

Meeting Details

Date and Time:	22 January 2020 at 1:00 pm
Location:	TSPI Boardroom, TSPI Building, 2363 Antipolo St., Guadalupe Nuevo, Makati City
Present:	Ms. Ma. Luz A. Planas (Chairwoman) Atty. Cornelio C. Gison (Vice Chairman) Ms. Florencia G. Tarriela (Treasurer) Mr. Rene E. Cristobal (Member) Ms. Juanita D. Amatong (Member) Ms. Alice Z. Cordero (President/CEO) Ms. Rosalinda A. Gragasin (Client Representative, North Sector) Ms. Bonifacia C. De Chavez (Client Representative, South Sector) Ms. Modesta G. Flores (Client Representative, Central Sector)
Apologies:	Mr. Ricardo G. Lazatin (Advisory Council Member)
Management Present:	Atty. Leonarda D. Banasaen (Corporate Secretary) Ms. Sherry Lou A. Salazar (Director, Operations) Ms. Lorna M. Asuncion (Deputy Director, Finance – TSPI MFI NGO) Atty. Viola B. Alcantara (Legal Manager – TSPI MFI NGO)

Call to Order and Determination of Quorum

After a quorum had been duly established, the Chairwoman called the meeting of the Board of Trustees of TSPI Mutual Benefit Association, Inc. (“TMBAI”) to order.

The Vice-Chairman led the opening prayer.

Approval of Minutes of the Meeting dated August 27, 2019 and September 28, 2019

The Board approved There being comments, the Board approved the Minutes of the Regular Board Meeting dated August 27, 2019 and September 28, 2019, respectively.

TMBAI 20-01 **ON MOTION DULY SECONDED, the Board approved the Minutes of the Regular Board Meeting dated August 27, 2019 and September 28, 2019, respectively.**

Ratification of Resolutions in the Executive Committee Minutes of Meeting dated October 29, 2019 and December 20, 2019

The following are the resolutions of the Executive Committee in its meeting on October 29, 2019:

TMBA ExCom 19-01

ON MOTION DULY SECONDED, the Executive Committee authorized the Association to open current, savings and time deposit with PNB, Pasig Capital Commons Branch.

TMBA ExCom 19-02

ON MOTION DULY SECONDED, the Executive Committee authorized the Association to join and become member of the International Cooperative and Mutual Insurance Federation (ICMIF).

TMBA ExCom 19-03

ON MOTION DULY SECONDED, the Executive Committee authorized the Association to join the Micro Insurance MBA Association of the Philippines (MIMAP) as regular member.

TMBA ExCom 19-04

ON MOTION DULY SECONDED, the Executive Committee authorized the Association to join and become member of the Insurance Institute for Asia and the Pacific (IIAP).

TMBA ExCom 19-05

ON MOTION DULY SECONDED, the Executive Committee authorized the Association to engage an IT consultant for the review of systems used and generation of reports.

TMBA ExCom 19-06

ON MOTION DULY SECONDED, the Executive Committee approved the revised Anti-Money Laundering Operating Manual of TSPI MUTUAL BENEFIT ASSOCIATION, INC.

The following are the resolutions of the Executive Committee in its meeting on December 20, 2019:

TMBA ExCom 19-07

ON MOTION DULY SECONDED, the Board resolved that the following Officers of the Association shall have the authorities in all transactions via BPI Express Link facility:

Name	Position	Authority
Sherry Lou A. Salazar	Director - Operations	Principal Maker
Leander A. Aguinaldo	Deputy Director – Operations	Alternate Maker
Alice Z. Cordero	President & CEO	Principal Approver
Leonarda D. Banasen	Corporate Secretary and Director - Legal	Alternate Approver

TMBA ExCom 19-08

ON MOTION DULY SECONDED, the Board resolved that the Association is authorized to invest the amount of TEN MILLION PESOS (P10, 000,000.00) in Fixed Rate Bond with Vista Land and Lifescapes, Inc. for a tenor of 5.5 Years.

TMBA ExCom 19-09

ON MOTION DULY SECONDED, the Board resolved that the Board of Trustees authorized its President and CEO, **MS. ALICE Z. CORDERO**, effective immediately, to enter into, sign, execute and act for and in behalf of the Association any transaction, agreement, contract or paper in connection with the ordinary business affairs of the Association. Further, the President and CEO is authorized to act as the Association’s representative in all cases filed for and against the Association with full power and authority to execute acts as may be necessary in the prompt disposition of such cases. The President and CEO may delegate any or all the powers and authority stated herein upon such terms as she may deem necessary.

The Board ratified

Board ratified the resolutions in the Minutes of the Executive Committee Meeting dated October 29, 2019 and December 20, 2019, respectively.

TMBAI 20-02

ON MOTION DULY SECONDED, the Board ratified the resolutions in the Minutes of the Executive Committee Meeting dated October 29, 2019 and December 20, 2019, respectively.

Management Report as of December 31, 2019

The Director for Operations presented to the Board the following:

1. Membership Update

Net membership for TSPI members and Kapamilya are 120,130 and 127,528 respectively. Total figure for 2019 is 35% below plan and 17% lower versus 2018 figure.

2. *Claims*

There is improvement on how we process our claims. 95% of the claims are processed within 1 day, 5% of the claims within 2-3 days and zero percentage within 4 days and above. The association's claims statistic is 100% within industry standard pay-out of 1-3-5 days.

3. *Financials*

The net income for 2019 of P77M is 13% higher versus plan but 8% lower than 2018. Premiums for 2019 is 18% lower versus plan and 13% lower versus 2018. The decrease in premium was caused mainly by the decrease in membership in TSPI. Operating expenses likewise decreased. There were 3 items, namely: marketing and sales, claims and operating expenses that helped in reflecting positive income. The Board thereafter requested presentation on membership showing numbers on members of TSPI, Kapamilya and non-Kapamilya members. Management noted the same.

Total assets of the association improved by P181M from P1.1B in 2018 to P1.2B in 2019. Summary of Investment Portfolio and Corporate Bonds were both presented. Net gain on investment portfolio by P14M is attributed to RTB gain of P24M. Corporate Bonds incurred P8M loss. Vista Land is a new investment bought in December 2019.

4. *IC Compliance – Sambayanihan*

This is the social development program of the association. The program was designed in the last quarter of 2019. This is in compliance with the Insurance Commission's requirement of mandatory allocation of free and unassigned surplus for Members' Benefit per IC Circular Letter No. 2015-16. The budget is capped at P18.5M which is 10% of P184.7M, which was approved by the Board as presented.

**The Board
approved**

ALLOCATION		Annual Budget	PROGRAM
Membership value formation (50%)	P92.35M	P9.3M	Usapang Paglago, Debosyon kay Kristo, Kasalang Bayan, Batang Kristiyano, Serbisyong Segurado
Disaster & Medical assistance (20%)	P36.94M	P3.8M	Alalay sa Kalamidad/ Nasunugan
Enterprise training and development (10%)	P18.47M	P1.8M	Usapang AGREE, Usapang Pag-unlad, Kalusugan Karaban

Health and sanitation (10%)	P18.47M	P1.8M	Senior Moments, Musmus Bangong Alaga
Donated Benefits (10%)	P18.47M	P1.8M	MBA Padala, Gintong Alaala, Tulay Scholar

TMBAI 20-03

ON MOTION DULY SECONDED, the Board approved the P18.5M Budget for CY2020 as allocation for the free and unassigned surplus for the Members' Benefit.

ALLOCATION		Annual Budget	PROGRAM
Membership value formation (50%)	P92.35M	P9.3M	Usapang Paglago, Debosyon kay Kristo, Kasalang Bayan, Batang Kristiyano, Serbisyong Segurado
Disaster & Medical assistance (20%)	P36.94M	P3.8M	Alalay sa Kalamidad/ Nasunugan
Enterprise training and development (10%)	P18.47M	P1.8M	Usapang AGREE, Usapang Pag-unlad, Kalusugan Karaban
Health and sanitation (10%)	P18.47M	P1.8M	Senior Moments, Musmus Bangong Alaga
Donated Benefits (10%)	P18.47M	P1.8M	MBA Padala, Gintong Alaala, Tulay Scholar

The Board appointed

5. *Nomination of Employee Representative to the Board of Trustees*
The employee representative Ms. Marilyn Ayuyao retired from employment last December 31, 2019. Management presented two (2) candidates. After discussion, the Board appointed Ms. Aquilina G. Onesa as the employees' representative for the remaining unexpired term.

TMBAI 20-04

ON MOTION DULY SECONDED, the Board appointed Ms. Aquilina G. Onesa as the employee representative to the Board of Trustees for the unexpired term or until a successor has been duly qualified and elected.

6. *Appointment of AMLA, DPO and Compliance Officer*

**The Board
appointed**

The following are appointed as follows:

- a. Mr. Eleazar S. Landero, Manager of Claims, Documentation and Communication as Anti-Money Laundering Act and Data Privacy Officer
- b. Ms. Jeremiah A. Chamo, TSPI Internal Audit Head as Compliance Officer

TMBAI 20-05

ON MOTION DULY SECONDED, the Board appointed Mr. Eleazar S. Landero as the Anti-Money Laundering Act and Data Privacy and Data Privacy Officer of TSPI Mutual Benefit Association, Inc.

TMBAI 20-06

ON MOTION DULY SECONDED, the Board appointed Ms. Jeremiah A. Chamo as Compliance Officer of TSPI Mutual Benefit Association, Inc.

7. *Approval of Claims Manual*

The TSPI MBAI Claims Manual will serve as a guide for all employees for all claims which covers claims benefit and procedures from notification until complete claims settlement. Said manual aims to protect the organization from unsafe business practices in relation to claims settlement. It will be subject to revisions as needed and shall require approval from the Board of Trustees. The Board approved the same.

**The Board
approved**

TMBAI 20-07

ON MOTION DULY SECONDED, the Board approved the TSPI MBAI Claims Manual, subject to revisions as the need arise.

8. *“Center Ko, Mahal Ko” Program*

This is open to TSPI MFI NGO centers (7,440) for the 8 sectors. All centers shall receive e-tickets for every 20 referred new members. There will be 80 winning centers and the awarded center will “adopt as school” for 60 pre-schoolers as recipients of Tulay Kiddie Bag. Other program mechanics were likewise presented. Total budget for this Program is P800,000.00. The Board approved the same.

**The Board
approved**

TMBAI 20-08

ON MOTION DULY SECONDED, the Board approved the “Center Ko, Mahal Ko” Program with the budget of P800,000.00.

9. *Asian Actuaries Inc. Service Agreement*

Management presented the re-negotiated terms of agreement with Asian Actuaries Inc. For CY 2020, total fees is P201,600.00, VAT-inclusive. After discussion, the Board approved the same.

**The Board
approved**

TMBAI 20-09

ON MOTION DULY SECONDED, the Board authorized Management to enter into a Service Agreement with Asian Actuaries Inc.

Other Matters

1. Annual Schedule of Board Committee Meetings
Annual Board calendar is attached to the material, for reference of the Trustees.
2. Confirmation of next regular Board meeting date
Next regular board meeting is schedule on March 25, 2020. Office of the Corporate Secretary will get confirmations from the trustees.

(3:30 pm approximately, the meeting closed)

Confirmation of Minutes

Confirmed as a correct Record

Prepared by:

ATTY. LEONARDA D. BANASEN
Corporate Secretary

Certified & Attested by:

MA. LUZ A. PLANAS
Chairwoman