

Minutes of the NATCCO MBAI 2021 10th Annual Meeting via Zoom
Theme: Cushioning the Impact of Tough Times Through Solicitude and Solidarity
May 25, 2021
10:00am – 2:00pm

Attendees:

Name	Representation
1. ELLEN R. PASTORES	NMBAI CHAIRPERSON, BOARD OF TRUSTEE
2. EVELIA BARDOS-TIZON	NMBAI VICE CHAIRPERSON, BOARD OF TRUSTEE
3. JUPITER B. BONILLA	NMBAI REGULAR BOARD OF TRUSTEE
4. ROMEO M. MAGDAONG	NMBAI REGULAR BOARD OF TRUSTEE
5. VERONICA B. SIERRA	NMBAI REGULAR BOARD OF TRUSTEE
6. ADOLFO A. IBANEZ	NMBAI INDEPENDENT BOARD OF TRUSTEE
7. RYAN ARTHUR DG. PADILLA	NMBAI INDEPENDENT BOARD OF TRUSTEE
8. Minerva Tejada	NMBAI President
9. ROBERT ABAO	NMBAI AUDITOR
10. MILDRED C. CEREZO	NMBAI SECRETARY
11. MA.FATIMA ALVAREZ	BAAO PARISH MPC –GOA BRANCH
12. RICHARD A. AMAGA	MICOOP
13. SATURNINO AUSTERO	KISANDAL MPC
14. ARJELIE S.AUXTERO	MICOOP
15. RICO C. BADILLA	KABANGASAN MAPUA DAHILIG ARC COOPERATIVE-BALINGOAN
16. MARKSON BRAZIL BAJO	MICOOP
17. LEONARDO S. BANGA	DEL ROSARIO MPC
18. PEDRO C. BAUTISA JR.	MICOOP
19. JOEBERT B. BERDIGUEL	KAUSWAGAN AGRARIAN REFORM BENEFICIARIES MPC
20. NORELYN BESANA	GLANSAR CREDIT COOPERATIVE-GLAN
21. LEO L. CABATUANDO	MICOOP
22. MIRASEL T. CARNIZER	BUKLOD NG BUHAY ARC MPC
23. JEREMIAS S. COLANGOY	MANSALAY AGRICULTURE AND FISHERIES MPC
24. JOHN ENRIE H. CRUZ	MINDORO OCCIDENTAL SUSTAINABLE SKILLS MPC
25. MARY JOY C. DE GUZMAN	ST. ANTHONY DEVELOPMENT COOPERATIVE
26. ELSIE C. DE ROBLES	MICOOP
27. JINKY S. DELA TORRE	MICOOP
28. MARY ANN LEONA EBONA	MICOOP
29. ANGELITA A. FERNANDEZ	BACBACAN MIPC
30. JORGE FUENZADILA JR	CAMARINES SUR MPC-CALABANGA
31. RUSTY U. GALANG JR.	INCORPORATOR
32. RENATO A. GARBO JR	MICOOP
33. ANGEL P. GARCIA JR.	TALOY FARMERS MPC
34. GINA S. GIANAN	BATONG PALOWAY AGRARIAN REFORM COOPERATIVE
35. JOEL A. GONZALES	PANAY AGRARIAN REFORM COOPERATIVE
36. HEIZEL M. JAVINES	LICO AGRARIAN REFORM COOPERATIVE
37. ROGET DE ASIS LALIC	MICOOP
38. NERISSA D. LUCENA	LOURDES MPC
39. LEOPOLDO DC MANLICLIC	SAN NICOLAS MPC
40. RENANTE F. MARCENO	MICOOP
41. MYLENE F. MARTIRES	NORTHERN SAMAR SAVINGS AND CREDIT COOPERATIVE
42. JUNITH V. MERIDA	NAGKAHIUSANG MANG UUMA SA GUIHALINAN COOP-BAROBO
43. MIRIAM T. MINDARO	BONBONON FARMERS AGRARIAN REFORM MPC-MANJUYOD & SIATON BRANCH, SOUTHERN NEGROS CREDIT COOP-KABANKALAN
44. JAQUELINE T. MONTANTE	ALIPAO MPC

45. ROLANDO T. MONTERA	MILLENNIAL CREDIT COOPERATIVE-BAYUGAN
46. SALVACION P.NICOLAS	MICOOP
47. KATHERINE R. OLIVERA	DALAWINON FARMERS MPC
48. ROMENITO A. PADER	BAYANIHAN HUNDRED ISLANDS AGRARIAN REFORM COOPERATIVE
49. EDUARDO FELIX V. PAGILAGAN	PAYOMPON DEVELOPMENT COOPERATIVE
50. SAMUEL G. PENUJELA	GUIMARAS BRETHREN MPC
51. JOEL S. QUEBERAL	SAN ISIDRO DEVELOPMENT COOPERATIVE
52. MARIA JASMINE J. QUIDILLA	MICOOP
53. MARITES B. SACLET	SAN MIGUEL FARMERS AND FISHERS MPC
54. RICKY S. SALERA	LIMBAHAN SMALL COCONUT FARMERS & WOMEN MPC-LUPON
55. RONALDO P. SANGGO	MICOOP
56. SHEILA MARIE D. SATUR	MICOOP
57. OLGA D. SUATENGCO	MICOOP
58. DONATILLA T. TEJADA	MICOOP
59. JEROME S. TEJADA	MICOOP
60. JOCELYN O. TEVES	KATILINGBANONG PROGRAMA SA MAAYONG PANGLAWAS-KINAUGALINGONG PANINGKAMOT MPC- KABALASAN
61. RYAN JIM M. TORERO	MICOOP
62. JANICE C. VARGAS	NABUA DEV MPC COOPERATIVE
63. REYJI E. ANTONIO	TALISAYON MPC COOPERATIVE-SAN LORENZO RUIZ BRANCH
64. CRESENTE C. PAEZ	INCORPORATOR
65. LUIS D. CARILLO	INCORPORATOR
66. DHONNA R. FRANCISCO	NATCCO MBAI OPERATIONS TEAM
67. JENNIFER M. ESTOCADA	NATCCO MBAI OPERATIONS TEAM
68. MA. CHERISH G. SOLSONA	NATCCO MBAI OPERATIONS TEAM
69. MA. ELIZABETH B. AQUINO	NATCCO MBAI OPERATIONS TEAM
70. JENINA DJ. DELA CRUZ	NATCCO MBAI OPERATIONS TEAM
71. YANI M. YUGO	NATCCO MBAI OPERATIONS TEAM

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I. Call to Order

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11 The Chairperson, Ellen Pastores called the 10th Annual Meeting to order at 10:00 o'clock in the
12 morning.

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II. Proof of Due Notice, Roll Call and Determination of the Quorum

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15 The Secretary, Mildred Cerezo certified the following:

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- Notice of the 10th Annual Meeting of the NATCCO MBAI was sent on May 3, 2021 to all the members via email and was uploaded on the NMBA website.
- Number of active members as of Dec 31, 2020 was finalized on March 1, 2021.
- The release of letters to partner-cooperatives asking them to appoint official representative was on March 1st 2021.
- The deadline for the acceptance of the official representative was disseminated and set on April 30th, 2021.
- On May 1st, the total number of proxy votes for each Representative was then finalized.
- And the Nomination Committee validated the completeness of membership count and proxy votes on May 1st, of this year.

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27 The NATCCO MBAI has total of 65,393 members as of December 31, 2020, with 71 representatives
28 in attendance carrying 60,792 proxy votes or 93%.

29 The Secretary then certified the existence of a quorum.

30 **III. Approval of the Agenda**

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32 Chairperson Ellen Pastores presented the Agenda and asked the approval from the assembly.

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34 Representative Romenito Pader of Bayanihan Hundred Islands Agrarian Reform Cooperative
35 moved for the approval of the agenda, severally seconded. There being no objection, the motion
36 was approved.

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38 **Annual Meeting Resolution No. 01-2021**
39 **Resolution approving the agenda of 2021 Annual Meeting as follows:**

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- 41 *i. Call to order*
- 42 *ii. Proof of Due Notice, Roll Call and Determination of the Quorum*
- 43 *iii. Approval of the Agenda*
- 44 *iv. Considerations of the Minutes of the 2020 Annual Meeting dated July 21,*
- 45 *2020*
- 46 *v. Business arising from the Minutes of the 2020 Annual Meeting dated July*
- 47 *21, 2020*
- 48 *vi. Annual Reports*
 - 49 *a. Chairperson’s Report*
 - 50 *b. President’s Report*
 - 51 *c. Treasurer’s Report*
 - 52 *2020 Audited Financial Statement*
 - 53 *d. Nomination Committee’s Report*
 - 54 *e. Audit Committee’s Report*
- 55 *vii. Presentation of the 2021 Annual Plans and Budget*
- 56 *viii. Appointment of 2021 External Auditor*
- 57 *ix. Other Matters*
- 58 *x. Election*
- 59 *xi. Adjournment*
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61 The votes casted and received on the approval of the agenda with voting rights as follows:

Total Voting Members/Proxy	Total Votes Casted	Votes in Favor	Invalid Votes	Abstain
60,792	60,792	60,792	0	0

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65 **IV. Consideration of the Minutes of Previous Annual Meetings**

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67 **A. Minutes of July 21, 2020 10th Annual Meeting**

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69 The Chairperson, Ellen R. Pastores presented the copies of Minutes that was sent in advance to the
70 members.

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Representative Atty. Adolfo Ibanez moved to dispense with the reading of the Minutes of July 21st 2020 9th Annual Meeting which was seconded severally.

After the reading and no correction need, Representative Saturnino Austero of Kisandal Multi-Purpose Cooperative moved for the approval of the July 21st 2020 Annual Meeting, which was seconded severally. There being no objection, the motion was approved.

Annual Meeting Resolution No. 2-2021.
Resolution, approving the Minutes of July 21, 2020 9th Annual Meeting of the NATCCO MBAI.

The votes casted and received on the approval of the Minutes of July 21, 2020 Annual Meeting:

Total Voting Members present and by proxy	Total Votes Casted	Votes in Favor	Invalid Votes	Abstentions
60,792	60,792	60,792	0	0

V. Business Arising from the Minutes:

The Chairperson, Ellen R. Pastores gave update on the resolutions passed last Annual Meeting. She informed the body about the implementation of the Revised Corporation Code of the Philippines in the Association where the President sits with the Board of Trustees but does not have voting power.

Representative Romenito Pader of Bayanihan Hundred Islands Agrarian Reform Cooperative asked why not make NMBAI a cooperative instead of corporation, since most the members are from cooperatives.

The Chairperson replied that this is being considered and that the transition to being a cooperative micro-insurance needs further study. This will be discussed in the board meetings.

Representative Luis Carillo being one of the founding incorporators added that the law requirement would need one billion (1B) total for an entity or 500M guaranty fund to become a cooperative insurance.

Also presented was the Annual Resolutions and the actions taken by the Board as follows:

RESOLUTION#	ANNUAL MEETING RESOLUTION	UPDATES
1-S2020_AM	Resolution to include in the Agenda that NATCCO MBAI shall comply with the provision of the Revised Corporation Code of the Philippines under Section 24 which states that the President must be member of the board, thus has the voting rights	Implemented.
2-S2020_AM	Resolution approving the Annual Meeting agenda	Implemented.
3-S2020_AM	Resolution to suspend the order of business and to proceed first with the election to give way to virtual election.	Implemented.
4-S2020_AM	Resolution accepting the report of the Nomination Committee.	Implemented.
5-S2020_AM	Resolution approving the Minutes of May 28, 2019 8 th Annual Meeting of the NATCCO MBAI.	Implemented.
6-S2020_AM	Resolution approving the Minutes of November 11, 2019 Special Annual Meeting.	Implemented.
7-S2020_AM	Resolution approving the Board of Trustees and Management Actions on 2019 resolutions.	Implemented.
8-S2020_AM	Resolution accepting the report of the President as presented.	Implemented.
9-S2020_AM	Resolution accepting the Treasurer's Report and the 2019 Audited Financial Statement.	Implemented.
10-S2020_AM	Resolution accepting the report of the Audit Committee.	
11-S2020_AM	Resolution adopting the 2020 Annual Plan and budget of NATCCO MBAI	Implemented.
12-S2020_AM	Resolution reappointing <u>Banaria Banaria</u> and Company as the External Auditor of the NATCCO MBAI for 2020.	Implemented.
13-S2020_AM	Resolution accepting the newly elected Board of Trustees	Implemented.

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Representative Leonardo Banga of Del Rosario MPC moved for the approval of the actions taken by the BOT on the 2020 Annual Meeting resolutions, seconded severally. There being no objection, the motion was approved.

The votes casted and received on the approval of the actions taken by the Board of Trustees on the 2020 Annual Meeting resolutions:

Total Voting Members present and by proxy	Total Votes Casted	Votes in Favor	Invalid Votes	Abstentions
60,792	60,792	60,792	0	0

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VI. Presentation of Reports

A. Chairperson's Report on BOT and Management Actions for the year 2020

The Chairperson, Ellen R. Pastores turned over the Chairmanship to Vice-Chairperson Evelia Tizon and reported the 2020 Board of Trustee resolutions as follows:

July 25, 2020 9 th Annual Meeting Board Resolutions	
Resolution No.	Board Resolution
Resolution 2 Series of 2020	Resolution approving the Plans and Budget for the NATCCO MBAI.

Resolution 3 Series of 2020	Resolution approving the amount of Php100,000 for the Lakbay Malasakit Program providing financial assistance to members affected by eruption of Taal Volcano
Resolution 4 Series of 2020	Resolution appointing Chairperson Ellen Pastores, Vice – Chairperson Evelia Tizon, Treasurer Zorahayda Cafirma, Trustee Romeo Magdaong and Independent Trustee Ryan Padilla as members of the Board Risk and Oversight Committee
Resolution 5 Series of 2020	Resolution designating Chairperson Ellen Pastores as the official representative of the NATCCO MBAI for RIMANSI 2020 Annual GA
Resolution 7 Series of 2020	Resolution adopting the 2020 Revised Policy on Productivity Bonus
Resolution 8 Series of 2020	Resolution accepting the Investment Policy subject for enhancement
Resolution 10 Series of 2020	Resolution approving the amount of P10,000 financial aid to purchase protective essentials for Staff and Officers of Coop members in NCR.
Resolution 12 Series of 2020	Resolution approving the Work-From-Home arrangement for NMBAI employees including the preparation of Checks necessary for claims and other related expenses for the operation outside the office.
Resolution 15 Series of 2020	Resolution approving the budget for the work-from-home arrangement during the pandemic.
Resolution 17 Series of 2020	Resolution approving the allocation for the virtual meetings of the NMBAI.
Resolution 18 Series of 2020	Resolution approving the 2019 Financial Statement of the NATCCO MBAI
Resolution 22 Series of 2020	Resolution approving the new organizational structure of the NATCCO MBAI
Resolution 23 Series of 2020	Resolution approving the following policies for NMBAI:
	· Customer Welfare Policy and Activity
	· Safeguarding the Creditor’s Rights
	· Anti-corruption Policy and Activities
	· Dividend Policy
Resolution 24 Series of 2020	Resolution appointing Chairperson Ellen Pastores, Vice-Chairperson Evelia Tizon, Independent Trustee Atty. Adolfo Ibanez, Trustee Romeo Magdaong, and Treasurer Zorahayda Cafirma as members of the Policy Review Committee.
Resolution 27 Series of 2020	Resolution approving the Adjusted 2020 Budget of the NATCCO MBAI.
Resolution 29 Series of 2020	Resolution, approving the evaluation tool for Board of Trustees and President.
Resolution 30 Series of 2020	Resolution appointing Independent Trustee Ryan Arthur Padilla, Trustee Romeo Magdaong and Trustee Jupiter Bonilla as members of Product Review and Development Committee.
Resolution 31 Series of 2020	Resolution approving the Policy on Flexible Work Arrangement Due to Community Quarantine
Resolution 33 Series of 2020	Resolution approving the Committee Charter of Board Risk Oversight Committee.
Resolution 34 Series of 2020	Resolution approving the P2M additional Guaranty Fund required by the Insurance Commission.
Resolution 36 Series of 2020	Resolution directing the Management to deposit the required amount for the Guaranty Fund immediately after the certification of the Actuary.

Resolution 38 Series of 2020	Resolution forming a Corporate Governance Committee
Resolution 46 Series of 2020	Resolution approving the Investment Committee Charter.
Resolution 47 Series of 2020	Resolution approving the Related Party Committee Charter.
Resolution 48 Series of 2020	Resolution approving the Policy Review Committee Charter.
Resolution 50 Series of 2020	Resolution forming a Marketing Committee composed of the following members: Trustee Jupiter Bonilla, Independent Trustee Ryan Arthur Padilla, Ms. Zorahayda Cafirma and Ms. Mildred Cerezo
Resolution 52 Series of 2020	Resolution approving the launching of the marketing video of NMBAI to social media
Resolution 53 Series of 2020	Resolution approving the Policy on Financial Management Framework.
Resolution 54 Series of 2020	Resolution confirming the approval of the P350,000 financial aid to 14 coop partners affected by typhoons Rolly and Ulysses.
Resolution 56 Series of 2020	Resolution approving the Corporate Governance Committee Charter
Resolution 57 Series of 2020	Resolution approving the Product and Review Committee Charter
Resolution 58 Series of 2020	Resolution approving the Marketing Committee Charter.
Resolution 61 Series of 2020	Resolution approving the 2021 Annual Plans and Budget of the NATCCO MBAI.
Resolution 62 Series of 2020	Resolution approving the guidelines on membership enrollment collection fee on the additional riders for partner cooperatives.
Resolution 63 Series of 2020	Resolution confirming the approval of P70,000 financial assistance to six cooperatives affected by typhoons.

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The Vice-Chairperson, Evelia B. Tizon, being the presiding officer asked if there’s any question, on the report presented by the Chairperson.

Representative Rico Badilla of Kabangasan-Mapua-Dahilig Arc Cooperative-Balingoan moved for the approval of the Board and Management Actions on the 2020 Resolutions which was seconded severally There being no objection, the motion was approved.

Annual Meeting Resolution No. 3-2021

Resolution, approving the Board of Trustees and Management Actions on 2020 resolutions.

The votes casted and received on the approval of the Board of Trustees and Management Actions on 2020 resolutions:

Total Voting Members present and by proxy	Total Votes Casted	Votes in Favor	Invalid Votes	Abstentions
60,792	60,792	60,792	0	0

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B. President’s Report

The President, Minerva G. Tejada presented her report.
Representative Adolfo Ibanez moved for the acceptance of the report presented which was seconded severally. There being no objection, the motion was approved.

**Annual Meeting Resolution No. 4-2021
Resolution to accept the report of the President as presented.**

The votes casted and received on the acceptance of the President’s Report:

Total Voting Members present and by proxy	Total Votes Casted	Votes in Favor	Invalid Votes	Abstentions
60,792	60,792	60,792	0	0

C. Treasurer’s Report

Chairperson presented the Treasurer’s report and the Audited FS.
Representative Jerome Tejada moved for the acceptance of the report presented, seconded severally. There being no objection, the motion was approved.

**Annual Meeting Resolution No. 5-2021
Resolution to accept the Treasurer’s Report and the 2020 Audited Financial Statement.**

The votes casted and received on the acceptance of the Treasurer’s Report and 2020 Audited FS:

Total Voting Members present and by proxy	Total Votes Casted	Votes in Favor	Invalid Votes	Abstentions
60,792	60,792	60,792	0	0

D. Nomination Committee Report

Vice-Chairperson Evelia Tizon presented the Nomination Committee Report.
Representative Samuel Penuela of Guimaras Brethren Multi-Purpose Cooperative moved for the acceptance of the report presented and seconded severally. There being no objection, the motion was approved.

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Annual Meeting Resolution No. 6-2021
Resolution, accepting the report of the Nomination Committee.

The votes casted and received on the acceptance of the Nomination Committee’s Report:

Total Voting Members present and by proxy	Total Votes Casted	Votes in Favor	Invalid Votes	Abstentions
60,792	60,792	60,792	0	0

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E. Audit Committee Report

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Independent Trustee Atty. Adolfo Ibanez being the Chairperson of the Audit Committee presented their report.

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Representative Donilla Tejada of MICOOP moved for the acceptance of the report as presented which was seconded severally. There being no objection, the motion was approved.

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Annual Meeting Resolution No. 7-2021
Resolution, accepting the report of the Audit Committee.

The votes casted and received on the acceptance of the Audit Committee Report:

Total Voting Members present and by proxy	Total Votes Casted	Votes in Favor	Invalid Votes	Abstentions
60,792	60,792	60,792	0	0

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VII. New Business

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A. 2021 Annual Plans & Budget

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President Minerva G. Tejada presented the NATCCO MBAI Annual Plan for 2021.

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Representative Adolfo Ibanez of Regional and Central Comelec Employees Mpc moved for the acceptance of the report presented, seconded severally. There being no objection, the motion was approved.

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Annual Meeting Resolution No. 8-2021
Resolution, accepting the 2021 Annual Plans and Budget of the NATCCO MBAI

The votes casted and received on the acceptance of the 2021 Annual Plans and Budget:

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Total Voting Members present and by proxy	Total Votes Casted	Votes in Favor	Invalid Votes	Abstentions
60,792	60,792	60,792	0	0

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B. Appointment of the External Auditor for 2021

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The Chairperson, Ellen R. Pastores sought the approval from the body the reappointment of Banaria, Banaria and Company CPAs as the External Auditor of the NATCCO MBI for 2021.

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Representative Romenito Pader of Bayanihan Hundred Islands Agrarian Reform Cooperative moved to reappoint Banaria Banaria as the External Auditor of the NATCCO MBI for 2021, seconded severally. There being no objection, the motion was approved.

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Annual Meeting Resolution No. 9-2021

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Resolution, reappointing Banaria, Banaria and Company CPAs as the External Auditor of the NATCCO MBI for 2021.

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The votes casted and received on the approval of the external auditor:

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Total Voting Members present and by proxy	Total Votes Casted	Votes in Favor	Invalid Votes	Abstentions
60,792	60,792	60,792	0	0

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VIII. Result of the Election

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The Nomination Committee declared the following winners based on the tabulation. Following are the results of the Election:

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TOTAL BALLOTS		
# valid 47	44,934	55
# invalid 8	6,829	
Total number of representatives who casted their votes thru google sheet		51
# of valid e-ballots		43
# of invalid e-ballots		8
Total number of reps who voted thru FB messenger		2
# of valid e-ballots		2
# of invalid e-ballots		0
Total number of reps who voted thru text:		2
# of valid e-ballots		2
# of invalid e-ballots		0

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Result of Election on Regular Trustee:

Total Voting Members Present and By Proxy	Name of Candidates	Votes In Favor
44,934	Jupiter B. Bonilla	44,934

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Result of Election on Independent Trustee:

Total Voting Members Present and By Proxy	Name of Candidates	Votes In Favor
44,934	Adolfo A. Ibanez	44,934
44,934	Ryan Arthur DG. Padilla	44,934

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Name	Number of Votes	Term
Jupiter B. Bonilla – Regular Trustee	44,934	3 years
Adolfo A. Ibanez – Independent Trustee	44,934	1 year
Ryan Arthur DG. Padilla – Independent Trustee	44,934	1 year

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After the presentation and declaration of the winners, Representative Romenito Pader of Bayanihan Hundred Islands Agrarian Reform Cooperative moved for the confirmation of the newly elected officers of NMBAI seconded by Representative Marites Saclet of San Miguel Farmers and Fishers Multi-Purpose Cooperative. There being no objection, the motion was approved.

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Annual Meeting Resolution No. 10-2021

Resolution, confirming the following newly elected in the Board of Trustees: Jupiter Bonilla- Regular Trustee, Atty. Adolfo A. Ibanez-Independent Trustee and Ryan Arthur DG. Padilla- Independent Trustee

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The votes casted and received on the acceptance of the newly elected Board of Trustees:

Total Voting Members present and by proxy	Total Votes Casted	Votes in Favor	Invalid Votes	Abstentions
60,972	44,934	44,934	6,829	0

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246 **IX. Adjournment**

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248 There having no more business at hand, Representative Salvacion Nicholas of MICOOP moved
249 for the adjournment of the 2021 10th Annual Meeting, seconded severally. There being no
250 objection, the motion was approved.

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252 Chairperson Ellen Pastores adjourned the 10th NATCCO MBAI Annual Meeting at 1:58 o'clock
253 in the afternoon.

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256 Prepared by:

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259 **Mildred C. Cerezo**
Board Secretary

Attested by:



Ellen R. Pastores
Chairperson