Marilao) Martiniana G. Mancio (Board Adviser) Chona B. Capayas (Board Adviser)

There being no objection raised to the nominations, and there being no seat contested, Ms. Manundo, moved for the acceptance of the nominated members as the newly-elected committee members. The general membership unanimously agreed to the nomination.

Subject	No. of Voting Delegates	No. of Votes in Favor	No. of Votes Against	No. of Abstain Votes	No. of Absentees
AGM Resolution No. 7	33	32	0	0	1

AGM RESOLUTION No. 7 Series of 2017. ACCEPTANCE AND ADOPTION OF THE RESULTS OF THE ELECTION OF COMMITTEE **MEMBERS**

RESOLVED, as it is hereby resolved that the General Membership accepted and adopted the following results of the elections of the Committee members:

1. Audit Committee

Chairperson: Perla F. Batingal (Independent board)

Members : Jennifer Abao (Montalban)

Lilibeth A. Lagnason (Masinag) Nida Tagubar (Novaliches) Nida Cuizon (Norzagaray)

2. Treasury Committee

Chairperson: Isabel M. Iliw-iliw (President) Members : Marissa A. Loyola (Tungko)



Silvida R. Antiquera (GM)

Noel P. Tolentino (KDCI board member)

Atty. Eduardo Pangan

3. Product Development & Innovation

Chairperson: Jerlene B. Perez (Secretary) Members : Ma. Teresa G. Bucad (Bocaue)

Emily Rala (Padilla)

Josanie Lagnason (Fairview) Anita L. Manundo (Tandang Sora)

4. Nomination & Election Committee

Chairperson: Marissa A. Loyola (Tungko)

: Evangeline E. Pe (Operations Manager)

Josephine Abugan (Batasan) Ma. Lilibeth Molina (Meycauayan)

Estrelia Medel (Camarin)

5. Ethics Committee

Chairperson: Isabel M. Iliw-iliw (President)

Members : Wenifreda F. Rodriguez (Board Adviser

Martiniana G. Mancio (Board Adviser) Leticia T. Rodriguez (Board Adviser) Chona B. Capayas ((Board Adviser)

6. Special Project Committee

Chairperson: Silvida R. Antiquera (GM) Member : Elizabeth N. Yayon (Marilao)

Martiniana G. Mancio (Board Adviser)

Chona B. Capayas (Board Adviser)

GM Salve put forward the possible establishment of a Risk Committee, which may be considered a best practice in corporate governance. The said Committee will be instrumental in performing regular reviews of KMBA's risk exposures and recommend measures to mitigate, if not prevent, the same. The Risk Committee will work with the Audit Committee as well, although the delineation of functions will have to be clear. GM Salve sought the Assembly's guidance in creating this Committee.

Ms. Marilyn moved to give the Board and management the Assembly's imprimatur in further studying the need for a Risk Committee and in defining its functions and responsibilities. Ms. Alma seconded the motion. There being no objections, the motion to study the creation of a Risk Committee was carried.



Subject	No. of Voting Delegates	No. of Votes in Favor	No. of Votes Against	No. of Abstain Votes	No. of Absentees
AGM Resolution No. 8	32	30	0	0	2

AGM RESOLUTION No. 8 Series of 2017. ESTABLISHMENT OF A RISK COMMITTEE

RESOLVED, as it is hereby resolved that the Board of Trustees if hereby tasked to study and, where favourable to the Association, establish a Risk Committee and define its functions and responsibilities.

IX. Oath taking of the new elected Board of Trustees

Before proceeding to the oath-taking, Ms. Iliw-iliw congratulated the newly-elected trustee for 2017. She asked the new trustee to proceed at the front for the oath taking. She also asked Ms. Wenifreda Rodriguez, board adviser to administer the oath of office.

X. Adjournment

There being no other matters to discuss, the meeting was adjourned at 5:30 in the afternoon.

Prepared by:

Jerlene B. Perez Board Secretary

Attested by:

Isabel M. Iliw-iliw

President

Marissa A. Loyola

Treasurer

Marivic R. Loterte Board Member Ma. Teresa G. Bucad

Board Member



Board Member

Board Member

Al Manumdr Anita L. Manundo **Board Member**

Philip Arnold P. Tuaño Independent Board