



PNB EMPLOYEES SAVINGS & LOAN ASSOCIATION (PESLAI) INC.

2ND Floor, PNB Financial Center
Pres. D. Macapagal Blvd., Pasay City

www.peslai.com.ph

Tel. No.: 8-526-3284; Email Address: peslainc@gmail.com

MINUTES OF THE ANNUAL GENERAL ASSEMBLY MEETING OF PESLAI MEMBERS HELD ON FEBRUARY 16, 2024 AT PASAY CITY VIA VIDEO TELECONFERENCING THROUGH MICROSOFT TEAMS APPLICATION

I. ATTENDANCE

Present	:	Mr. Rico B. Roma	-	Chairman
		Ms. Susan R. Diaz	-	Vice Chairman
		Ms. Melissa M. Ponce	-	Treasurer & Compliance Officer
		Mr. Rafael U. Ituralde	-	Auditor
		Mr. Cipriano G. Resultay	-	Corporate Secretary
		Mr. Diosdado R. Caampued, Jr.	-	Independent Director
		Mr. Salvador C. Paringit	-	Independent Director
		Ms. Precila P. Carandang	-	Office Manager

Also Present: Mr. Rey Teodorico P. Garcia
Mr. Alex O. de Guzman
Mr. Gerardo G. Galura
Mr. Eduardo V. Bolda
Ms. Michelle Sy.
Mr. Jose Antonio Castor
Ms. Editha San Pedro
Mr. Christian V. Resultay

Before calling the meeting in order, the moderator, Auditor-Trustee Rafael U. Ituralde asked the Vice Chairman-Trustee Susan R. Diaz, to lead a prayer, followed by the singing of the Philippine National Anthem.

Auditor Ituralde introduced one by one the members of the Board of Trustees, including the officers and staff of the Association.

II. CALL TO ORDER

Chairman Rico B. Roma called the meeting to order at 5:20 PM and presided over the same.

III. DETERMINATION OF QUORUM

Chairman Roma asked the Corporate Secretary, Cipriano G. Resultay, if there was a quorum? Mr. Resultay took the floor and state the following message:

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"Good evening, ladies and gentlemen.

I am Cipriano Resultay, the Corporate Secretary of PESLAI.

*Based on the number of members present in this virtual meeting, and **3,543** or **74.29%** of the total PESLAI members who were represented by their respective proxies who are likewise present today, we are glad to inform you that we have reached a number to constitute a quorum. Hence, by virtue of the power vested upon me under our existing By-laws, I declare that a quorum has been established. We shall proceed then to conduct this general membership meeting of PESLAI members."*

IV. APPROVAL AND CONFIRMATION OF THE MINUTES OF THE GENERAL ASSEMBLY HELD ON FEBRUARY 17, 2023.

Mr. Ituralde announced that the next item in the agenda is the approval and confirmation of the minutes of the General Assembly held last February 17, 2023.

He called Mr. Resultay, the Corporate Secretary to take the floor and present to the Body the Minutes of Meeting of last year's General Assembly.

Mr. Resultay took the floor and stated the following:

"Mr. Chairman, presenting last year's minutes of our General Assembly for confirmation of the Body. The Association has posted the minutes of the meeting to PESLAI's website "www.peslainc.com" for the information of the members."

Chairman Roma asked the Assembly if there is a motion to confirm the minutes?

Mr. Chairman, My name is Rey Teodorico P. Garcia, a PESLAI member. Since the minutes has been dispensed with as it has already been distributed by PESLAI to the members by posting it to the Association's website, I hereby move to confirm the minutes of the general membership meeting"

This move was duly seconded by another PESLAI member, Mr. Rafael U. Ituralde.

Hence, Chairman Roma, told the Assembly that since there is no objection raised from the body, the motion was approved.

V. REPORT OF THE CHAIRMAN/PRESIDENT

The complete report of the Chairman, Rico B. Roma, is hereto attached and labelled as Annex A which will form part of this minutes.

VI. TREASURER'S REPORT

The complete report of the Treasurer, Melissa M. Ponce, is hereto attached and labelled as Annex B which will form part of this minutes.

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VII. RATIFICATION OF THE ACTS OF THE BOARD AND MANAGEMENT.

Corporate Secretary Cipriano G. Resultay reported important Resolutions passed by the Board of Trustees for the year 2023. The complete report of the Corporate Secretary is hereto attached as Annex C which will form part of this minutes. The complete list and details of the report of the Corporate Secretary were posted at PESLAI website.

As required by the Revised Corporate Code of 2019, Mr. Resultay presented to the Assembly's approval, Board Resolution No. 24-004 dated January 10, 2024 pertaining to the allowable budget for compensation of the Association's Executive Officers and the Board of Trustees in the amount of Php3,571,200 per limit prescribed by law and as determined by the Adhoc Compensation Committee.

After the report of the Corporate Secretary, Chairman Roma asked the members if they have any question or clarifications on the various Acts of the Board.

Since there were no any questions raised, Mr. Rey Teodorico P. Garcia, a PESLAI member, moved for the confirmation of all the Board Resolutions presented. It was seconded by another PESLAI member, Mr. Gerardo G. Galura, hence, Chairman Roma approved the motion to approve and confirmed the Acts of the Board for the year 2023.

VIII. OPEN FORUM

After a 5-minute break, Mr. Ituralde briefed the members on how to observe the process of having an open forum.

During the open forum program, no questions were raised by the members present and those who attended the teams meeting, thus prompting Chairman Roma to ask Corporate Secretary Resultay, if there were any items left in the agenda. Corporate Secretary Resultay responded "No more, Mr. Chairman".

IX. ADJOURNMENT

Mr. Garcia, a PESLAI member, took the floor, to move for the adjournment of the meeting. His motion was seconded by Mr. Galura, also a PESLAI member.

Since, the motion for the adjournment of the meeting was duly-moved and seconded, without any objection, Chairman Roma banged the gavel to signal the approval of the adjournment of the meeting at 6:20 PM.

CERTIFIED CORRECT:



CIPRIANO G. RESULTAY
Corporate Secretary

ATTESTED BY:



RICO B. ROMA
Chairman