



MINUTES OF THE REGULAR MEETING OF THE BOARD OF TRUSTEES

Meeting Details

Date and Time:	30 March 2021 at 10:00 am
Location:	Via Zoom Conference
Present:	Ms. Ma. Luz A. Planas (Chairwoman) Atty. Cornelio C. Gison (Vice Chairman) Mr. Rene E. Cristobal (Member) Ms. Juanita D. Amatong (Member) Ms. Florencia G. Tarriela (Treasurer) Ms. Alice Z. Cordero (President/CEO) Ms. Rosalinda A. Gragasín (Client Representative, North Sector) Ms. Bonifacia C. De Chavez (Client Representative, South Sector) Ms. Modesta G. Flores (Client Representative, Central Sector) Ms. Aquilina G. Onesa (Employee Representative)
Management Present:	Atty. Leonarda D. Banasen (Corporate Secretary) Ms. Sherry Lou A. Salazar (Director, Operations) Mr. Robert D. Sia (Accounting and Finance Head)

Call to Order and Determination of Quorum

The meeting started with an opening prayer and TSPI MBAI Pledge.

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.

Approval of the Minutes of Meetings

The Board Approved	There being no comments, the Board approved the Minutes of the Regular Meeting dated November 25, 2020.
TMBAI 21-01	ON MOTION DULY SECONDED, the Board approved the Minutes of the Regular Board Meeting dated November 25, 2020.

Management Report (As of February 2021)

A. Financials

Statement of Assets, Liabilities and Fund Balance. Total Assets at P1.3B in December 2020 was higher by 8% versus December 2019. Total Equity at P1.0B in December 2020 increased mainly because of the improvement on unrealized gain on AFS.

The Statement of Revenues and Expenses. As of February 2021, the Total Assets was at P1.3B, 6.59% higher than same period 2020. Total equity increase by P37M or 3.8% mainly because of improvement on unrealized gain on AFS.

B. Investment

Summary of Investment Portfolio. Book Value of total investment portfolio is at P1.16B vs Market Value at P1.20B, with unrealized gain of P44M as of February 2021. Retail Treasury Bonds and Fixed Income Treasury Notes registered unrealized gains of P48M, while Corporate Bonds and Equity Investment posted unrealized losses of 4M.

The Board noted that Management places excess funds in time deposits while waiting for a good investment outlet. It was further agreed that Investment Committee will target to meet monthly to decide on investment matters needing attention. Lastly, IMA with the banks will be reviewed in order that amendments can be made.

C. Membership

Total Net Members as of February 2021 is at 264,018, 2.28% higher than plan and 7.77% higher versus February 2020, indicating full recovery of membership.

The Board noted that recovery came from the Kapamilya growth and requested Management to study on reasons why the TSPI members were encouraged to increase enrollment of their Kapamilya. This will ultimately be the strategy in increase members.

D. Claims Statistics

Total number of approved claims for CY2020 is at 1,679. Release of claims during this time was not in accordance with industry standard of 1-3-5 days. Thus, Management implemented GCash in releasing claim benefits as alternative platform aside from the use of personal bank account and money transfer facilities. This will improve pay-out of claim in the succeeding period.

E SAMBAYANIHAN

Management implemented six (6) programs under the Sambayanihan for CY2020. These are in compliance with the IC requirement of mandatory allocation for Members' Benefits, namely: MBA Padala, Gintong Alaala, Health Protection Program (Covid19 Hygiene Kit), Free BLIP Renewal, Urban Gulayan Program, and Alalay sa Kalamidad.

For the Urban Gulayan Program with Department of Agriculture and BPI, a total expense of P40,737 was already disbursed as of February 2021 out of the P100,000 budget.

For 2021, the goal is to establish at least 40 Sambayanihan Centers across TSPI for a budget of P1M. As of February 2021, there is one (1) Sambayanihan Center established in Nabua Branch serving 211 members in the area.

SEGURO for CY 2021

Management presented the SEGURO rating of the Association for CY2018 to CY2020. It informed the Board that the same will no longer be used as the Insurance Commission issued a Circular Letter No. 2020-72 dated June 13, 2020 that the Annual Corporate Governance Report (ACGR) shall be used in the rating of Mutual Benefit Association starting CY2021.

TSPI MBAI Marketing Campaigns

Management presented the results of the marketing campaign entitled: "MBA Magandang Buhay Abangan" as of February 2021. Total incentives released is at P237,600.00 distributed to 249 staff. Total premiums collected is P2,022,520.00, and total membership fees collected is P426,500.00. Marketing incentive program is self-sustaining. Incentive is 55% of membership fee collected.

Management also presented the Race to 1:2 membership ratio of Members and Kapamilya. TSPI Branches, namely, Vigan, Santiago and Manaoag have 3,800 borrowers with 7,845 Kapamilya, for a total members of 11,645. On TSPI MBAI Coordinators (TMC), there are 14 TMCs. There will be orientation to increase the number of TMCs.

1. Appointment of MBAI Employees

As part of career development plans of the employees, Management requested the Board to approve the following appointments:

- a. Leander Aguinaldo, Deputy Director – Operations as MBAI Claims Head, effective May 2021
- b. Eleazar Landero, to revert to NGO Operations as completion of 18 months Career Development Program, effective May 2021
- c. Rhina Cao, Senior Programmer to MBAI MITS as completion of 18 months Career Development Program, effective April 2021
- d. John Errol Santos, Senior Programmer as completion of 18 months Career Development Program, effective April 2021

**The Board
Approved**

The Board approved the same.

**TMBAI No.
2021-002**

ON MOTION DULY SECONDED, the Board approved the appointment of Leander Aguinaldo as Claims Head, effective May 2021.

**TMBAI No.
2021-003**

ON MOTION DULY SECONDED, the Board approved the completion of the Career Development Program of Eleazar Landero with the Association. He will revert to Tulay Sa Pag-unlad, Inc. (A Microfinance NGO) as part of its Operations.

**TMBAI No.
2021-004**

ON MOTION DULY SECONDED, the Board approved the appointment of Rhina Cao as Senior Programmer after completion of the Career Development Program, effective April 1, 2021.

**TMBAI No.
2021-005**

ON MOTION DULY SECONDED, the Board approved the appointment of John Errol Santos as Senior Programmer after completion of the Career Development Program, effective April 1, 2021.

2. Revised Organizational Structure TSPI MBAI

Management presented the revised Organizational Chart as of March 2021 for the approval of the Board. Only the President and CEO, Director for Operations and Corporate Secretary, Director for Legal are given signing and authorities, i.e., authority to release funds of the Association.

**The Board
Approved**

The Board approved the same.

```

graph TD
    BOT[Board of Trustees] --> EC[Executive Committee]
    BOT --> IC[Investment Committee]
    BOT --> GNC[Governance, HR & Nomination Committee]
    BOT --> ARCC[Audit Risk & Compliance Committee]
    EC --> CEO[Alice Z. Cordero  
President & CEO]
    IC --> VPCOO[Vacant  
Vice President & COO]
    GNC --> VPCOO
    ARCC --> VPCOO
    VPCOO --> RAS[Robert Anthony G. Sia  
Acad. Programs & Admin.  
Department Manager]
    VPCOO --> SLS[Sherry Lou A. Salazar  
Director, Operations]
    VPCOO --> ALD[Atty. Leok D. Bascosa  
Corporate Secretary and  
Director, Legal]
  
```

Board of Trustees

Executive Committee

Investment Committee

Governance, HR & Nomination Committee

Audit Risk & Compliance Committee

Alice Z. Cordero
President & CEO

Vacant
Vice President & COO

Vacant
Senior Auditor (2)

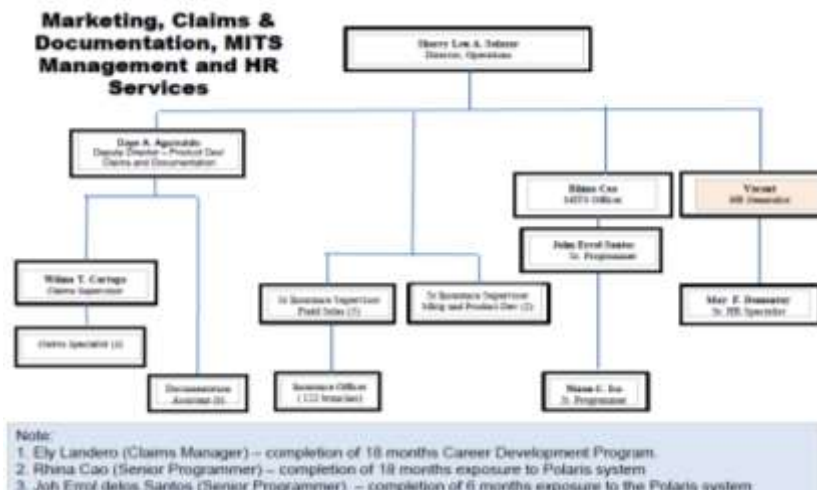
Robert Anthony G. Sia
Acad. Programs & Admin.
Department Manager

Sherry Lou A. Salazar
Director, Operations

Atty. Leok D. Bascosa
Corporate Secretary and
Director, Legal

Note: With signing and approving Authority

Management presented the new organizational structure of Marketing, Claims and Documentation, MITS Management and HR Services, headed by Ms. Sherry Lou A. Salazar. The Board approved the same.

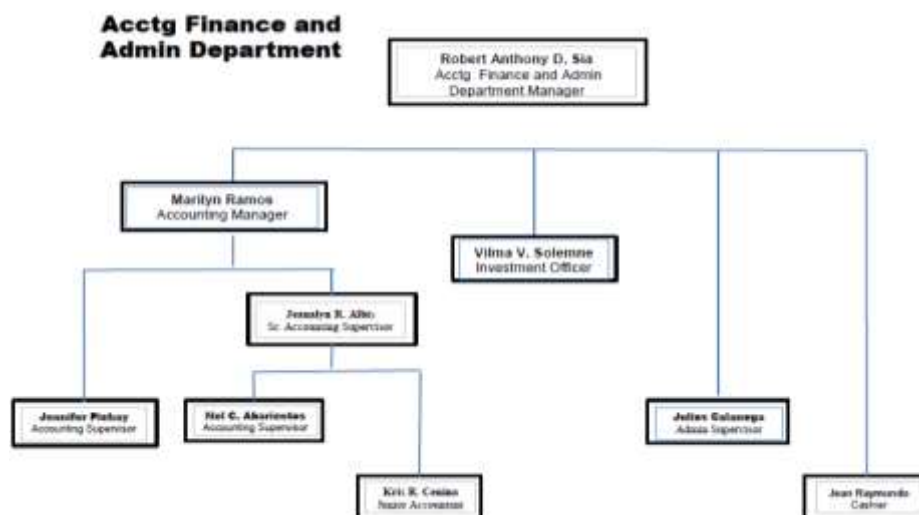


Management also presented the new organizational structure of Accounting, Finance and Administration Department of TSPI Mutual Benefit Association, Inc. with Mr. Robert Anthony D. Sia as the Head. The Board instructed

**The Board
Approved**

Management on its recommendation on the hiring of an investment officer who will handle the Association's investment portfolio, which was duly noted.

The Board approved the same.



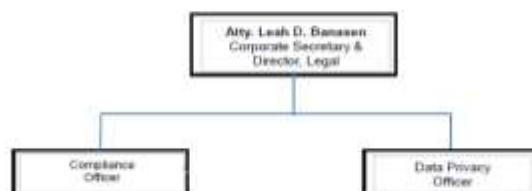
**TMBAI No.
2021-008**

ON MOTION DULY SECONDED, the Board approved the Organizational Chart as of March 2021 of the Accounting, Finance and Administration of the Association. This is headed by Mr. Robert Anthony D. Sia.

**The Board
Approved**

Management further presented the new organizational structure of the Legal Department headed by Atty. Leonarda D. Banasen. The Board approved the same.

Legal Department



**TMBAI No.
2021-009**

ON MOTION DULY SECONDED, the Board approved the Organizational Chart as of March 2021 of the Legal Department. This is headed by Atty. Leonarda D. Banasen.

3. Appointment of Alternate Compliance Office Documentation Custodian Officer and Assistant Corporate Secretary

Management recommended the appointment of the following:

1. Atty. Violah B. Alcantara as Assistant Corporate Secretary of the Association; and
2. Leander A. Aguinaldo as Alternate Compliance Officer and Documentation Custodian Officer

**The Board
Approved**

The Board approved the same.

**TMBAI No.
2021-010**

ON MOTION DULY SECONDED, the Board appointed Atty. Violah B. Alcantara as Assistant Corporate Secretary of TSPI Mutual Benefit Association, Inc.

**TMBAI No.
2021-011**

ON MOTION DULY SECONDED, the Board appointed Ms. Leander A. Aguinaldo as Alternate Compliance Officer and Documentation Custodian Officer of TSPI Mutual Benefit Association, Inc.

4. IC 2019 Annual FS Verification

**The Board
ratified**

Management explained that the Insurance Commission made annual verification on the CY 2019 Audited Financial Statements. It requested the ratification of the allocation of P16.3M from the unassigned and free surplus to Members' Benefit Fund. The Board ratified the same.

**TMBAI No.
2021-012**

ON MOTION DULY SECONDED, the Board ratified the allocation of P16.3M from the unassigned and free surplus to Members' Benefit Fund.

5. Opening of GCash Account

**The Board
Approved**

Management requested approval on the opening of GCash account for claims settlement, petty cash transaction, and marketing incentive pay out, and the appointment of Director for Operations, Sherry Lou A. Salazar as authorized representative of TSPI Mutual Benefit Association Inc.

The Board approved the same.

**TMBAI No.
2021-013**

ON MOTION DULY SECONDED, the Board approved the opening of GCash account for claims settlement, petty cash transaction, and marketing incentive pay out by the Association. For this purpose, Ms. Sherry Lou A. Salazar, Director-Operations, is hereby appointed as the authorized representative.

6. CY 2020 IC Audit

**The Board
Approved**

Management requested approval on the appointment of Mr. Robert Anthony D. Sia, Accounting Finance and Administration Department as the Association's representative to submit the required documents for CY2020 Audit of the Insurance Commission.

**TMBAI No.
2021-014**

ON MOTION DULY SECONDED, the Board appointed Mr. Robert Anthony D. Sia as the authorized representative of TSPI Mutual Benefit Association, Inc. to file and submit any and all documents electronically with the Insurance Commission. He is further authorized to execute an Affidavit of Authenticity for this purpose, in compliance with the requirements of the Insurance Commission relative to the inventory of the Association's assets and funds as of December 2020.

7. SEC Online Submission

**The Board
Approved**

Management requested approval on the appointment of Mr. Robert Anthony D. Sia as representative of the Association in the submission of reportorial requirements with the SEC through Online Submission Tool (OST).

**TMBAI No.
2021-015**

ON MOTION DULY SECONDED, the Board appointed Mr. Robert Anthony D. Sia as the authorized representative of TSPI Mutual Benefit Association, Inc. to submit documents and other reportorial requirements with the Securities and Exchange Commission through its Online Submission Tool (OST).

8. BIR EFPS Enrollment

**The Board
Approved**

Management requested the approval of Mr. Robert Anthony D. Sia and Marilyn Ramos as authorized users of the eFPS account and Ms. Sherry Lou A. Salazar as authorized approver of payment for ePayment transactions with the Bureau of Internal Revenue.

**TMBAI No.
2021-016**

ON MOTION DULY SECONDED, the Board authorized TSPI Mutual Benefit Association, Inc. to comply with the Bureau of Internal Revenue Electronic Filing and Payment System. The following officers of the Association are designated for the transactions, specifically:

Authorized users	Robert Anthony D. Sia
	Marilyn Ramos
Authorized approver	Sherry Lou A. Salazar

9. Disposal of Company Vehicle: 2017 Toyota Corolla Altis with plate number NAR 7362

**The Board
Approved**

Management requested approval to sell the company vehicle 2017 Toyota Corolla Altis with plate number NAR 7362. The Board approved the same.

**TMBAI No.
2021-017**

ON MOTION DULY SECONDED, the Board approved the sale of 2017 Toyota Corolla Altis with plate number NAR 7362 of the Association. Ms. Alice Z. Cordero, President and CEO, is hereby further authorized to execute any and all instruments, to do and perform all acts necessary to carry said transactions into full force and effect.

10. NextPay Account of TSPI MBAI

**The Board
Approved**

Management requested the approval to enter into agreement with NextEnterprises, Inc. for the use of the platform, NextPay.

The Board approved the same.

**TMBAI No.
2021-018**

ON MOTION DULY SECONDED, the Board authorized TSPI Mutual Benefit Association, Inc. (the “Corporation”) to enter into agreement with NextEnterprises Inc. for the use of the platform, NextPay.

Any two (2) of the following officers, acting jointly, are hereby authorized to represent and transact in behalf of the Corporation, execute all documents and/or instruments necessary for such agreement and carry out all acts necessary to implement this resolution:

<u>NAME</u>	<u>POSITION</u>
ALICE Z. CORDERO	President & CEO
LEONARDA D. BANASEN	Director, HR & Legal
SHERRY LOU A. SALAZAR	Director, Operations & Marketing

11. PNB Cashnet Account of TSPI MBAI

**The Board
Approved**

Management requested the approval of the Association to apply open accounts with PHILIPPINE NATIONAL BANK (PNB) for its use in the operations.

The Board approved the same.

**TMBAI No.
2021-019**

ON MOTION DULY SECONDED, the Board approved the opening of accounts with PHILIPPINE NATIONAL BANK (PNB) for its use in the operations.

12. Trading Account with PNB Securities Inc.

**The Board
Approved**

Management requested approval in opening a TRADING ACCOUNT with PNB SECURITIES INC.

**TMBAI No.
2021-020**

The Board approved the same.

ON MOTION DULY SECONDED, the Board approved the opening of Trading Account with PNB SECURITIES INC.

The meeting closed with a prayer led by Vice-Chairman Atty. Cornelio Gison.

Confirmation of Minutes

Confirmed as a correct Record.

Prepared by:

Certified & Attested by:

ATTY. LEONARDA D. BANASEN
Corporate Secretary

MA. LUZ A. PLANAS
Chairwoman