

1 **Minutes of the NATCCO MBAI 2026 15th Hybrid Annual Meeting**

2 Theme: ***Protecting Lives, Securing Futures Together***

3 May 29, 2026

4 Hive Hotel & Convention Place, Quezon City

5 1:04PM – 6:03PM

6 Attendees:

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8 **Board Trustees and Officers**

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10 1. Ms. Evelia Bardos-Tizon - Chairperson
11 2. Mr. Jupiter Bonilla - Vice-Chairperson
12 3. Mr. Leonardo S. Banga - Trustee
13 4. Ms. Joselita Cardona - Trustee
14 5. Ms. Maria Jasmine J. Quidilla - Trustee
15 6. Mr. Roberto A. Abao - Independent Trustee
16 7. Atty. Adolfo Ibanez - Independent Trustee via Zoom
17 8. Mr. Romeo M. Magdaong - Treasurer
18 9. Ms. Minerva G. Tejada - CEO
19 10. Ms. Mildred C. Cerezo - Secretary

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21 **Management and Staff**

- 22 11. Ms. Jennifer M. Estocada - Claims Unit Head
23 12. Ms. Ma. Cherish S. Mullins - MIS Unit Head
24 13. Ms. Yani M. Yugo - Accounting Unit Head
25 14. Ms. Jenina Dela Cruz - Marketing Officer
26 15. Mr. Eduardo C. De Castro - Marketing Officer
27 16. Ms. Ericka Joyce Badere - Claims Staff
28 17. Ms. Ma. Elizabeth M. Aquino - MIS Staff
29 18. Ms. Shaira Mae Del Monte - MIS Staff
30 19. Ms. Sunshine Mariano - Accounting Staff
31 20. Mr. Armel Jairus Patawaran - Accounting Staff
32 21. Mr. Ivan Mari Monton - Administrative Staff

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34 **Guests**

- 35 22. Mr. Wilfredo M. Llanto - Independent Trustee Candidate
36 23. Ms. Ana Dominique Basig - AMC-Election Auditor
37 24. Ms. Jenny Rose Siga - AMC-Election Auditor
38 25. Ms. Yolanda Espino - Divina Pastora MPC
39 26. Mr. Romulo Caceres - San Isidro Development Cooperative
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#	COOPERATIVES REPRESENTED	NAME OF ATTENDEES	JOIN (F2F / Virtual)	PROXY VOTES
1	Perpetual Help Multi-Purpose Cooperative	Jose Eric L. Aguilar	F2f	310
2	Dagohoy Multi-Purpose Cooperative	Irene P. Balonga	Virtual	2,244
3	San Miguel Farmers and Fishers Multi-Purpose Cooperative	Jan Joy C. Baylon	Virtual	1,067

4	Pingkian Community Development Cooperative	Jupiter B. Bonilla	F2f	425
5	Nec Multi-Purpose Cooperative	Zorahayda A. Cafirma	F2f	3,558
6	NATCCO Network	Joselita F. Cardona	F2f	198
7	Buklod Ng Buhay Arc Multi-Purpose Cooperative	Mirasel T. Carnizer	Virtual	779
8	Five Star Multi-Purpose Cooperative	Adora S. Castillo	F2f	3,324
9	Alipao Multi-Purpose Cooperative	Maureen O. Cubarol	F2f	2,247
10	Bonbonon Farmers Agrarian Reform Multi-Purpose Cooperative	Marie Charisse Delos Santos	Virtual	1,827
11	Srt Of Palawan Multi-Purpose Cooperative	Ma. Asela V. Ecalia	Virtual	336
12	Lourdes Multi-Purpose Cooperative	Mary Jane R. Fabrigas	Virtual	1,083
13	Agra Progreso Multi-Purpose Cooperative	Lowie F. Farquerabao	Virtual	392
14	Agra Progreso Multi-Purpose Cooperative	Donna Marie B. Foja	Virtual	392
15	Baao Parish Multi-Purpose Cooperative	Ella Marie P. Francia	Virtual	950
16	Kitanglad Multi-Purpose Cooperative	Karlo F. Galang	F2f	16
17	Lourdes Multi-Purpose Cooperative	Constancia B. Guillas	Virtual	1,083
18	Bacarra Multi-Purpose Cooperative	Sheila Rose M. Hipolito	F2f	484
19	Regional And Central Comelec Employees Multi-Purpose Cooperative	Adolfo A. Ibañez	Virtual	1,786
20	Lico Agrarian Reform Cooperative	Anamie V. Ibano	F2f	756
21	Five Star Multi-Purpose Cooperative	Sherwin R. Jose	F2f	3,325
22	Tumalalud Farmers Multi-Purpose Cooperative	Arlyn Laurilla	F2f	1,846
23	Panay Agrarian Reform Cooperative	Sugar Ray L. Ligasan	Virtual	302
24	Bacarra Multi-Purpose Cooperative	Jonalyn A. Macalipis	F2f	483
25	Kauswagan Agrarian Reform Beneficiaries Multi-Purpose Cooperative	Cecille B. Magallanes	Virtual	253
26	Red Ribbon Multi-Purpose Cooperative	Romeo M. Magdaong	F2f	563
27	San Nicolas Multi-Purpose Cooperative	Rejoice I. Meneses	Virtual	127
28	San Isidro Development Cooperative	Mark Lyndon N. Menor	F2f	830
29	Saint Vincent De Paul Multi-Purpose Cooperative	Laureano B. Mesias Jr.	Virtual	33
30	Taloy Farmers Multi-Purpose Cooperative	Lynie A. Oliveros	Virtual	5,735
31	Brothers Megawork Systems Corporation	Bienvenido F. Orillano Jr.	F2f	10
32	Bayanihan Hundred Islands Agrarian Reform Cooperative	Romenito A. Pader	Virtual	985

33	Toda1 Manila Transport Cooperative	Ma. Joyce Pahayahay	F2f	23
34	Department Of Agrarian Reform Multi-Purpose Cooperative	Josephine P. Panes	F2f	638
35	Nec Multi-Purpose Cooperative	Ellen R. Pastores	F2f	3,559
36	Southern Negros Multi-Purpose Cooperative	Aileen A. Pitogo	Virtual	288
37	Bacbacan Multi-Purpose Cooperative; Pangasinan Savings and Credit Cooperative; Samahan Sa Ikauunlad Ng Pamayanan Credit Coop	Maria Jasmine J. Quidilla	F2f	4,240
38	Mansalay Agriculture and Fisheries Multi-Purpose Cooperative	Liezl J. Rabino	F2f	3,022
39	Brothers Megawork Systems Corporation	Joan Rose B. Remojo	F2f	9
40	Limbahan Small Coconut Farmers and Women Multi-Purpose Cooperative	Leny T. Rosas	Virtual	370
41	Guimaras Brethren Multi-Purpose Cooperative	Ronoly G. Tanate Jr.	F2f	711
42	Nagkahiusang Mag-Uuma Sa Guihalinan Cooperative	Vanda Charisa G. Taripe	Virtual	412
43	Southern Negros Agrarian Reform Cooperative	Mary Grace F. Villafranca	Virtual	356
44	NATCCO MBAI-Incorporator	Rustico U. Galang Jr.	F2f	157
45	NATCCO MBAI-Incorporator	Reynaldo A. Gandionco	F2f	157
46	NATCCO MBAI-Incorporator	Cresente C. Paez Sr.	F2f	157
47	Nec Multi-Purpose Cooperative [3,559] NMBAI Bot/Officers and Staffs [23] NATCCO MBAI-Incorporator [157]	Evelia Bardos-Tizon	F2f	3,739
	Total Proxy Votes Present			64,257

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I. Call to Order

Chairperson Evelia Tizon called the meeting to order at 1:04 o'clock in the afternoon.

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

The Secretary, Ms. Mildred Cerezo showed a proof of due notice, did the roll call and certified the following:

- Notice of the 15th Annual Meeting of the NATCCO MBAI was sent on May 5, 2026 to all Representatives via email and was uploaded in our website.
- The number of active members as of Dec 31, 2025 is 66,910

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- The release of a letter to partner cooperatives asking them to appoint official representatives was on February 12, 2026
- The deadline for the acceptance of the official representative was disseminated and initially set on April 15, 2026, then was extended to April 24, 2026.
- The Board of Trustees validated the membership count and proxy votes on May 4, 2026.
- The Total proxy votes for 2026 Annual Meeting is 67,695, composing of the 66,910 active members while the 785 are from 5 incorporators.
- 24 representatives joined us personally, and 25 representatives joined virtually.
- The NATCCO MBAI has a total of 67,695 active members as of December 31, 2025, 49 representatives in attendance carrying 64,257 or 95% of proxy votes are duly represented.

III. Approval of the Agenda

Representative Jose Eric Aguilar of Perpetual Help Multi-Purpose Cooperative moved to approve the agenda as presented, seconded severally, there being no objections, the motion was approved.

- i. Call to order
- ii. Approval of the Agenda
- iii. Consideration of the Minutes of the May 30, 2025 Annual Meeting
- iv. Matters Arising from the Minutes of May 30, 2025 Annual Meeting
- v. Annual Report
 - a. Chairperson’s Report
 - b. Management Report
 - c. Treasurer’s Report
 - d. Corporate Governance Committee (CGC) Report
 - e. CGC- Nomination Committee report
 - f. Other Non- Statutory Committee
- vi. New Business
 - a. Presentation of 2026 Plans and Budget
 - b. Amendments of NMBAI Bylaws
 - c. Election of the Board of Trustees and Declaration of Winners
 - d. Appointment of External Auditor
- vii. Adjournment

Annual Meeting Resolution No. 01-2026

103 **Resolution to approve the Agenda of 2026 Annual Meeting as presented above.**

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105 The votes casted and received with voting rights are as follows:

Total Voting Members/Proxy	Total Votes Casted	Votes in Favor	Invalid Votes	Abstain
64,257	64,257	64,257	0	0

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107 **IV. Consideration of the Minutes of May 30th 2025 Annual Meeting.**

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109 Representative Karlo Galang of Kitanglad MPC moved to dispense with the
110 reading of the Minutes of the May 30, 2025 Annual Meeting. The motion was duly
111 seconded by several representatives. There being no objections, the motion was
112 approved.

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114 **Annual Meeting Resolution No.02-2026**

115 **Resolution to dispense with the reading of Minutes of May 30th Annual Meeting.**

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117 The votes casted and received with voting rights are as follows:

Total Voting Members/Proxy	Total Votes Casted	Votes in Favor	Invalid Votes	Abstain
64,257	64,257	64,257	0	0

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119 Chairperson Evelia Tizon asked for any correction from the Minutes of the
120 previous AM meeting. There being no corrections made, Representative Ellen
121 Pastores of NEC MPC moved for the approval of the Minutes as presented,
122 seconded severally.

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124 **Annual Meeting Resolution No.03-2026**

125 **Resolution, approving the Minutes of May 30th, 2025 Annual Meeting**

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127 The votes casted and received with voting rights are as follows:

Total Voting Members/Proxy	Total Votes Casted	Votes in Favor	Invalid Votes	Abstain
64,257	64,257	64,257	0	0

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129 **V. Matters Arising from the Minutes of May 30th, 2025 Annual Meeting.**

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131 Chairperson Evelia Tizon presented the updates on the actions taken by the
132 Board of Trustees regarding the resolutions approved during the 2025 board of
133 trustees' meeting. She reported that all seventeen (17) resolutions had been
134 acted upon and implemented accordingly.

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136 As part of the updates, Marketing Committee Chairperson Joselita F. Cardona
 137 presented the revised the Kaagapay Program. She informed the body that a
 138 partner institution may opt to consolidate enrollees from two or more partner
 139 institutions in order to meet the required number of enrollees and qualify for the
 140 corresponding incentives under the program. She also discussed the rules
 141 governing the implementation of the incentive scheme and the issuance of the
 142 relevant guidelines for the information of the body.

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 144 After the presentations, Chairperson Evelia Tizon opened the floor for questions,
 145 comments, or clarifications regarding the updates presented. There being no
 146 questions or comments from the body, the updates were duly noted.

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 148 **VI. Annual Reports**

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 150 **A. Chairperson’s Report**

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 152 Vice-Chairperson Jupiter Bonilla assumed the role of Presiding Officer while
 153 Chairperson Evelia Tizon presented the Board of Trustees’ Report, highlighting
 154 the resolutions approved and the corresponding actions taken during the Board
 155 meetings held in 2025.
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DATE OF THE MEETING	BOARD RESOLUTION NUMBER	2025 BOARD RESOLUTION	STATUS
01/02/2025	Reso #4Series of 2025-EBT	Resolution, authorizing the President to sign the Lease Contract with NATCCO on behalf of NMBAI.	DONE
01/02/2025	Reso #5Series of 2025-EBT	Resolution, approving Information Security Policy crafted by MIS Committee.	DONE
01/02/2025	Reso #6Series of 2025-EBT	Resolution, tasking the Execom the discuss and/or approve the following: <ul style="list-style-type: none"> · Continue processing the Info Sec Policy · Management Report as of Dec 31, 2024. · Process/Approval of the 2025 Plans and Budget · Annual Meeting Preparations · Correspondence · 2025 Calendar of Activities 	ON-GOING COMPLETION OF POLICY ANNEXES
01/02/2025	Reso #7Series of 2025-EBT	Resolution, approving the Investment Policy Framework.	DONE
01/02/2025	Reso #8Series of 2025-EBT	Resolution, directing the Management to use the five-year actual performance as basis in the financial projections.	DONE

01/02/2025	Reso #9Series of 2025-EBT	Resolution, directing the Management to provide inclusive schedule of operating expenses.	DONE
01/02/2025	Reso #10Series of 2025-EBT	Resolution, mandating the Management to provide a marketing plan for 2025 indicating the following: · Partnership engagements · Coop attendance · Cost breakdown to each activity related to partnership engagements	DONE
01/02/2025	Reso #11Series of 2025-EBT	Resolution, approving the number 1 cover design with the theme: Safeguarding Futures: Strengthening Families Through Microinsurance.	DONE
08/03/2025	Reso #12Series of 2025-EBT	Resolution, directing the management to provide the Board Trustees copies of Management Letter for the last five (5) years and henceforth do the same for succeeding reports.	DONE
08/03/2025	Reso #13Series of 2025-EBT	Resolution, requesting the Audit Committee to include in the audit negotiation the submission of Management Letter by the auditing firm to the board through the Chair, confidentially, in electronic or hard copy.	DONE
08/03/2025	Reso #14Series of 2025-EBT	Resolution directing the management to submit quarterly Financial Statement duly signed by the accounting head and the CEO. Same shall be emailed to the board by the CEO	DONE
08/03/2025	Reso #15Series of 2025-EBT	Resolution authorizing the Audit Committee to have unrestricted access to records and personel, in the performance of their audit function, as provided for in article 8, section 2, para J of the NMBAI bylaws	DONE
08/03/2025	Reso #16Series of 2025-EBT	Resolution directing the management to extend full support to the different committees in the performance of their functions to ensure attainment of their respective targets. Further resolved, directing the CEO to designate focal persons in different areas of concern.	DONE

08/03/2025	Reso #17Series of 2025-EBT	Resolution directing the CEO to effect the immediate turnover of the following hard documents to the BOT through the Audit Committee: - Books of accounts - Bank documents - Stock transfer books - Certificate of registration and such other documents not herein mentioned Further resolved that all records must be safely placed in the NMBAI storage room at the NATCCO building.	DONE
08/03/2025	Reso #18Series of 2025-EBT	Resolution directing the management to submit, not later than March 15, to the BOT, an inventory of all the files/documents taken from the NMBAI office indicating the responsible person/s, the date records were taken from the office and the authority to do so, if any. This directive shall take precedence over all activities of all management and staff, considering the risks involved and legal consequences viz a viz the NMBAI regulators.	DONE
08/03/2025	Reso #19Series of 2025-EBT	Resolution approving the term of reference for contracting Ms Shane Bangalan, as an internal auditor of NMBAI, as recommended by the Audit Committee. Further resolved that this directive be implemented not later than march 31, 2025	DONE
08/03/2025	Reso #20Series of 2025-EBT	Resolution, endorsing the following items to the ExeCom to review, discuss and take appropriate actions: a. Retirement policy and plan b. PRD report c. MBAI Coordinator proposal from the Management-Marketing to meet for inclusion in the AM Concerns d. Office renovation	DONE
18/03/2025	Reso #22Series of 2025-EBT	Resolution, approving the 2025 Audited Financial Statements based on the discussion and agreements.	DONE
12/04/2025	Reso #26Series of 2025-EBT	Resolution, directing the Marketing Committee to develop and recommend a proposed event that will formally recognize and honor cooperative partners involved in sustainability efforts	DONE

12/04/2025	Reso #29Series of 2025-EBT	Resolution, directing the Corporate Governance Committee (CGC) to draft and recommend an appropriate policy on records risk management.	FOR CGC COMPLETION
12/04/2025	Reso #32Series of 2025-EBT	Resolution, tasking the Corporate Governance Committee (CGC), through the Nominations Committee (NomCom), to review the Election Code considering the provisions in the NMBAI Bylaws as follows: <ul style="list-style-type: none"> • That a representative may be appointed but cannot seek an elective position; • That an incorporating director may carry their own votes, but must secure an endorsement from a partner cooperative to be eligible • And the retirement of the incumbent trustee. 	DONE
12/04/2025	Reso #33Series of 2025-EBT	Resolution, approving the Kaagapay Program, provided that a monthly monitoring and evaluation shall be conducted in aid of enhancement/ improvement of the policy	DONE
12/04/2025	Reso #34Series of 2025-EBT	Resolution, approving the Marketing Committee Charter as revised.	DONE
12/04/2025	Reso #35Series of 2025-EBT	Resolution, approving the sponsorship of five (5) Cooperative Mandatory Trainings for NMBAI member cooperatives, with a maximum of fifty (50) beneficiaries to be supported under this program. The allocation of training slots shall be as follows: <ul style="list-style-type: none"> • The first forty (40) slots shall be awarded to top-performing cooperatives, based on the number of institutional BLIP enrollees relative to total NMBAI enrollees, as of the preceding year-end. • The remaining ten (10) slots shall be allocated to newly affiliated member-partners for the current year 	DONE, for implementation
12/04/2025	Reso #36Series of 2025-EBT	Resolution, tasking the ExeCom to process the proposed marketing plans and budget of the Marketing Committee	DONE
12/04/2025	Reso #37Series of 2025-EBT	Resolution, directing the Management to recommend a policy on receivable management.	FOR DISCUSSION WITH CGC & INVESTMENT COMMITTEE

12/04/2025	Reso #38Series of 2025-EBT	Resolution, commending the Management for exceeding the 2024 targets.	DONE
12/04/2025	Reso #39Series of 2025-EBT	Resolution, reiterating the directive to Management to conduct offsetting of receivables against equity value not later than the end of September 2025.	DONE. CONTINUOUS PROCESS
12/04/2025	Reso #40Series of 2025-EBT	Resolution, approving Hotel Richmond East at Quezon City as the official venue for the 2025 Annual Meeting	DONE
12/04/2025	Reso #41Series of 2025-EBT	Resolution, approving the release of 2024 productivity bonus amounting to P600,000 effective immediately	DONE
12/04/2025	Reso #42Series of 2025-EBT	Resolution, tasking the Policy Review Committee to review the policy on productivity bonus.	DUE 2026
29/05/2025	Reso #45Series of 2025-EBT	Resolution, approving Aquino, Mata, Calica and Associates (AMC) as the external auditor for NMBAI in 2025-2026 as recommended by the Audit Committee.	DONE
29/05/2025	Reso #46Series of 2025-EBT	Resolution to approve the retention of Atty. Adolfo Ibañez on a holdover basis, until a qualified individual is identified and selected.	DONE
29/05/2025	Reso #47Series of 2025-EBT	Resolution to create a Training Committee for NMBAI.	DONE
30/05/2025	Reso #48Series of 2025-EBT	Resolution appointing Ms. Mildred Cerezo as Secretary	DONE
30/05/2025	Reso #49Series of 2025-EBT	Resolution, appointing Mr. Romeo Magdaong as Treasurer.	DONE
30/05/2025	Reso #50Series of 2025-EBT	Resolution, approving the new sets of Committees as follows: CGC/NOMCOM/REMUNERATION COMMITTEE (3/8-meetings) Atty. Adolfo Ibanez Committee Chairperson; Roberto Abao Member; Jupiter Bonilla Member; Leonardo Banga Resource Person AUDIT/BROC/RPT COMMITTEE (3/8-meetings) Roberto Abao Committee Chairperson; Atty. Adolfo Ibanez Member; Evelia Tizon Member; Maria Jasmine Quidilla Resource Person EXECUTIVE COMMITTEE (4/8-meetings) Evelia Tizon Chairperson; Jupiter	DONE

		<p>Bonilla Vice-Chairperson; Minerva Tejada CEO; Romeo Magdaong Treasurer</p> <p>INVESTMENT AND FINANCE COMMITTEE (1/4-meetings) Romeo Magdaong Committee Chairperson; Jupiter Bonilla Member; Leonardo Banga Member</p> <p>POLICY AND REVIEW COMMITTEE (3/8-meetings) Evelia Tizon Committee Chairperson; Atty. Adolfo Ibanez Member; Roberto Abao Member; Joselita Cardona Resource Person</p> <p>PRODUCT REVIEW AND DEVELOPMENT COMMITTEE (3/8-meetings) Romeo Magdaong Committee Chairperson; Leonardo Banga Member; Maria Jasmine Quidilla Member</p> <p>MARKETING COMMITTEE (2/4-meetings) Joselita Cardona Committee Chairperson; Atty. Adolfo Ibanez Member; Mildred Cerezo Member</p> <p>MANAGEMENT INFORMATION SYSTEM COMMITTEE (1/4-meetings) Jupiter Bonilla Committee Chairperson; Maria Jasmine Quidilla Member; Leonardo Banga Member</p> <p>TRAINING COMMITTEE (0/4-meetings) Evelia Tizon Committee Chairperson; Joselita Cardona Member; Roberto Abao Member; Mildred Cerezo Resource Person</p>	
30/05/2025	Reso #51 Series of 2025-EBT	Resolution, directing every Committee to review its existing charter.	<p>DONE. ExeCom, Mktg, Investment, PRD, PolRev</p> <p>for REVIEW/REVISION: CGC, Audit, MIS</p>
30/05/2025	Reso #52 Series of 2025-EBT	Resolution, directing the two newly established committees: Training and Investment & Finance Committee to create their respective committee charters.	DONE

30/05/2025	Reso #53Series of 2025-EBT	Resolution, directing the CEO to designate a focal person with a supervisory role for each committee. Additionally, the CEO is to ensure that these focal persons sign a Non-Disclosure Agreement (NDA) as part of their responsibilities.	DONE
30/05/2025	Reso #54Series of 2025-EBT	Resolution, directing each Committee to submit their respective action plans prior to the Midyear Review of NMBAI.	DONE
30/05/2025	Reso #55Series of 2025-EBT	Resolution, authorizing Ms. Zorahayda Cafirma to sign on behalf of NMBAI in bank transactions until the newly designated signatories have completed the required documentation.	DONE
30/05/2025	Reso #56Series of 2025-EBT	Resolution, authorizing Treasurer Romeo Magdaong as an official signatory to the banks of NMBAI.	DONE
30/05/2025	Reso #57Series of 2025-EBT	Resolution, designating Cherish Mullins as Data Privacy Officer (DPO).	DONE
30/05/2025	Reso #58Series of 2025-EBT	Resolution, appointing CEO Minerva Tejada as the compliance officer and Ms. Yani Yugo as alternate compliance officer for AMLA.	DONE
30/05/2025	Reso #59Series of 2025-EBT	Resolution, authorizing Chairperson Evelia Tizon as the official representative to RIMANSI.	DONE
30/05/2025	Reso #60Series of 2025-EBT	Resolution, authorizing the CEO Minerva Tejada to act and sign documents on behalf of NMBAI in all official transactions, communications, and signatory functions with reinsurer partners and compliance regulatory bodies, including but not limited to the execution of documents, submission of reports, and any other necessary administrative or regulatory requirements.	DONE
30/05/2025	Reso #61Series of 2025-EBT	Mass Resolution, commending Management and staff for the awesome performance in preparation and conduct of the 2025 Annual Meeting.	DONE
30/07/2025	Reso #68Series of 2025-EBT	Resolution, directing the CEO to effect the completion of the process of updating the designated bank signatories on or before August 31st, 2025.	DONE

30/07/2025	Reso #69Series of 2025-EBT	Resolution, directing Management to list all disbursement transactions from May 31 to July 31, 2025, and present them to the Executive Committee as part of the agenda.	DONE
30/07/2025	Reso #70Series of 2025-EBT	Resolution, directing Management to immediately create a group chat for the concerned officers and staff involved in the disbursement process.	DONE
30/07/2025	Reso #71Series of 2025-EBT	Resolution, directing the Investment and Finance Committee to review the current Finance Policy and propose amendments in accordance with the provisions of the By-Laws.	DUE 2026
30/07/2025	Reso #72Series of 2025-EBT	Resolution, directing the Management to include a report on the status of uncollected accounts receivable and a summary report on offsetting of receivables against equity value in every Board of Trustees (BOT) meeting.	DONE. CONTINUOUS PROCESS
30/07/2025	Reso #73Series of 2025-EBT	Resolution, directing the Corporate Governance Committee (CGC) to review the existing Memorandum of Agreement (MOA) with cooperative partners to strengthen the provisions related to the responsibilities of partner cooperatives in the timely remittance of their members' premiums, and to help prevent similar cases in the future.	DONE
30/07/2025	Reso #75Series of 2025-EBT	Resolution, approving the Execom Charter.	DONE
30/07/2025	Reso #77Series of 2025-EBT	Resolution to rename the Training Committee to Institutional Learning and Advancement Committee (ILAC).	DONE
30/07/2025	Reso #78Series of 2025-EBT	Resolution, approving the following 2025 action plan of the ILAC: · Training Committee Charter · Training Needs Analysis for The 3 Group · Policy On Officers Development Program · Policy On Employees' Development Program · Policy On Members' Development Program · 2026 Annual Training Program	DONE
30/07/2025	Reso #80Series of 2025-EBT	Resolution to adopt the duties and responsibilities of the focal person as proposed by the Committee.	DONE

30/07/2025	Reso #81Series of 2025-EBT	Resolution, approving the action plan of the Policy Review Committee: <ul style="list-style-type: none"> · PolRev Committee Charter Review · Ground rules for the conduct of BOT meeting · Ground rules for the conduct of Committee meeting · HIV and AIDS Management · Tuberculosis prevention and control in the Workplace · Mental Health · Termination (Other half of the Retirement Policy) 	DONE
30/07/2025	Reso #82Series of 2025-EBT	Resolution, approving the revised Charter of the PolRev Committee effective fifteen days (15) days from the date of its approval.	DONE
30/07/2025	Reso #83Series of 2025-EBT	Resolution, approving the PolRev Committee recommendation that the Committee shall have at least five (5) members and change the designation of Trustee Joselita Cardona and to add the Vice-Chairperson Jupiter Bonilla as member.	DONE
30/07/2025	Reso #85Series of 2025-EBT	Resolution, delegating to the Execom the remaining Agenda to the Execom to take action: <ol style="list-style-type: none"> 1. Approval of the Ground rules 2. Approval of the Investment Committee Report 3. Audit Committee Report 4. Management Report 4.1 Accomplishment report as of June 2025 4.2 Financial reports 5. Treasurer's Report 6. Unfinished Business 6.1 Catch-Up Plan and Budget 6.2 Lease Contract with NATCCO 	DONE
26/10/2025	Reso #88Series of 2025-EBT	Resolution, directing Investment Committee to propose a policy on CASA for BOT approval not later than November 10.	DRAFT DONE, FOR COMMITTEE FINALIZATION
26/10/2025	Reso #89Series of 2025-EBT	Resolution, directing CGC to draft a policy on the conduct of online referendums.	FOR CGC COMPLETION
26/10/2025	Reso #90Series of 2025-EBT	Resolution, directing the Investment and Finance Committee to draft a policy on the write-off of unremitted and uncollected premiums.	FOR INVESTMENT & FINANCE COMMITTEE COMPLETION

26/10/2025	Reso #91Series of 2025-EBT	Resolution, directing CEO to propose a role-based access matrix on the online Bizlink system to be submitted to the Investment and Finance Committee, for BOT approval.	DONE
26/10/2025	Reso #92Series of 2025-EBT	Resolution, directing the Management to provide an explanation as to why the ₱25,000 travel allowance in South Korea was not liquidated as required under the Travel Policy, based on the auditor's findings.	DONE
26/10/2025	Reso #93Series of 2025-EBT	Resolution, directing Management to submit to the Marketing Committee a report on the results of said visits though online for all marketing activities using the ROV template presented during the meeting, and resolved further that a proposed budget be prepared prior to conducting any visit, supported with the expected outcomes of such activities.	DONE. CONTINUOUS PROCESS
26/10/2025	Reso #94Series of 2025-EBT	Resolution, directing the CEO to seek prior approval from the BOT before implementing any salary increases.	FOR IMPLEMENTATION
26/10/2025	Reso #95Series of 2025-EBT	Resolution to collaborate with the external auditor to amend the 2024 Financial Statement to comply with the CTE requirements, ensuring that the MBAI may qualify for tax exemption and thereby provide greater benefits to its members.	FOR DISCUSSION WITH EXTERNAL AUDITOR
26/10/2025	Reso #96Series of 2025-EBT	Resolution directing the CEO to coordinate and negotiate with the BIR to address the matter.	ON-GOING NEGOTIATION WITH BIR
26/10/2025	Reso #99Series of 2025-EBT	Resolution, confirming the international Lakbay-Aral in Vietnam, and authorizing the CEO to grant a meeting allowance of ₱20,000 for the Board of Trustees and officers in Vietnam.	DONE
26/10/2025	Reso #100Series of 2025-EBT	Resolution, mandating the Management to implement the following: · Accruals must be reversed if not used. Any accruals carried over to the next year must be disclosed accordingly. Accruals for the following year shall not be allowed in advance. · All accruals must be disclosed prior to implementation. · Disbursements must strictly follow what has been approved by the Board.	DONE

		· Any changes to the approved budget or disbursements must seek prior Board approval.	
26/10/2025	Reso #101Series of 2025-EBT	Resolution, authorizing the CEO to grant staff welfare benefits in the amount of ₱20,000.	DONE
28/11/2025	Reso #103Series of 2025-EBT	Resolution to dissolve the POLREV Committee and return all its functions to the Board.	DONE
28/11/2025	Reso #104Series of 2025-EBT	Resolution, recognizing the authority of the Chair of the Board to serve as an ex-officio member in all committees, except the Executive Committee where he/she is the Chair. It was further resolved that the ex-officio officer will have no voting rights and will not be counted in determining the quorum.	FOR INCLUSION IN THE AMENDMENT OF BYLAWS
28/11/2025	Reso #105Series of 2025-EBT	Resolution, recommending to the General Assembly the amendment of the bylaws to include, under the powers and functions of the Chair, the role of serving as an ex-officio member in all committees—except the Executive Committee, where he/she acts as Chair. It was also resolved that the ex-officio officer will not have voting rights and will not be included in determining the quorum.	FOR PRESENTATION TO THE ANNUAL MEETING
28/11/2025	Reso #106Series of 2025-EBT	Resolution, directing the CEO to designate a Safety and Wellness Officer and to prepare a proposed job description in accordance with the law.	DONE
28/11/2025	Reso #107Series of 2025-EBT	Resolution to review all HR processes previously formulated under the NMBAI–NATCCO HR partnership and amend them accordingly.	INCLUDED IN THE 2026 ACTION PLANS
28/11/2025	Reso #108Series of 2025-EBT	Resolution, approving the Governance Support Policy	DONE
28/11/2025	Reso #109Series of 2025-EBT	Resolution directing the CGC to revisit the existing bylaws and identify any other matters that may require amendment, so these can be presented for approval during the Annual Meeting.	FOR CGC COMPLETION
28/11/2025	Reso #110Series of 2025-EBT	Resolution to review and amend all HR processes formulated during NMBAI’s HR partnership with NATCCO.	INCLUDED IN THE 2026 ACTION PLANS
28/11/2025	Reso #111Series of 2025-EBT	Resolution to submit the existing operational processes for the four units, the organizational/operational structure,	DONE

		and the salary structure not later than January 16, 2026.	
28/11/2025	Reso #112Series of 2025-EBT	Resolution, a Special Board Meeting for Policy Making shall be held every first Saturday of the month online, starting February 7 at 1:00 PM.	DONE
28/11/2025	Reso #113Series of 2025-EBT	Resolution, approving the amendment of the BLIP IRR on bracketed premiums by age to read: "Uniform age 18–65." Resolved further, amending the CLIP IRR on bracketed premiums by age to read: "Uniform age 18–65," and to accept the CLIP premium under the revised structure.	ONGOING WITH ACTUARY AND FOR SUBMISSION TO IC
28/11/2025	Reso #114Series of 2025-EBT	Resolution deferring the approval of the proposed Budget & BSC, pending the submission of the required data. Once the data becomes available, the Board agrees that the decision may be made through an online referendum.	DONE
28/11/2025	Reso #115Series of 2025-EBT	Resolution approving the annualized development plan for one (1) year only	DONE
28/11/2025	Reso #116Series of 2025-EBT	Resolution, directing the ExeCom to further review and complete the 5-year development plan: balance score card and budget monitor of 2026. Once finalized, the Board may issue its approval through an online referendum not later than December 31.	DONE
28/11/2025	Reso #117Series of 2025-EBT	Resolution, approving the donation of ₱60,162 for the purchase of one boat for the Rotary Club of Cubao Bangkapayapaan Project.	DONE
28/11/2025	Reso #118Series of 2025-EBT	Resolution, approving the release of travel allowance allocated for Lakbay-Aral amounting to P240, 000 for staff (net of tax) and P140,000 for the BOT.	DONE
28/11/2025	Reso #119Series of 2025-EBT	Resolution, approving the release of a cash gift amounting to P735,000 for this year.	DONE

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Representative Karlo Galang of Kitanglad MPC moved for the acceptance report presented. The motion was duly seconded by several representatives. With no objections from the body, the motion was unanimously carried.

Annual Meeting Resolution No.04-2026

Resolution, accepting the report of the Chairperson of all resolutions made during 2025 meeting and the actions taken by the board of trustees.

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The votes casted and received with voting rights are as follows:

Total Voting Members/Proxy	Total Votes Casted	Votes in Favor	Invalid Votes	Abstain
64,257	64,257	64,257	0	0

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As Presiding Officer, Vice-Chairperson Jupiter Bonilla invited questions or comments from the body regarding the report presented.

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There being no questions or comments, Representative Ellen Pastores of NEC MPC moved for the approval and confirmation of all resolutions approved and actions taken by the Board of Trustees during its meetings in 2025. The motion was duly carried by the body.

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During the discussion on the resolution regarding tax exemption, Mr. Cresente Paez proposed the creation of a Technical Working Committee (TWC) to draft a proposed bill for presentation to MIMAP. The proposed legislation would seek to clearly define the unique nature and identity of Mutual Benefit Associations (MBAs), address policy concerns, and establish legal provisions for tax exemption. Mr. Paez emphasized the need for a policy framework that would protect MBAs from taxation, considering their status as non-stock, non-profit organizations.

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Independent Trustee Robert Abao also informed the body about an ongoing bill sponsored by Senator Sherwin Gatchalian, which is reportedly in its final stages through MIMAP. The bill seeks support from the House of Representatives and the Senate to advance legislation specifically granting tax exemption to Mutual Benefit Associations. He noted that MBAs are currently recognized under BIR Section 30 as non-stock, non-profit entities and therefore seek clearer statutory protection and recognition of their tax-exempt status.

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**Annual Meeting Resolution No.05-2026
Resolution, approving and confirming the resolutions made during 2025 meeting and the actions taken by the board of trustees as presented.**

The votes casted and received with voting rights are as follows:

Total Voting Members/Proxy	Total Votes Casted	Votes in Favor	Invalid Votes	Abstain
64,257	64,257	64,257	0	0

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After presenting her report, Chairperson Evelia Tizon resumed presiding over the meeting.

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B. Management Report

CEO Minerva Tejada presented the Management Report.

After the report, Representative Karlo Galang of Kitanglad MPC moved for the acceptance of the report of the CEO. The motion was duly seconded by several representatives. With no objections from the body, the motion was unanimously carried.

**Annual Meeting Resolution No.06-2026
Resolution, accepting the report of the Management for 2025**

The votes casted and received with voting rights are as follows:

Total Voting Members/Proxy	Total Votes Casted	Votes in Favor	Invalid Votes	Abstain
64,257	64,257	64,257	0	0

Chairperson Evelia Tizon asked comments from the body.

Mr. Cresente Paez, one of the Incorporators shared several recommendations to support the Association’s growth objectives and strengthen its social protection program:

1. He proposed exploring the possibility of making MBAI membership and insurance coverage automatic upon enrollment in partner cooperatives. This may be achieved through an agreement with partner cooperatives to integrate the membership fee into the enrollment process. He emphasized the importance of promoting the "3-in-1" concept of Savings, Credit, and Protection, ensuring that active cooperative members are adequately covered and protected.

2. He highlighted social protection as a potential game changer in achieving the Association’s goal of reaching ₱1 billion in assets. In this regard, he recommended the creation of a committee within partner cooperatives that would actively promote and market MBAI’s social protection programs, thereby increasing membership participation and strengthening the Association’s growth initiatives.

Representative Ronoly Tanate Jr. sought clarification on claims involving suicide and cases where the cause of death is classified as undetermined.

In response, the CEO explained that NMBAI adheres to the one-year suicide clause prescribed by the Insurance Commission. She further clarified that cases categorized as "undetermined" are evaluated based on the cause of death indicated in the official death certificate or medical certificate issued by the attending hospital or authorized medical institution.

242 **C. Treasurer’s Report**

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244 Treasurer Romeo Magdaong presented his report.

245 Incorporator Cresente Paez sought clarification on how the CLIP and BLIP sum
246 assured amounts are reflected in the fund balance and Balance Sheet. Treasurer
247 Romeo Magdaong explained that the Balance Sheet reflects the organization's
248 obligations as required by the Insurance Commission (IC), with 75% allocated to
249 the assigned fund balance for future claims and liabilities.

250 On surplus funds, Treasurer Romeo Magdaong stated that these are transferred
251 to the free and unassigned fund balance, the use of which is subject to IC
252 approval.

253 The CEO further explained that under the IC-approved Equity Value
254 Enhancement Policy, a portion of the free and unassigned fund balance is
255 allocated to members' equity value. The accumulated equity value may be used
256 to extend coverage, and is payable upon the member's death, maturity at age 65,
257 or voluntary withdrawal, subject to existing policies.

258 Representative Ellen Pastores of NEC MPC inquired about the status of
259 Members' Contributions Receivables in relation to the implementation of the
260 automatic membership renewal as it earned interest. She sought clarification on
261 how the program could help reduce outstanding receivables and the proper
262 treatment of such transactions.

263 She recommended conducting further study to determine the appropriate
264 accounting and operational treatment of automatic renewals, including the
265 possible application of members' accumulated equity values against receivables,
266 in compliance with existing policies and regulatory requirements.

267 After his report, Representative Karlo Galang of Kitanglad MPC moved for the
268 acceptance of the report presented. The motion was duly seconded by several
269 representatives. With no objections from the body, the motion was unanimously
270 carried.

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272 **Annual Meeting Resolution No.07-2026**
273 **Resolution, accepting the report of the Treasurer.**
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276 The votes casted and received with voting rights are as follows:

Total Voting Members/Proxy	Total Votes Casted	Votes in Favor	Invalid Votes	Abstain
64,257	64,257	64,257	0	0

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278 Chairperson Evelia Tizon asked if there were any comments or questions
279 regarding the report presented.

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D. Corporate Governance Committee (CGC) Report

Chairperson Evelia Tizon read the report of the Corporate Governance Committee (CGC) on behalf of Independent Trustee Atty. Adolfo Ibanez, who was unable to present the report due to technical difficulties encountered during the Zoom meeting.

Thereafter Representative Karlo Galang of Kitanglad MPC moved for the acceptance of the report severally seconded there being no objections, the motion was approved.

**Annual Meeting Resolution No.08-2026
Resolution, accepting the report of Corporate Governance Committee**

The votes casted and received with voting rights are as follows:

Total Voting Members/Proxy	Total Votes Casted	Votes in Favor	Invalid Votes	Abstain
64,257	64,257	64,257	0	0

Chairperson Evelia Tizon asked if there were any questions or comments from the body. No questions or comments were raised.

E. CGC- Nomination Committee report

Trustee Leonardo Banga, Chairperson of the Corporate Governance Committee (CGC)–Nomination Committee, presented the report on the proposed amendments to the Election Code.

Following the presentation, the body deliberated on Article IV concerning the qualifications and disqualifications of candidates. During the discussion, it was proposed to add Item No. 13, which shall read:

“A partner cooperative/institution with unremitted premiums covering the preceding year shall be disqualified from endorsing a candidate.”

Thereafter, Representative Laureano Mesias Jr. of Saint Vincent De Paul MPC moved to further amend the proposed Election Code that a candidate whose partner cooperative/institution has unremitted premiums shall likewise be disqualified from voting.

Representative Ellen Pastores objected to the motion, stating that such disqualification would be unfair to members who have duly paid their premiums through their partner cooperative or institution. She emphasized that members who have fulfilled their obligations should not be deprived of their right to vote

323 due to the failure of the cooperative or institution to remit the premiums on their
324 behalf.

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326 The matter was presented to the representatives for voting which resulted to the
327 following:
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Total Voting Members/Proxy	Total Votes Casted	Votes in Favor	Objections	Abstain
64,257	64,257	39,789	24,468	0

329
330 **Annual Meeting Resolution No.09-2026**
331 **Resolution, approving the Amendment to Article IV (Qualifications and**
332 **Disqualifications of Candidates), adding Item No. 13, which provides that:**
333 **“A partner cooperative/institution with unremitted premiums covering the**
334 **preceding year shall be disqualified from endorsing a candidate.”**

335
336 Chairperson Evelia Tizon then presented to the body the summary of the
337 proposed amendments to the election code as follows:

338 **Article III. Voters’ Qualification**

339 New provisions added under Item 3 (Living Incorporating Members):

- 340
 - **Section 3.1** – Each living incorporator shall be entitled to **157 votes**.
 - **Section 3.2** – In the absence of an incorporator during the election,
341 his/her votes cannot be assigned, transferred, or exercised by another person.
342

343 **Article IV. Qualifications and Disqualifications of Candidates**

- 344
 - **Item 5** – The term “primary” is proposed to be changed to **“partner”**

345 **Article V. Term of Office**

346 New provision added:

- 347
 - An incumbent Trustee who separates from service/employment with the
348 partner cooperative/institution may continue serving the remainder of his/her term
349 unless the endorsement is revoked by the partner.
 - The partner cooperative/institution may nominate a qualified replacement
350 to serve the unexpired term.
351

352 **Article IX. Canvass of Votes and Proclamation**

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354 Section 4 revised:

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 - The heading **“Appreciation of Ballots”** is proposed to be changed to
356 **“Appreciation of Physical Ballots.”**

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Article XIV. Validity Clause

Provision revised:

- Current provision: The Election Code takes effect upon approval by the Board of Trustees.

- Proposed amendment: The Election Code shall take effect **fifteen (15) days after approval by the general membership.**

There being no other objections, the revised Election Code was declared adopted by the Chairperson. See Annex A for the final copy.

**Annual Meeting Resolution No.10-2026
Resolution, adopting the Revised 2026 Election Code.**

The votes casted and received with voting rights are as follows:

Total Voting Members/Proxy	Total Votes Casted	Votes in Favor	Invalid Votes	Abstain
64,257	64,257	64,257	0	0

VII. New Business

A. 2026 Plans and Budget

CEO Minerva Tejada presented the Plans and Budget for 2026.

Represented Ellen Pastores of NEC MPC moved for the acceptance which was seconded severally. No objections, motion was approved.

**Annual Meeting Resolution No.11-2026
Resolution to accept the 2026 Plans and Budget presented.**

The votes casted and received with voting rights are as follows:

Total Voting Members/Proxy	Total Votes Casted	Votes in Favor	Invalid Votes	Abstain
64,257	64,257	64,257	0	0

Chairperson asked for any comments or questions. No questions were raised.

B. Amendments to the NMBAI Bylaws

Chairperson presented the necessary amendments per articles to the NMBAI Bylaws and sought the approval from the body. Following is the summary of the approved resolutions on the proposed amendments:

SUMMARY OF ALL AMENDMENTS TO NATCCO MBAI BYLAWS DURING MAY 29, 2026 ANNUAL MEETING							
AMENDMENTS	MOVANT (Representative)	AM RESO NO.	Total Proxy Votes	Total Votes Casted	Votes in Favor	In Valid	In Valid
<p>ARTICLE III – MEMBERSHIP</p> <p><u>Must be at least 18 years of age but not more than the exit age, at 65, in good health and able to perform daily normal activities. (as amended on May 29, 2026)</u></p> <p><u>Incorporators remain members even if they do not qualify for any insurance product due to age requirement. (as amended on May 29, 2026)</u></p> <p>Section 1: Members</p> <p>RETAIN bullets a, b, c</p> <p>MOVE TO THE TOP, FIRST PARAGRAPH AFTER ARTICLE TITLE</p>	<p>Rep. Jose Eric L. Aguilar of Perpetual Help MPC</p> <p>Seconded: Severally</p>	<p>Resolution No.12-2026</p>	64,257	64,257	64,257	0	0
<p>Section 2. Rights of Members</p> <p>RETAIN BULLETS a, b, c, d</p> <p>ADD BULLETS e, f, g</p> <p>e. To receive member's benefits in the form of equity enhancement from the association's free and unassigned surplus in excess of twenty percent (20%) of its total liabilities, as verified by the Insurance Commissioner.</p> <p>f. To access the Association's Alternative Dispute Resolution (ADR) mechanism for the mediation and conciliation of disputes before</p>	<p>Rep. Zorahayda Cafirma of NEC MPC</p> <p>Seconded: Severally</p>	<p>Resolution No.13-2026</p>	64,257	64,257	64,257	0	0

elevating cases to the Insurance Commission.								
g. The right to be reinstated within 3 years after non-renewal of policy.								
DELETE SECTION 4. Under Article III	Rep. Arlyn Laurilla of Tumalalud Farmers MPC Seconded: Severally	Resolution No.14-2026	64,257	64,257	64,257	0	0	
Section 4. NATCCO MBAI shall issue membership certificates to members specifying the benefits to which such members are entitled. The Certificate of membership shall continue during the life of the member unless otherwise terminated by the death, total and permanent disability, resignation, expulsion or attainment of exit age. <i>(as amended on November 11, 2019)</i>	Rep. Karlo Galang of Kitanglad MPC Seconded: Severally	Resolution No.15-2026	64257	64257	64257	0	0	
ARTICLE IV – MEETINGS Section 2. Place of Meeting – Meetings, regular or special, of the members, shall be held in the principal office of NATCCO MBAI, <u>or</u> at any place designated by the Board of Trustees, through a face-to-face mode, virtual platform or via blended Face-to-Face and Virtual Platform, as the situation requires. <i>(as amended on May 29, 2026)</i>	Rep. Ellen Pastores of NEC MPC Seconded by Karlo Galang of Kitanglad MPC	Resolution No.16-2026	64257	64257	64257	0	0	
Section 3. Notice of Meeting - Notices of regular meetings shall be	Rep. Ronoly Tanate Jr. of Guimaras	Resolution No.17-2026	64257	64257	64257	0	0	

<p>sent by the Secretary by mail or other means to each member, <u>through his/her affiliated institution</u>, at least two (2) weeks prior to the date of meeting. The notice shall state the place, date and time of the meeting and the purpose or purposes for which the meeting is called. <i>(as amended on May 29, 2026)</i></p>	<p>Brethren MPC Seconded by Rep. Sherwin Jose of Five Star MPC</p>						
<p>Section 4. Quorum – In all regular or special meetings of members, at least 51% of all members with in-force policies constitute a quorum. A member may be represented by a proxy, by expressing his/her consent through a signed <u>“Authority to carry Proxy Vote Form”</u> and submitting through the partner institution. The authorization shall continue in full force and effect until revoked by the member executing it prior to the vote pursuant thereto. If no quorum is constituted, the meeting shall be adjourned until the required number of members and proxies shall be present. <i>(as amended on May 29, 2026)</i></p>	<p>Rep. Adora Castillo of Five Star MPC Seconded: Severally</p>	<p>Resolution No.18-2026</p>	<p>64257</p>	<p>64257</p>	<p>64257</p>	<p>0</p>	<p>0</p>
<p>Section 6. Order of Annual Meeting. <i>(as amended on May 29, 2026)</i></p> <p>I. Call to Order</p> <p>II. Declaration of Quorum</p> <p>III. Approval of the agenda</p>	<p>Rep. Jonalyn Macalipis of Bacarra MPC Seconded: Severally</p>	<p>Resolution No.19-2026</p>	<p>64257</p>	<p>64257</p>	<p>64257</p>	<p>0</p>	<p>0</p>

IV. Consideration of the Minutes of the Previous Annual Meeting							
V. Matters Arising from the Minutes of the Previous Meeting							
VI. <u>Annual Reports</u>							
VII. <u>Unfinished Business</u>							
VIII. New Business							
a. Annual Plans & Budget							
b. Election							
c. Amendments, if any							
d. Appointment of external auditor							
IX. Other Matters							
X. Adjournment							
<p>Section 7. Manner of Voting – A member shall be entitled to one vote, and they may vote whether in person or by proxy which shall be in writing and filed with the Secretary of the NATCCO MBAI before scheduled meeting. In the absence of proxy, the Board Chairperson will carry the vote.</p> <p>In the event that the Board Chairperson during the Annual Meeting is not available, the designated Presiding Officer will carry votes. (as amended on May 29, 2026)</p>	<p>Rep. Ellen Pastores of NEC MPC</p> <p>Seconded by Rep. Karlo Galang of Kitanglad MPC</p>	Resolution No.20-2026	64257	64257	64257	0	0
<p><u>ARTICLE V - POWER OF GENERAL MEMBERSHIP</u></p> <p><u>Section 1: To elect the regular and independent members of the Board of Trustees. The General Membership shall ensure that the Board reflects a</u></p>	<p><u>Rep. Jose Eric Aquilar of Perpetual Help MPC</u></p> <p><u>Seconded: Severally</u></p>	Resolution No.21-2026	64257	64257	64257	0	0

<u>diverse mix of expertise and that Independent Trustees are elected in accordance with the requirements of the Insurance Commission and Securities and Exchange Commission. (as amended on May 29, 2026)</u>							
Section 2: <u>To remove any member of the Board of Trustees for cause during the Annual Meeting or special meeting called for the purpose. Such removal requires a vote of two-thirds (2/3) of the members entitled to vote, in accordance with the Revised Corporation Code. (as amended on May 29, 2026)</u>	Rep. Ellen Pastores of NEC MPC Seconded by Ronoly Tanate Jr. of Guimaras Brethren MPC	Resolution No.22-2026	64257	64257	64257	0	0
ADD Sections 4, 5	Rep. Jonalyn Macalipis of Bacarra MPC	Resolution No.23-2026	64257	64257	64257	0	0
Section 4: <u>Right to Remote Participation. Members may exercise their power to vote in person, through a proxy, or through remote communication or in absentia, subject to the rules and regulations set by the Board of Trustees and the Securities and Exchange Commission. (as amended on May 29, 2026)</u>	Seconded by Sherwin Jose of Five Star MPC						
Section 5: <u>To approve by 2/3 major corporate actions, including but not limited to:</u>							
<u>a. Investment of corporate funds in another corporation or business;</u>							
<u>b. Sale, lease, or mortgage of all or</u>							

<u>substantially all of the Association's properties;</u>							
<u>c. Merger or consolidation with other associations. (as amended on May 29, 2026)</u>							
ARTICLE VI- BOARD OF TRUSTEES	Rep. Zorahayda Cafirma of NEC MPC	Resolution No.24-2026	64257	64257	64257	0	0
ADD 3 BULLETS, as bullets a, b, n							
Section 1. – Unless otherwise provided by the law, the corporate powers of NATCCO MBI shall be exercised by the Board of Trustees subject to the approval of the majority of its members. Without prejudice to such powers as may be granted by law, the Board of Trustees shall have the following powers:	Seconded by Rep. Ronoly Tanate Jr. of Guimaras Brethren MPC						
a. <u>The Board of Trustees exercises all corporate powers. (as amended on May 29, 2026)</u>							
b. <u>The Board has authority to organize management. Officers like CEO, COO, CFO and Auditor are appointed by the Board. (as amended on May 29, 2026)</u>							
c. From time to time, promulgate rules and regulations consistent with these by-laws, and to review, revise or amend the same when it deems necessary for the management of the Association's business and affairs.							
d. To purchase, receive, take or otherwise acquire for and in the name of NATCCO MBI, any and all properties, rights, or privileges, including							

<p>securities and bonds of other corporations, for such consideration and upon such terms and conditions as the Board may deem proper or prudent.</p>							
<p>e. To invest the funds of NATCCO MBI in other corporations or for such purposes other than those for which the Association was organized, subject to such approval of the members as may be required by law.</p>							
<p>f. To incur indebtedness as the Board may deem necessary, to issue evidence of indebtedness including notes, deeds of trust, bonds, debentures, or any securities subject to such approval of the members as may be required by law, and/or pledge, mortgage, or otherwise encumber part of the properties of NATCCO MBI.</p>							
<p>g. To establish pension, retirement bonus, or other types of incentives or compensation plans for the members and employees of NATCCO MBI. (as amended on May 30, 2023)</p>							
<p>h. To prosecute, maintain, defend, compromise, submit to arbitration or abandon any lawsuit in which NATCCO MBI, or its officers are either plaintiffs or defendants in connection with the affairs of NATCCO MBI.</p>							
<p>i. To implement these by-laws and to act on any</p>							

other matter not covered by these by-laws, provided such matter does not require the approval or consent of the members of NATCCO MBI under the Corporation Code.							
j. To appoint and dismiss any officer of NATCCO MBI and may create positions necessary to NATCCO MBI operation.							
k. To delegate any of its powers or function to an executive committee or any officer or any standing or special committee of NATCCO MBI.							
l. To approve all contracts for construction and major repairs or maintenance work, and other contracts involving amounts over fifteen percent of the Association's net worth.							
m. To approve all contracts involving the sale of non-current assets;							
n. <u>The Board may create a Finance Committee, Personnel Committee and other committees it may deem necessary, with not less than three (3) nor more than five (5) members each with such specific duties as it may deem proper. Ad hoc committees may be created by the Board as the need arises. (as amended on May 29, 2026)</u>							
Section 3: TERM OF OFFICE OF TRUSTEES	Laureano Mesias Jr. of St Vincent de Paul MPC	Resolution No.25-2026	64257	64257	64257	0	0
a. <u>Regular Trustees shall be elected for a term of three (3) years from among the members of</u>							

<p><u>the association, subject to re-election provided that the term shall not exceed three (3) consecutive terms. Each trustee shall hold office until the successor is elected and qualified. A trustee who ceases to be a member of the association shall cease to be such.</u></p>	<p>Seconded by Rep. Adora Castill of Five Star MPC</p>					
<p><u>b. Independent Trustees shall be elected from among the nominees, who are independent of management and free from any business or other relationship which could or could reasonably be perceived to materially interfere with the exercise of independent judgement in carrying out the responsibilities as a Trustee. The term of office shall be three (3) years not to exceed nine (9) cumulative years and shall be perpetually barred from any election.</u></p>						
<p><u>In the event an independent trustee will be reaching the maximum cumulative years of tenure, he/she shall be allowed to serve the remaining portion of the term only.</u></p>						
<p><u>Notwithstanding the foregoing, for the duration in which the Association is under the conservatorship by the Insurance Commission, the independent trustee shall be appointed by, and shall serve at the pleasure of the Insurance Commission. (as amended on May 29, 2026)</u></p>						

<p>DELETE SECTION 4 Under Section VI</p>	<p>Representative Ellen Pastores of NEC MPC</p> <p>Seconded by Ronoly Tanate Jr. of Guimaras Brethren MPC</p>	<p>Resolution No.26-2026</p>	<p>64257</p>	<p>64257</p>	<p>64257</p>	<p>0</p>	<p>0</p>
<p>Section 5. The <u>Regular Trustees</u> to be elected must be of legal age, recognized active member of any NATCCO MBAI partner, cooperative/organized groups or NATCCO MBAI incorporators, with directorial seats not exceeding five (5) and is willing to perform the functions of a trustee without any remuneration. <i>(as amended on May 29, 2026)</i></p>	<p>Rep. Ronoly Tanate Jr. of Guimaras Brethren MPC</p> <p>Seconded by Rep. Zorahayda Cafirma of NEC MPC</p>	<p>Resolution No.27-2026</p>	<p>64257</p>	<p>64257</p>	<p>64257</p>	<p>0</p>	<p>0</p>
<p>Section 6 - The Board of Trustees should ensure that its independent trustees possess the necessary qualifications and none of the disqualifications for an independent <u>trustee</u> to hold the position, as defined by the Insurance Commission. <i>(as amended on May 29, 2026)</i></p>	<p>Rep. Karlo Galang of Kitanglad MPC</p> <p>Seconded by Jose Eric Aguilar of Perpetual Help MPC</p>	<p>Resolution No.28-2026</p>	<p>64257</p>	<p>64257</p>	<p>64257</p>	<p>0</p>	<p>0</p>
<p>ARTICLE VIII –AUDIT COMMITTEE</p> <p>Section 1 - The <u>Audit Committee shall be composed of at least three (3) Trustees, who are non-executive trustees, the majority of whom, including the Chairperson, should be independent. The Chairperson of the Audit Committee must be an Independent Trustee and shall not be the</u></p>	<p>Rep. Ellen Pastores of NEC MPC</p> <p>Seconded by Karlo Galang of Kitanglad MPC</p>	<p>Resolution No.29-2026</p>	<p>64257</p>	<p>64257</p>	<p>64257</p>	<p>0</p>	<p>0</p>

<u>Chairman of the Board or of any other committees. All members shall have relevant background, knowledge, skills, in any areas of accounting, auditing, finance, actuary and information technology. (as amended on May 29, 2026)</u>							
Section 2	Jose Eric Aguilar	Resolution	64257	64257	64257	0	0
INSERT NEW BULLET, as bullet b	of Perpetual Help MPC	No.30-2026					
b. <u>Provides a direct channel of communication to the Board for the Internal Auditor, Compliance Officer, and External Auditors without the presence of management at least once a year. (as amended on May 29, 2026)</u>	Seconded by Ronoly Tanate Jr. of Guimaras Brethren MPC						
RETAIN BULLETS:							
b to read as c							
c to read as d							
d to read as e							
e to read as f							
ADD BULLET g							
g. <u>Ensures that the External Auditor or the handling partner shall be rotated or changed every five (5) years or in accordance with the prevailing regulations of the Insurance Commission. (as amended on May 29, 2026)</u>							
f to read as h							
g to read as i							
h to read as j							
i to read as k							
j to read as l							
k to read as m							
l to read as n							

ADD NEW SECTION, AS SECTION 3	Rep. Jose Eric Aguilar of Perpetual Help MPC	Resolution No.31-2026	64257	64257	64257	0	0
<u>Section 3. Shall act as Board Risk Oversight Committee and shall perform the following functions:</u>	Seconded by Rep. Adora Castillo of Five Star MPC						
a. <u>Develops a formal enterprise risk management plan which contains the following elements: (a) common language or register of risks, (b) well defined risk management goals, objectives and oversight, (c) uniform processes of assessing risks and developing strategies to manage prioritized risks, (d) designing and implementing risk management strategies, and (e) continuing assessments to improve risk strategies, processes and measures;</u>							
b. <u>Oversees the implementation of the enterprise risk management plan through a Management Risk Oversight Committee. The BROOC conducts regular discussions on the company's prioritized and residual risk exposures based on regular risk management reports and assesses how the concerned units or offices are addressing and managing these risks;</u>							
c. <u>Evaluates the risk management plan to ensure its continued relevance, comprehensiveness and effectiveness. The BROOC revisits defined risk</u>							

<p><u>management strategies, looks for emerging or changing material exposures, and stays abreast of significant developments that seriously impact the likelihood of harm or loss;</u></p>							
<p>d. <u>Advises the Board on its risk appetite levels and risk tolerance limits; the committee shall have access to any of the association's relevant documents and records that are necessary for it to carry out its duties.</u></p>							
<p>e. <u>Reviews at least annually the association's risk appetite levels and risk tolerance limits based on changes and developments in the business, the regulatory framework, the external economic and business environment, and when major events occur that are considered to have major impacts on the association;</u></p>							
<p>f. <u>Assesses the probability of each identified risk becoming a reality and estimates its possible significant financial impact and likelihood of occurrence. Priority areas of concern are those risks that are the most likely to occur and to impact the performance and stability of the association and its stakeholders;</u></p>							
<p>g. <u>Provides oversight over Management's activities in managing risk exposures of the association. This function</u></p>							

<u>includes regularly receiving information on risk exposures and risk management activities from Management; and</u>							
<u>h. Reports to the Board on a regular basis, or as deemed necessary, the association's material risk exposures, the actions taken to reduce the risks, and recommends further action or plans, as necessary. (as amended on May 29, 2026)</u>							
ADD NEW SECTION, AS SECTION 4	Laureano Mesias Jr. of Saint Vincent De Paul MPC	Resolution No.32-2026	64257	64257	64257	0	0
<u>Section 4. Shall act as Related Party Transaction Committee and shall perform the following:</u>							
<u>a. Evaluates on an ongoing basis existing relations between and among businesses and counterparties to ensure that all related parties are continuously identified, RPTs are monitored, and subsequent changes in relationships with counterparties (from non-related to related and vice versa) are captured. Related parties, RPTs and changes in relationships should be reflected in the relevant reports to the Board and regulators/supervisors;</u>	Secoded: Severally						
<u>b. Evaluates all material RPTs to ensure that these are not undertaken on more favorable economic terms (e.g. price, commissions, interest rates, fees, tenor, collateral requirement) to such related parties than similar transactions with</u>							

<p><u>non- related parties under similar circumstances and that no corporate or business resources of the company are misappropriated or misapplied, and to determine any potential reputational risk issues that may arise as a result of or in connection with the transactions. In evaluating RPTs, the Committee takes into account, among others, the following:</u></p>							
<p><u>i. The related party's relationship to the company and interest in the transaction;</u></p>							
<p><u>ii. The material facts of the proposed RPT, including the proposed aggregate value of such transaction;</u></p>							
<p><u>iii. The benefits to the corporation of the proposed RPT;</u></p>							
<p><u>iv. The availability of other sources of comparable products or services; and</u></p>							
<p><u>v. An assessment of whether the proposed RPT is on terms and conditions that are comparable to the terms generally available to an unrelated party under similar circumstances. The company should have an effective price discovery system in place and exercise due diligence in determining a fair price for RPTs;</u></p>							
<p><u>c. Ensures that appropriate disclosure is made, and/or information is provided to regulating</u></p>							

<p><u>and supervising authorities relating to the company's RPT exposures, and policies on conflicts of interest or potential conflicts of interest. The disclosure should include information on the approach to managing material conflicts of interest that are inconsistent with such policies, and conflicts that could arise as a result of the company's affiliation or transactions with other related parties;</u></p>							
<p><u>d. Reports to the Board of Trustee on a regular basis, the status and aggregate exposures to each related party, as well as the total amount of exposures to all related parties;</u></p>							
<p><u>e. Ensures that transactions with related parties, including write-off of exposures are subject to a periodic independent review or audit process; and</u></p>							
<p><u>f. Oversees the implementation of the system for identifying, monitoring, measuring, controlling, and reporting RPTs, including a periodic review of RPT policies and procedures. (as amended on May 29, 2026)</u></p>							
<p>SECTION 3, TO READ AS SECTION 5 <u>Section 5 -The members of the Audit Committee shall be appointed by the Board of Trustees during the Organizational Meeting following the Annual General</u></p>	<p>Rep. Karlo Galang of Kitanglad MPC</p> <p>Seconded by Sherwin Jose of Five Star MPC</p>	<p>Resolution No.33-2026</p>	<p>64257</p>	<p>64257</p>	<p>64257</p>	<p>0</p>	<p>0</p>

<u>Membership Meeting. They shall serve for a term of one (1) year or until their successors are duly qualified and appointed, subject to the independence requirements for Independent Trustees. (as amended on May 29, 2026).</u>							
SECTION 4, TO READ AS SECTION 6	Rep. Karlo Galang of Kitanglad MPC	Resolution No.34-2026	64257	64257	64257	0	0
Section 6 - The committee shall meet at least quarterly at the head office of NATCCO MBI or virtually, as the need arises. (as amended on May 30, 2023)	Seconded by Ronoly Tanate Jr. of Guimaras Brethren MPC						
ADD Section 7	Rep. Arlyn Laurilla of Tumalalud Farmers MPC	Resolution No.35-2026	64257	64257	64257	0	0
<u>Section 7 – Reporting. The Audit Committee shall report its activities, findings, and recommendations to the Board of Trustees at the board meeting immediately following an Audit Committee meeting. It shall also prepare an annual report of its activities for inclusion in the Association’s Annual Report. (as amended on May 29, 2026)</u>	Seconded by Incorporator Cresente Paez						
ARTICLE IX – EXECUTIVE COMMITTEE	Rep. Jonaly Macalipis of Bacarra MPC	Resolution No.36-2026	64257	64257	64257	0	0
Section 2 – Members of the Executive Committee	Seconded by Rep. Sherwin Jose of Five Star MPC						
<u>The Chairperson, Vice-Chairperson, CEO, and Treasurer shall serve as the core members of the Executive Committee. Additional members shall be appointed from among the active Board of</u>							

<u>Trustees. (as amended on May 29, 2026).</u>							
DELETE SECTION3 HERE AND TRANSFER TO ARTICLE VI BOARD OF TRUSTEES, SECTION 1, bullet n	Rep. Karlo Galang of Kitanglad MPC Seconded by Ronoly Tanate Jr. of Guimaras Brethren MPC	Resolution No.37-2026	64257	64257	64257	0	0
SECTION 4 TO READ AS SECTION3	Rep. Zorahayda Cafirma of NEC MPC	Resolution No.38-2026	64257	64257	64257	0	0
Section 3. <u>Committee Meeting Schedules</u>	Seconded by Rep. Sherwin of Five Star MPC						
The Executive Committee shall meet as often as necessary, but no more than twice a month. Other committees shall meet immediately prior to the scheduled meetings of the Board of Trustees, unless otherwise authorized by the Board. <i>(as amended on May 29, 2026)</i>							
ARTICLES X- BOARD MEETINGS	Rep. Jose Eric Aguilar of Perpetual Help MPC	Resolution No.39-2026	64257	64257	64257	0	0
Section 5 – The order of the business at regular/special meeting of the Board of Trustees shall be: <i>(as amended on May 30, 2023)</i>	Seconded by Rep. Adora Castillo of Five Star MPC						
I. Call to Order							
II. Determination of Quorum							
III. Approval of the Agenda							
a. <u>Consideration of the Minutes of Previous Meeting/s</u>							
b. <u>Matters Arising from the Minutes</u>							
c. <u>Updates on unimplemented past BRs</u>							
d. <u>Unfinished Business</u>							
e. <u>Reports</u>							

1. <u>Management Report</u>							
2. <u>Treasurer’s Report</u>							
3. <u>Committee Reports</u>							
f. <u>New Business</u>							
g. <u>Other Matters/Announcements</u>							
IV. Adjournment							
(as amended on May 29, 2026)							
ARTICLE XI – OFFICERS	Rep. Ronoly Tanate Jr. of Guimaras Brethren MPC	Resolution No.40-2026	64257	64257	64257	0	0
Section 1. Officers – The Officers of NATCCO MBI are the Chairperson, Vice-Chairperson, CEO, Secretary, and Treasurer and Auditor.	Seconded by Rep. Sherwin Jose of Five Star MPC						
The Chairperson and Vice-Chairperson shall be elected by and from among the Trustees annually by and from among the members of the Board of Trustees.							
The CEO, Secretary, and Treasurer and Auditor, shall be appointed by the Board of Trustees and shall serve at the pleasure of the Board, subject to the provisions of this By-Laws.							
The Auditor shall be administratively under the CEO but reporting to the Audit Committee and Board of Trustees.							
No person shall simultaneously hold more than one (1) principal officer position, except in cases of temporary designation duly approved by the Board. The Board may prescribe qualification standards, competency requirements, and fit-and-proper criteria for all Officers.							

<i>(as amended on May 29, 2026)</i>							
<p>Section 2. Term of Officers – <u>The Secretary, Treasurer, and Auditor shall serve for a term of one (1) year and may be reappointed unless sooner removed in accordance with this By-Laws. The CEO shall serve under such terms and conditions as may be determined in an employment contract approved by the Board of Trustees. All Officers shall remain in office until their successors are duly appointed and qualified. In case of vacancy due to death, resignation, retirement, disqualification, incapacity, removal, or any other cause, the Board of Trustees, by majority vote of all its members, shall appoint a successor who shall serve the unexpired term. In case of temporary absence or incapacity of any Officer, the Board may designate, through Board Resolution, a qualified person to discharge the duties of such office on an interim basis. <i>(as amended on May 29, 2026)</i></u></p>	<p>Rep. Sherwin Jose of Five Star MPC</p> <p>Seconded by Representative Adora Castillo of Five Star MPC</p>	<p>Resolution No.41-2026</p>	64257	64257	64257	0	0
<p>Section 3. <u>Any Officer may be removed for cause by majority vote of all members of the Board of Trustees.</u></p> <p><u>a. Grounds for removal shall include, but are not limited to:</u></p> <ul style="list-style-type: none"> <u>· Nonfeasance,</u> <u>misfeasance, or</u> <u>malfeasance in office;</u> 	<p>Rep. Ronoly Tanate Jr. of Guimaras Brethren MPC</p> <p>Seconded by Rep. Sherwin Jose of Five Star MPC</p>	<p>Resolution No.42-2026</p>	64257	64257	64257	0	0

· <u>Violation of the Articles of Incorporation, By-Laws, Code of Conduct, or Board-approved policies;</u>							
· <u>Conduct prejudicial or detrimental to the interests, reputation, or financial stability of the Association;</u>							
· <u>Gross negligence, incompetence, or failure to meet performance targets;</u>							
b. <u>Breach of fiduciary duty;</u>							
c. <u>Conflict of interest not properly disclosed;</u>							
d. <u>Loss of confidence by the Board, supported by documented evaluation or findings.</u>							
e. <u>Removal shall observe due process, including:</u>							
· <u>Written notice specifying the grounds;</u>							
· <u>Reasonable opportunity to respond or be heard;</u>							
· <u>Formal Board deliberation reflected in the minutes.</u>							
f. <u>Removal of the CEO shall additionally be subject to the terms and conditions of the employment contract and applicable labor laws. (as amended on May 29, 2026)</u>							
ARTICLE XII- FUNCTION AND POWERS OF OFFICER	Rep. Laureano Mesias Jr. of Saint Vincent De Paul MPC	Resolution No.43-2026	64257	64257	64257	0	0
ADD SECTION 6							
Section 6 – Auditor							
<u>The Auditor shall have the following duties and responsibilities:</u>	Seconded by Rep. Ronoly Tanate Jr. of						
a. <u>To assist the Audit Committee which does the</u>							

<u>audit of the books and records of NATCCO MBAI;</u>	Guimaras Brethren MPC						
<u>b. To conduct an audit of the financial transaction and operating practices of NATCCO MBAI and certify the correctness of the annual financial reports of the Treasurer and/or Chief of Accountant;</u>							
<u>c. To recommend measures or changes in the financial policies, system, or procedures of NATCCO MBAI to maximize its income, reduce its expenditures, and improve its services to its members;</u>							
<u>d. To call the attention of the Board of Trustees to payment of accounts incurred not in accordance with its expressed policies and to recommend appropriate rules and regulations to improve accounting and operating practices of NATCCO MBAI; and</u>							
<u>e. To perform special assignments related to his function as may be assigned by the Board of Trustees.</u>							
<u>f. To submit, at least, quarterly audit report to the Board of Trustees, through the Audit committee, based on approved audit plans. (as amended on May 29, 2026).</u>							
ARTICLE XIV – FUND Section 1. - Funds – The funds of the association shall be derived from members’ contributions, special assessments of	Rep. Ronoly Tanate Jr. of Guimaras Brethren MPC	Resolution No.44-2026	64257	64257	64257	0	0

<p>members and gifts or donations.</p>	<p>Seconded by Rep. Adora Castillo of Five Star MPC</p>							
<p>a. <u>Administrative expenses shall not exceed limits prescribed by the Insurance Commission, Funds for benefits shall be allocated in accordance with the approved Actuarial Study and Mutual Aid System, as may be amended from time to time with prior Insurance Commission approval.</u></p>								
<p>b. <u>Any adjustment in member contributions shall be based on an Insurance Commission–approved actuarial valuation and shall be subject to prior Insurance Commission approval and proper notice to members.</u></p>								
<p>c. <u>The Board of Trustees shall maintain reserves, solvency margin, and other required funds in accordance with Insurance Commission regulations and actuarial standards. In case of reserve impairment, the Board of Trustees shall adopt corrective measures subject to Insurance Commission approval, which may include contribution adjustments, with due notice to members.</u></p>								
<p>d. <u>Re-instatement shall be subject to the rules of the approved Mutual Aid System, including eligibility, waiting periods, and other conditions as may be prescribed by the Insurance Commission.</u></p>								

<p>Section 2. Disbursement <u>- All disbursements shall be made in accordance with Board-approved financial control policies, requiring at least two authorized signatories and compliance with internal control and audit standards prescribed by the Insurance Commission. (as amended on May 29, 2026).</u></p>	<p>Rep. Jonalyn Macalipis of Bacarra MPC</p> <p>Seconded: Severally</p>	<p>Resolution No.45-2026</p>	<p>64257</p>	<p>64257</p>	<p>64257</p>	<p>0</p>	<p>0</p>
<p>Section 3. The Fiscal Year of the MBA coincides with the calendar year of the association which starts on January 1st and ends December 31st of each year. (as amended on May 29, 2026)</p>	<p>Rep. Karlo Galang of Kitanglad MPC</p> <p>Seconded by Rep. Zorahayda Cafirma of NEC MPC</p>	<p>Resolution No.46-2026</p>	<p>64257</p>	<p>64257</p>	<p>64257</p>	<p>0</p>	<p>0</p>

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See final copy in the Annex.

C. Election of the Board of Trustees and Declaration of Winners

Chairperson Evelia Tizon turned over to the CGC-Nomination Committee the election of board of trustees.

Trustee Leonardo Banga being the Chairperson of the Nomination Committee presented the qualified candidates of for elections.

Election and counting proceeded.

Following are the results of the election:

NATCCO MBAI - 15TH ANNUAL MEETING ELECTION RESULTS FOR 2026				
Date:	5/29/2026	Vacant position: [2] Regular BOT		
Start Voting Time:	4:30 PM	[1] Independent BOT		
End Voting Time:	4:50 PM			
No. of Regular Trustee Candidates:		2		
	NO.	Proxy Votes		
Total Voting Representative:	54	67,695		
Total no. of Present:	36	64,257		
Total no. of Absent:	3	3,438 5.08%		
Checking/Validation:	15	0		
Valid Votes:	20	23,071 34.08%		
Invalid Votes:	23	11,660 17.22%		
Abstain Votes:	11	29,526 43.62%		
Checking/Validation:	0	0 100.00%		
No. of Independent Trustee Candidates:		1		
	NO.	Proxy Votes		
Total Voting Representative:	54	67,695		
Total no. of Present:	36	64,257		
Total no. of Absent:	3	3,438 5.08%		
Checking/Validation:	15	0		
Valid Votes:	29	31,273 46.20%		
Invalid Votes:	14	3,458 5.11%		
Abstain Votes:	11	29,526 43.62%		
Checking/Validation:	0	0 100.00%		
RANKING of Regular Trustee Candidate/s:				
NAMES	Valid Votes	Invalid Votes	RANK	
AGUILAR, JOSE ERIC L.	23,071	606		
QUIDILLA, MARIA JASMINE J.	23,071	11,055		
TOTAL:	23,071	11,660		
RANKING of Independent Trustee Candidate/s:				
NAMES	Valid Votes	Invalid Votes	RANK	
LLANTO, WILFREDO	31,273	3,458		
TOTAL:	31,273	3,458		

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The Committee then declared the following winners based on the tabulation

Name	Number of Votes	Terms
Jose Eric Aguilar – Regular Trustee	23, 071	3 years
Maria Jasmine Quidilla– Regular Trustee	23, 071	3 years
Wilfredo Llanto- Indepent Trustee	31, 273	1 year

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Representative Ellen Pastores moved to confirm the newly elected board of trustees of NMBAI which was duly seconded severally. There being no objections the motion was approved.

Annual Meeting Resolution No.47-2026

Resolution to confirm the newly elected board of trustees of NMBAI.

The votes casted and received with voting rights are as follows:

Total Voting Members/Proxy	Total Votes Casted	Votes in Favor	Invalid Votes	Abstain
64,257	64,257	64,257	0	0

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D. Appointment of External Auditor

Chairperson Evelia Tizon recognized Audit Committee Chairperson Robert Abao to present the Committee's recommendation for the appointment of the External Auditor for the ensuing years.

429 Audit Committee Chairperson Robert Abao presented and recommended
430 Banaria, Banaria and Company (BBC) as the Association's External Auditor for
431 the period 2026–2028.

432
433 Incorporator Cresente Paez moved for the approval of the recommendation,
434 which was duly seconded by Representative Ronoly Tanate Jr. of Guimaras
435 Brethren MPC. There being no objections from the body, the motion was carried
436 and the appointment of Banaria, Banaria and Company (BBC) as External
437 Auditor for 2026–2028 was approved.

438
439 **Annual Meeting Resolution No.48-2026**
440 **Resolution approving Banaria Banaria and Company (BBC) as the External**
441 **Auditors of NMBAI for 2026-2028.**
442

443 The votes casted and received with voting rights are as follows:

Total Voting Members/Proxy	Total Votes Casted	Votes in Favor	Invalid Votes	Abstain
64,257	64,257	64,257	0	0

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445 **VII. Adjournment**

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448 Representative Ellen Pastores of NEC MPC moved for the adjournment of the
449 meeting.

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451 There having no more business at hand, Chairperson Evelia Tizon adjourned the
452 15th Annual Meeting of NATCCO MBI at 6:03 o'clock in the evening.

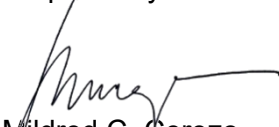
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455 Prepared by:

456 Attested by:

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459 Mildred C. Cerezo
Secretary

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459 Evelia Bardos-Tizon
Chairperson