



THE CORPORATE SECRETARY'S REPORT

Mr. Chairman, there were a total of **76 Board Resolutions** issued by the Board in **2024** that are needed to be noted and confirmed in this meeting. To summarize:

9 BRs - For the approval of new and revised policies on the following:

- 1) Adoption of Specific Provisions for Independent Trustees and Execution of Affidavit of Non-Interference and its Consequences, to be integrated in the Association's Manual of Corporate Governance;
- 2) Required Maintaining Balance and Withdrawal Limits of Capital Contributions of PESLAI Members;
- 3) PESLAI Work-From-Home (WFH) Arrangement Policy;
- 4) Revised Corporate Governance Manual of PESLAI;
- 5) Revised Performance Evaluation and Development Report of PESLAI;
- 6) Policy on Writing-Off Problem Credits;
- 7) Policy on Board of Trustees Compensation;
- 8) Revised Data Privacy and Protection Manual; and
- 9) Revised Policy on Long Outstanding Items.

12 BRs – Consist of approval of loans granted to members with an aggregate amount of **452,229,473.00** for the year 2024.

12 BRs – For the confirmation of **466** new members and Termination or resignation of Membership from the Association totaling **339**.

11 BRs - For action taken on loan-related requests of **21** members.

13 BRs - For the approval of **32** re-membership applications.

3 BRs – Approval of Across-the-board increase of Php2,500 in basic pay of PESLAI Staff, effective January, 2025 and extension of service work contract of Ms. Prescila P. Carandang, Office Manager, From July 01, 2024 to December 31, 2024 and from January 01, 2025 to June 30, 2025.

3 Miscellaneous BRs wherein the subjects include: The approval of Change of E-mail address of PNB Employees Savings & Loan Association, Inc. (PESLAI) and the Designation of Ms. Michelle Sy, as the Authorized Representative of PESLAI for the Online Registration and Update System (ORUS) on the Registration of Books of Accounts of the Association with Bureau of Internal Revenue.; Updated List of Officials and Their Respective E-mail Addresses of PNB Employees Savings & Loan Association (PESLAI), Inc. in Accordance with BSP Memorandum No. 2017-026 dated 11 September 2017; and PESLAI Representatives who will participate in the ANSLI Convention and Annual General Membership Meeting and Election of Officers of ANSLI held at Taal Vista Hotel, Tagaytay City last June 28 to 29, 2024.

And finally, the **14** equally important BRs which are noteworthy to be mentioned in this meeting are as follows:

Date of Meeting	Type of Meeting	Particulars
January 10, 2024	Special	<u>B/R No. 24-002– Declaration of Dividends and Patronage Refunds for the period January 1, 2023 to December 31, 2023 for PESLAI members on record as of December 31, 2023.</u>
January 10, 2024	Special	<u>B/R No. 24-003 - Approval - Annual General Assembly of PESLAI members on February 16, 2024, Friday and a budget of One Million Pesos (Php1,000,000) in relation to the conduct of the said activity.</u>
January 10, 2024	Special	<u>B/R No. 24-004 - Approval of Budget for Compensation of the Association's Executive Officers and Board of Trustees for the year 2024</u>
January 24, 2024	Regular	<u>B/R No. 24-009 - Approval – Customized Software in the amount of Php250,000 to improve the Performance and Capacity of the present CB System.</u>
April 03, 2024	Special	<u>B B/R No. 24-020 – Approval – Designation of Vice Chairman Susan R, Diaz as the new Risk Officer of the Association to replace Independent Director Salvador C. Paringit, effective immediately.</u> <u>B/R No. 24-021 – Approval – Additional Budget Appropriation of Php50,000 for the Summer Outing of the Officers and Staff of PESLAI, including the members of the Board of Trustees to be held at Puerto Galera, Oriental Mindoro, from April 12 to 14, 2024.</u>
April 15, 2024	Special	<u>B/R No. 24-022 – Approval and Confirmation - PESLAI's Audited Financial Statements (AFS) as of and for the year ended December 31, 2023.</u>

April 26, 2024	Regular	<u>B/R No. 24-027 – Approval – Budget of Php150,000 to Celebrate the 70th Founding Anniversary of PESLAI on May 17, 2024.</u>
May 17, 2024	Special	<u>B/R No. 24-028 – Approval – Budget of Php160,000 to defray cost of registration and hotel accommodation of the PESLAI Board of Trustees who will attend the Alliance of Non-stock Savings & Loan Institutions (ANSLI) convention to be held at Taal Vista Hotel, from June 28 to 29, 2024.</u>
July 17, 2024	Special	<u>B/R No. 24-038 – Confirmation of Approval via Referendum of the Board of Trustees of the ₱100,000 budget to cover sponsorship solicited by PNB, including marketing and contingency costs for recruitment of new members during the Bank's 108th Anniversary Festivities.</u>
August 17, 2024	Special	<u>B/R No. 24-047 – Confirmation and Approval: (1) PESLAI Compliance Road Map-First and Second Semesters-2024; and (2) Schedule of Functional and Full-scale Tests of PESLAI Business Continuity Program on September 6, 7 & 8, 2024 to be held at Laguna with a Budget of Php150,000.</u>
September 27, 2024	Regular	<u>B/R No. 24-058- Approval - Audit Engagement with External Auditor UHY M.L. Aguirre & Co. CPAs to conduct Financial Audit with Interim Review as of and for the year ending December 31, 2024.</u>
October 30, 2024	Regular	<u>B/R No. 24-062 – Approval – Budget of Php100,000 for Business Review and Planning Activities.</u> <u>Note: The activities were held on November 28, 2024.</u>
December 27, 2024	Regular	<u>B/R No. 24-074 – Approval – Designation of Ms. Melissa M. Ponce as the new PESLAI's Data Privacy Officer (DPO).</u>

The complete list and details of these Board Resolutions are posted in our PESLAI website. Likewise, we are presenting for the Assembly's approval, BRs No. 25-002, 2025-004 and 25-008 in relation to the:

- 1) Approval of Annual General Assembly of PESLAI members on February 14, 2025, Friday, and a budget of Seven Hundred Thousand Pesos (Php700,000) to defray expenses in conducting the said activity.
- 2) Creation of Adhoc Compensation Committee to Determine the 2025 Board of Trustees and Executive Officers' Budget and Compensation Schedule.

- 3) Approval of Budget for Compensation of the Association's Executive Officers and Board of Trustees for the year 2025 in the amount of Php3,871,500 which is within the limit prescribed by law.

That's all. Thank you.

CIPRIANO G. RESULTAY
PESLAI Board of Trustee and Corporate Secretary