

1 **Minutes of the NATCCO MBI Board of Trustees Special BOT Meeting**

2 Executive Room, NATCCO Bldg.,

3 Project 4, Quezon City

4 May 28, 2018

5 1:00pm-4:23pm

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7 **Attendees:**

8  
9 Ms. Ellen Pastores - President  
10 Ms. Evelia Tizon - Vice-President  
11 Mr. Leonardo Banga - Member  
12 Mr. Angel Garcia Jr. - Member  
13 Atty. Adolfo Ibanez - Member  
14 Ms. Veronica Sierra - Member  
15 Mr. Romeo Magdaong - Member  
16 Ms. Minerva Tejada - Manager  
17 Ms. Zorahayda Cafirma - Treasurer  
18 Mr. Robert Abao - Auditor  
19 Ms. Mildred Cerezo - Board Secretary  
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21 **I. Call to Order**

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23 President Pastores called the meeting to order at 1:00 o' clock in the afternoon.  
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25 **II. Approval of the Agenda**

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27 Vice-President Tizon moved for the approval of the revised agenda as follows:

- 28 i. Call to Order  
29 ii. Approval of the Agenda  
30 a. Annual Reports:  
31 • President's Report  
32 • Treasurer's Reports  
33 • Audit Committee Report  
34 • Nomination Committee Report  
35 b. 2018 Plans and Budget  
36 c. Amendments:  
37 • By-Laws  
38 • Election Guidelines  
39 iii. Management Report  
40 iv. Treasurer's Report  
41 v. Other Matter  
42 vi. Adjournment

43 The motion was seconded by Trustee Atty. Ibanez. Motion Approved.

44 **III. Annual Reports**

45 A. Presidents Report

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47 President Pastores turned over the facilitation of meeting to Vice-President Tizon. She  
48 then presented her report.

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50 After the presentation, Trustee Banga moved for the acceptance of the report, which  
51 was seconded by Trustee Garcia. Motion Approved.

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53 B. Audit Committee Report

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55 Trustee Sierra presented the Audit Committee Report for the Annual Meeting.  
56 Thereafter, Trustee Magdaong moved to accept the report presented, seconded by  
57 Trustee Atty. Ibanez. Motion Approved.

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59 C. Nomination Committee Report

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61 Vice-President Tizon presented the Nomination Committee Report. The committee  
62 sought the approval of the ballot system for the election in the Annual Meeting.  
63 Thereafter, Trustee Banga moved approving the ballot system recommended by the  
64 Committee which was seconded by Trustee Atty. Ibanez. Motion Approved.

65 **Resolution No. 13-S2018 Resolution, approving the ballot system presented by the Nomination**  
66 **Committee for the 2018 Annual Meeting.**

67 After discussing all matters in the Nomination Committee Report, Trustee Sierra moved  
68 for the acceptance of the report presented which was duly seconded by Trustee Banga.  
69 Motion Approved.

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71 **IV. 2018 Development Plan and Budget**

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73 Manager Tejada presented the 2018 Development Plan and Budget for the NATCCO MBAI.  
74 Due deliberations followed. Thereafter, Trustee Banga moved for the acceptance to be  
75 presented in the Annual Meeting, the motion was seconded severally.

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77  
78 **V. By-Laws Amendment**

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80 The body deliberated the amendments of the By-Laws of the NATCCO MBAI. After  
81 discussing the items for amendments, Vice-President Tizon made the motion to seek the  
82 approval of the general assembly for amendments of the NMBAI By-Laws. The motion was  
83 seconded by Trustee Atty. Ibanez. Motion Approved.

84 **Resolution No. 14-S2018. Resolution to seek the approval of the amendments of the NMBAI By-Laws**  
85 **from the general assembly as follows:**

CURRENT ENTRY	PROPOSED AMENDMENT
<p style="text-align: center;"><b>ARTICLE III – MEMBERSHIP</b></p> <p><b>Section 1. Qualifications for Membership:</b></p> <ul style="list-style-type: none"> <li><i>a. Must be at least 18 years of age but not more than 65 years old as of enrollment date;</i></li> <li><i>b. Must be a member of any cooperative affiliated with the NATIONAL CONFEDERATION OF COOPERATIVES (NATCCO);</i></li> <li><i>c. Must meet all the requirements stated in the prescribed application form for membership.</i></li> </ul> <p><b>Section 2. Rights of Members</b></p> <ul style="list-style-type: none"> <li><i>a. To exercise the rights to vote on all matters relating to the affairs of the association;</i></li> <li><i>b. To be eligible to any elective or appointive office of the association subject to the rules hereinafter prescribed by the general membership of the Trustees;</i></li> <li><i>c. To participate in all deliberations/meetings of the Association;</i></li> <li><i>d. To avail of all the facilities of the Association;</i></li> <li><i>e. To examine all the records or books of the Association during business hours.</i></li> </ul> <p><b>Section 3. Duties and Responsibilities of the Members – A member shall have the following duties and responsibilities:</b></p> <ul style="list-style-type: none"> <li><i>a. To obey and comply with the by-laws, rules and regulations that may be promulgated by the Association from time to time;</i></li> </ul>	<p style="text-align: center;"><b>ARTICLE III – MEMBERSHIP</b></p> <p><b>Section 1. Qualifications for Membership:</b></p> <ul style="list-style-type: none"> <li><i>a. Must be at least 18 years of age but not more than 65 years old as of enrollment date;</i></li> <li><i>b. Must be a member of any duly registered primary cooperative.</i></li> <li><i>c. Must meet all the requirements stated in the prescribed application form for membership.</i></li> </ul> <p><b>Section 2. Rights of Members</b></p> <ul style="list-style-type: none"> <li><i>a. To exercise the rights to vote on all matters relating to the affairs of the association;</i></li> <li><i>b. To vote and be voted upon to any elective or appointive office of the association.</i></li> <li><i>c. To participate in all deliberations/meetings of the Association;</i></li> <li><i>d. To avail of all the products of the Association;</i></li> <li><i>e. To examine the records of the Association during business hours.</i></li> </ul> <p><b>Section 3. Duties and Responsibilities of the Members – A member shall have the following duties and responsibilities:</b></p> <ul style="list-style-type: none"> <li><i>a. To obey and comply with the by-laws, rules and regulations that may be promulgated by the Association from time to time;</i></li> </ul>

CURRENT ENTRY	PROPOSED AMENDMENT
<p><i>b. To attend all meetings that may be called by the Board of Trustees;</i></p> <p><i>c. To pay membership dues and other assessments of the Association;</i></p> <p><i>d. To participate in the governance and to protect the fund of the Association;</i></p> <p><i>e. Continuously give suggestions and comments on how to better run the Association.</i></p> <p><i>Section 4. A member may transfer from one primary cooperative to another subject to the guidelines issued by the Board of Trustees.</i></p> <p><i>Section 5. In order to remain in good standing, a member must not be in arrears in the payment of membership dues and other required fees.</i></p> <p><i>Section 6. NATCCO MBI shall issue membership certificates to members specifying the benefits to which such members are entitled.</i></p> <p><i>The Certificate of membership shall continue during the life of the member unless otherwise terminated by the death, total and permanent disability, resignation or expulsion.</i></p>	<p><i>b. To attend all meetings that may be called by the Board of Trustees;</i></p> <p><i>c. To pay membership dues and other assessments of the Association;</i></p> <p><i>d. To participate in the governance and to protect the fund of the Association;</i></p> <p><i>e. Continuously give suggestions and comments on how to better run the Association.</i></p> <p><i>Section 4. A member may transfer from one primary cooperative to another and continue his membership provided that the receiving cooperative is a partner of the Association.</i></p> <p><i>Section 5. In order to remain in good standing, a member must not be in arrears in the payment of membership dues and insurance premium.</i></p> <p><i>Section 6. NATCCO MBI shall issue membership certificates to members specifying the benefits to which such members are entitled.</i></p> <p><i>The Certificate of membership shall continue during the life of the member unless otherwise terminated by the death, total and permanent disability, resignation or expulsion.</i></p>
<p><b>ARTICLE VI – NOMINATION COMMITTEE</b></p> <p><b>Section 1 – Shall be composed of at least three (3)</b></p>	<p><b>ARTICLE VI – NOMINATION COMMITTEE</b></p> <p><b>Section 1 – Shall be composed of at least three (3)</b></p>

CURRENT ENTRY	PROPOSED AMENDMENT
<p><i>members of the board of trustees, one of whom must be independent.</i></p> <p><i>Section 2 - Shall review and evaluate the qualifications of all persons nominated to the Board as well as those nominated to other positions requiring appointment by the Board of Trustees. It should prepare a description of the roles and capabilities required of a particular appointment.</i></p> <p><i>Section 3 – The Nomination Committee is hereby vested sole authority to conduct and supervise the election for the members of the Board of Trustees and other officers and proclaim the winners. The Nomination Committee shall likewise be the judge of all electoral contests, including questions on the qualification of candidates and its decision shall be final. For disputes and complaints, Nomination Committee will handle. Appeal to Board of Trustees will no longer be accommodated. (as amended on May 31, 2017)</i></p> <p><i>Section 4 - The elected members of the nomination committee shall serve immediately after their election until after the next election.</i></p> <p><i>Section 5 - The nomination committee may deputize such personnel of the head office of the NATCCO MBI which it may deem necessary to enable it to perform its function.</i></p> <p><i>Section 6 - The members of the nomination committee shall not be entitled to any salary but shall be entitled to per diem and reimbursement of actual expenses for attendance of official meetings equal to those received by members of the Board of Trustees.</i></p>	<p><i>members of the board of trustees.</i></p>

<b>CURRENT ENTRY</b>	<b>PROPOSED AMENDMENT</b>
<p><i>Section 7 – No member elected as a member of the Nomination committee shall be eligible for election for any position during his term of office even if he resigns or is removed from office for any reason.</i></p>	

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87 **VI. Adjournment**

88 Trustee Banga moved for the adjournment of the meeting at 4:23 o' clock in the afternoon.

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90 Prepared by:

Attested by:

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93 Mildred C. Cerezo  
94 Board Secretary

  
Ellen R. Pastores  
President