



KGI MUTUAL BENEFIT ASSOCIATION INC.

Lot 25, Block 12, Sta. Monica Subdivision, Subic, Zambales
Telefax: (047) 232-1871 E-mail: kgi_mba@yahoo.com

ANNUAL MEETING OF THE BOARD OF TRUSTEES

May 20, 2015

10:00 A.M. – 12:10 P.M.

Board Room, Lot 25, Block 12, Sta. Monica Subd., Subic, Zambales

TRUSTEES PRESENT:

Mrs. JOLLY A. DELOS SANTOS-	President
Mrs. ANNABELLA B. LEGASPI-	Vice President
Mrs. JULIETA AÑONUEVO-	Corporate Secretary
Dra. MAGDALENA BAUTISTA-	Member
Mrs. LUCILA S. ESPINO-	Treasurer
Mrs. JENNY R. NAVARRO-	Member

BOARD OF ADVISERS:

Mr. MARLOU R. CONCEPCION	KGI President & CEO
Mr. RUBEN A. RIANZARES	KGI Executive Director
Mr. JOAN CORTEZ	KGI Senior Operations Director
Mr. RONALD TACTAQUIN	KGI Finance Director
Mr. SONNY GUIANG	KGI Operations Director

IN ATTENDANCE:

Mrs. MARY JANE N. CONCEPCION	General Manager
Ms. EDNA ELEFANE	Operations Officer
Mrs. CRISTALYN ESTEL	Bookkeeper
Mrs. NORMINA RIANZARES	Admin & Finance Officer
Ms. CARMÍ G. MULI	Recording Secretary
Mr. DWIGHT SILVERIO	Admin & Finance Officer-Head Office
Mr. ARNOLD REUTOTAR	HRD Personnel

INVITED GUESTS:

MBA COORDINATORS

Mrs. JULIETA F. ALFONSO	Guagua Branch
Mrs. EVELYN D. PALES	San Fernando, Pampanga Branch
Mrs. ELSA E. JAMINAL	Subic Branch
Mrs. IRMA PADILLA	San Felipe Branch
Mrs. ROSITA L. RODRIGUEZ	Quezon City Branch
Mrs. BELEN EALDAMA	Candelaria Branch
Mrs. FE CACERES	Malate Branch
Mrs. CECILIA L. GOMEZ	Hermosa Branch
Mrs. SUSAN E. PAJALLA	Kalookan Branch
Mrs. LETICIA C. CASTILLO	Camarin Branch
Mrs. MARY ANN MILLOSA	Sta. Cruz Branch
Mrs. ELOISA PRADO	Bani Branch
Mrs. BRENDA ZAMUDIO	Masinloc Branch
Mrs. JONALIE A. BONILLA	Infanta Branch
Mrs. ANNA LIZA C. ORTIZ	Pilar Branch
Mrs. ROSEMARIE B. PETILO	Palauig Branch
Mrs. ELEANOR NISPEROS	San Fernando, La Union Branch
Mrs. NENIE D. DRAGON	Iba Branch

61	Mrs. EVELYN GARCIA	Tarlac Branch
62	Mrs. SONIA D. OCAMPO	Lingayen Branch
63	Mrs. JOCELYN SOTTO	Baguio Branch
64	Mrs. ELIZABETH F. FILLALAN	San Marcelino Branch
65	Mrs. LILY R. PAYABYAB	Olongapo Branch
66	Mrs. OFELIA C. BESARRA	Castillejos Branch

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69 I. INVOCATION

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71 General Manager Mary Jane Concepcion led the invocation.

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73 II. PROOF OF NOTICE OF THE MEETING

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75 The President called the Secretary to call and count if all expected attendees are physically present

76 in this meeting.

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78 III. PROOF OF QUORUM

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80 7,316 out of 10,342 expected voters are present thus, the presence of quorum was declared.

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82 IV. CALL TO ORDER:

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84 President Jolly A. delos Santos, after determination of the presence of a quorum called the meeting

85 to order at 10:00 A.M.

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87 V. READING OF THE MINUTES OF THE PREVIOUS BOARD MEETING

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89 The Secretary read the minutes of the previous annual meeting. After being no correction or

90 clarification being raised, the President declared the minutes of May 23, 2014 stand approved as

91 read.

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93 VI. REPORT OF THE PRESIDENT

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95 President Jolly A. delos Santos was given the floor and rendered the following report:

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97 The President started her report by welcoming everyone to the 2nd Annual General Meeting

98 of KGI-MBA. The proceeding will pave the way for the election of the current Board of Trustees

99 successors who are bound to continue fostering the long-term success of the institution.

100 Mrs. delos Santos recalled that she is so blessed to be part of the board as member

101 representative and took part in securing the registration and license of KGI-MBA with the

102 Securities and Exchange Commission and Insurance Commission.

103 At this juncture President delos Santos is very honored to present the significant

104 achievements of KGI-MBA for the 2014-2015.

105 That KGI-MBA has maintained its good standing in terms of legal perspective and

106 remained compliant with the government regulating agencies such as Bureau of Internal Revenue,

107 Securities and Exchange Commission and Insurance Commission thru the effort and dedication of

108 the management.

109 That another remarkable achievements of KGI-MBA is the renewal of license to operate

110 as a MBA from the Insurance Commission for the period 2014 to 2015.

111 That thru the said license the member's welfare and their dependents are secured and

112 protected. The members are relieved from worrying so much about their financial burdens in time

113 of worst-case scenario or medical emergency situation, because KGI-MBA will uphold its

114 commitment to provide life and health insurance to cover the member and their dependents from

115 various risks as the institution continue to live with its tagline "*Pamilya ay Nakaseguro, Benepisyo*

116 *ay Sigurado*".

117 President delos Santos gave an insight that in October 20-23, 2014 assessment was made
118 to the institution by using the standards for MBA. KGI-MBA scored 78.5% out of 100%. This was
119 facilitated under the program of RIMANSI and Mr. Ed Garcia is the evaluator.

120 The assessment showed that as a newly establish institution, KGI-MBA has certain areas
121 needed to improve on its performance. The President believed that with the unified effort and
122 continued support to the institution, KGI-MBA can polish up the operational performance towards
123 efficiency.

124 The President stressed that the continuous decline in number of membership affects the
125 evaluation of KGI-MBA and may result for not reaching the operational standard for MBA.

126 Mrs. delos then encouraged the board to be proactive in promotion and recruitment of
127 members to safeguard KGI-MBA 's competitiveness and financial health.

128 In continuation, President delos Santos discussed that aside from Basic Life Insurance Plan
129 (BLIP) offered by KGI-MBA, the institution wanted to ensure that the capital borrowed by the
130 members are adequately protected thru Credit Life Insurance Plan or CLIP.

131 Mrs. delos Santos highlighted the importance of Credit Life Insurance Plan. That in the
132 event that the member dies prior to repayment of the debt, the loan will be paid off in full by the
133 CLIP insurance. The balance of the amount outstanding will be given to KGI (creditor) thus, KGI
134 is spared from seeking payment from the debtor's family and the amount paid by the members
135 will be repaid to her family.

136 That for the year 2014, KGI-MBA has a total released of P 2,094,000.00 benefits for death
137 claims and Hospital Bills and Reimbursement Benefits (HBRB) which is broken down as follows:

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DEATH CLAIMS		
		AMOUNT
MEMBERS	26	
SPOUSE	46	
CHILDREN	6	
Total & Permanent Disability (Spouse)		P5,000

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HBRB CLAIMS		
		AMOUNT
MEMBERS	467	
SPOUSE	156	
CHILDREN	216	

In addition, the institution provided P 3,920,477.48 for equity value of resigned or quitted members.

President delos Santos expressed that as the first President from the member representatives, the task is very daunting. That Mrs. delos Santos had no idea on how to preside with the board meeting plus she had to deal with the executives of KGI and KGI-MBA. However, through the support and guidance of the KGI and KGI-MBA management, Mrs. delos Santos successfully administered the institution and felt comfortable in the board proceedings.

To end her report, the President expressed heartfelt gratitude to KGI and KGI-MBA management for the unwavering support and bid a hopeful and optimistic message for the institutions.

Upon motion made by Trustee Dra. Magdalena Bautista duly seconded and approved by the members assembled, the Board unanimously approved:

***Resolution No. 6-2015
Resolution adopting the
Report of the
President***

170 VII. REPORT OF THE TREASURER

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172 Treasurer Lucila Espino reported on the Financial Highlights for the year 2014.

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174 That assets reached up to 43.4M in 2014 as compared to 28.9M in 2013. The liabilities rose
175 up to 26M in 2014 from 16.7 M in 2013. The increased in the liabilities was brought by the equity
176 value of the members. The fund balance augmented from 12.18M in 2013 to 17.3 M in 2014.

177 With regards to statement of receipts and expenses, the gross revenue fell down to 26.5M
178 in 2014 from 34.3M in 2013. This was due to decreased in the number of active members.

179 This year, 16.2M is the total claims on death, TPD, HBRB and equity value as compared
180 to 22.1M in the previous year.

181 The total operating expense inched up from 4.7M in 2013 to 5.6M in 2014. The result of
182 operation showed an income of 3.8M in 2014 in comparison to 7.4M in 2013.

183 Mrs. Espino explained that in conjunction with 2013 income there was a 3% adjustment
184 on the guaranty fund which is equivalent to 1.7M. That the real income reflected for the year 2013
185 is 5.7M.

186 That out of 17.3 M fund balance, 8M is allocated in guarantee fund requirement by the
187 Insurance Commission and the remaining 9.3 M remained in the coppers of KGI-MBA.

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189 *Upon motion made by Trustee Jenny Navarro duly seconded and approved by the members*
190 *assembled, the Board unanimously approved:*

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197 At this juncture Bookkeeper Cristalyn Estel informed the body that the Audited FS for the
198 year 2014 was filed in the Bureau of Internal Revenue on April 20, 2015 and with the Securities
199 and Exchange Commission on May 14, 2015.

200 Upon discussion, Trustee Julieta Añonuevo moved the approval of the Audited FS.

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202 *Upon motion made by Trustee Julieta Añonuevo duly seconded and approved by the members*
203 *assembled, the Board unanimously approved:*

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215 General Manager Mary Jane Concepcion brought out to the board for approval the
216 proposed replacement of KL Sy and Associates by Sycip Gorez Velayo and Company as the new
217 External Auditor of KGI-MBA.

218 The General Manager justified that KGI-MBA wanted to improve further the presentation
219 of the company's financial report. That there was a delay incurred on the report submission of the
220 previous External Auditor.

221 After deliberation, Trustee Legaspi moved approving the appointment of Sycip Gorez
222 Velayo and Company as the new External Auditor of KGI-MBA.

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224 *Upon motion made by Trustee Annabella Legaspi duly seconded and approved by the members*
225 *assembled, the Board unanimously approved:*

*Resolution No. 9-2015
A resolution approving the appointment
Sycip Gorez Velayo and Company
as the External Auditor
of KGI-MBA*

IX. RATIFICATION OF ACTS AND RESOLUTIONS OF THE BOT AND THE MANAGEMENT FOR THE YEAR 2014-2015

President delos Santos commented that all the previous acts of the board and the management are confirmed, approved, adopted and ratified by the board as long as it is in good faith and not contrary to the law and recorded on the minutes of the BOT meeting.

After further deliberation, Trustee Lucy Espino moved for the ratification of the previous acts of the board and the management. There being no other objections and the board unanimously ratified the previous acts of the board and the management.

Upon motion made by Trustee Lucy Espino duly seconded and approved by the members assembled, the Board unanimously approved:

*Resolution No. 10-2015
Resolution approving the ratification of
the previous acts of the board and
the management for the
year 2014-2015*

X. ELECTION OF THE INCOMING BOARD OF TRUSTEES

At this juncture the floor was given to the Election Committee represented by Senior Operations Director Joan Cortez, Admin & Finance Officer Dwight Silverio and Operations Officer Edna Elefane.

Mr. Cortez mentioned that by the virtue vested in him by the board of KGI-MBA, the Senior Operations Director formally and officially announced the start of the election proceeding.

Election Committee Cortez further confirmed the following three seats on the board that will be vacated to be put for election:

Name	Position	Area Representation
Mrs. Annabella B. Legaspi	Vice President	Area 1 (QC, Kalookan, Camarin, Malate, Commonwealth)
Mrs. Jolly delos Santos	President	Area 3 (Castillejos San Marcelino, San Felipe, Iba, Palauig, Masinloc)
Mrs. Ma. Theresa Ignacio	Member	Area 4&6 (Guagua, Tarlac, San Fernando, Pampanga, Baguio, SF La Union)

The Senior Operations Director subsequently discussed in detail the voting system documentation and the protocol for voting system.

That the election process will be started by presenting the number of proxy votes held by MBA Coordinators (MBAC) to determine the number of votes constitute by the MBAC. Afterwards the sample ballots together with the list of nominees for the election will be presented.

Mr. Cortez highlighted that this year voting system is more transparent as compared to previous year because in this proceeding the vote of MBACs will be displayed in screen together with the actual votes of the MBACs and the number of votes carried.

Election Committee Cortez announced the disqualification of Mrs. Judith Reyes' candidacy of San Felipe branch due to health issue. But, the proxy votes of San Felipe branch will be counted since Mrs. Reyes is represented by Mrs. Irma Padilla.

272 Senior Operations Director Cortez also clarified that instead of three years term, the term
 273 of BOT for Area 4 & 6 which would be elected will serve the remaining two years of unexpired
 274 term of Mrs. Ma. Theresa Ignacio.

275 The Senior Operations then asked the body if there are questions or clarifications on the
 276 voting system documentation and the protocol for voting system presented. There being none, the
 277 body proceeded to the presentation of proxy votes.

278 At this point Election Committee Dwight Silverio presented the following total proxy votes
 279 of different branches:
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BRANCH NAME	SIGNED PROXY VOTING FORMS
QUEZON CITY	448
MALATE	496
COMMONWEALTH	0
CAMARIN	200
KALOOKAN	471
SUBIC	267
HERMOSA	185
PILAR	159
OLONGAPO	603
CASTILLEJOS	342
SAN MARCELINO	385
SAN FELIPE	410
IBA	267
PALAUIG	178
MASINLOC	343
BANI	249
LINGAYEN	187
STA. CRUZ	814
INFANTA	293
CANDELARIA	103
BAGUIO	86
LA UNION	134
TARLAC	239
SAN FERNANDO	239
GUAGUA	218
TOTAL PROXY VOTES	7,316

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 282 Mr. Silverio acknowledged that the proxy voting forms submitted this year is higher as
 283 compared last year considering that the active members last year is much bigger as compared this
 284 year.

285 At this juncture Operations Officer Edna Elefane was called to present the sample ballot to
 286 be used in the election. Election Committee Elefane explained that all MBA Coordinators
 287 (MBAC)s are entitled to only one vote per list of candidate assigned for each areas.

288 That undervoting and overvoting is not allowed, the vote will not be counted. The same
 289 with the substitution of names of the candidates, the vote will become invalid.

290 That in order to make the vote valid, the MBACs should write their name on the ballot
 291 form together with their signature and branch represented.

292 Concurrent with the distribution of official ballot, Mr. Silverio presented the nominees for
 293 the election of the Board of Trustees, for Area 1: Mrs. Susan Pajalla of Kalookan branch, Mrs.
 294 Letecia Castillo of Camarin branch, Mrs. Rosita Rodriguez of Quezon City branch and Mrs. Fe
 295 Caceres of Malate branch; for Area 3: Mrs. Ofelia Bisara of Castillejos branch, Mrs. Elizabeth
 296 Fillalan of San Marcelino branch, Mrs. Nenie Dragon of Iba-Botolan branch, Mrs. Rosemarie
 297 Petilo of Palauig branch and Mrs. Brenda Zamudio of Masinloc branch; for Area 4 & 6: Mrs.
 298 Evelyn Pales of San Fernando branch and Mrs. Julieta Alfonso of Guagua branch.

299 Following the presentation of nominees is the actual election proper then casting and
 300 tallying of votes.

301 At this juncture the Election Committee flashed to the screen and announced the actual
 302 counting and tallying of twenty four (24) official ballots. After counting and tallying the physical
 303 ballots then the results are individually tabulated.

304 ➤ PRESENTATION OF THE NEWLY ELECTED BOARD OF TRUSTEES

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306 Election Committee Dwight Silverio presented the following result of election.

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FOR AREA 1

NAME	BRANCH	TOTAL NUMBER OF VOTES	RANK
Mrs. Susan Pajalla	KALOOKAN	3, 223	1
Mrs. Letecia Castillo	CAMARIN	2,799	2
Mrs. Fe Caceres	MALATE-SPA	1,294	3

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FOR AREA 3

NAME	BRANCH	TOTAL NUMBER OF VOTES	RANK
Mrs. Brenda Zamudio	MASINLOC	1, 902	1
Mrs. Ofelia C. Besarra	CASTILLEJOS	1,744	2
Mrs. Rosemarie Petilo	PALAUIG	1,689	3
Mrs. Nenie Dragon	IBA-BOTOLAN	1,596	4
Mrs. Elizabeth Fillalan	SAN MARCELINO	385	5

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FOR AREA 4 & 6

NAME	BRANCH	TOTAL NUMBER OF VOTES	RANK
Mrs. Julieta F. Alfonso	SAN FERNANDO	3,746	1
Mrs. Evelyn D. Pales	GUAGUA	3,570	2

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320 That since Mrs. Susan Pajalla, Mrs. Brenda Zamudio and Mrs. Julieta Alfonso received the
321 most votes in their respective areas, they are proclaimed as winners and the incoming Board of
322 Trustees.

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324 XI. MESSAGES S FROM THE BOARD OF ADVISERS

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326 President/CEO Marlou Concepcion acknowledged the service, loyalty and contribution of
327 the outgoing Board of Trustees to KGI-MBA. Appreciation is likewise bestowed to the MBAC
328 who are diligently performed their responsibility.

329 Mr. Concepcion shared the underlying guiding principles to the members of KGI-MBA.

330 That service is the top priority of KGI-MBA. The institution is committed to provide
331 service: for the protection and welfare of the members and their family as well as to give the
332 members value for their money. KGI-MBA guaranteed that the members will receive
333 corresponding benefits over the premiums they paid for their insurance.

334 That thru MBACs the members will receive timely and responsive health assistance and
335 benefits. KGI-MBA will ensure that the members will feel that they are important and the
336 institution is sensible to their needs.

337 That KGI-MBA also recognized the talent, ability and potential of the members geared
338 towards positive result to uplift the condition of their family.

339 Another principles imparted by the President/CEO are trust and care. That it is imperative
340 that the members have a trust and confidence to the institution and *vice-versa*. That the members
341 should put a high value on the relationship they trust but, the loyalty of the members should be on
342 the institution and not on their Center Manager or their staff.

343 That KGI understands the needs of the members and continuously discover strategies and
344 programs to deliver wide range of services and benefits to the members.

345 The third principle shared by President/CEO Concepcion is participation. That God has
346 given us unique abilities, talents, and gifts to serve others. That God is testing us to see how we
347 are going to use the talents He gave, if we use that talent to benefit others and not only ourselves.

348 That the institution are working together with the members thru unified efforts, collective
349 thinking and collective action to achieve a common objective. That the institution is for the
350 members and it is owned by the members, because the management is confident that the interest
351 of KGI-MBA can be protected by the members.

352 Mr. Concepcion believed that as long as the faith remains strong—as long as everyone
353 continue serving as each other's strength and has abiding concern to the welfare of others, the body
354 will create the institution of prosperity which is truly deserve by the members.

355 President/CEO Concepcion called for the support and advocacy of MBACs. Mr.
356 Concepcion stated that not only the Board of Trustees are the steward of the organization but also
357 the MBACs. He encouraged the MBACs to be the life and spirit of others. That the MBACs should
358 serve as the light and life-giving to other members.

359 He enjoined the MBACs to be proactive in safeguarding the interest of the institution. That
360 they should proactively involve in safeguarding the interest rate, attendance rate interest, projects
361 and the weekly payment of members.

362 In addition, President/CEO Concepcion envisioned the members to be sustainable and self
363 sufficient. That the members will achieved their aspiration in lives and improve their self-
364 awareness.

365 At this point Executive Director Rianzares expressed gratitude for the steadfast support of
366 the MBACs, the members and the Board of Trustees to KGI-MBA.

367 Mr. Rianzares is delighted with the performance of KGI-MBA as it continue to prosper
368 thru its governing body which is composed mostly of women which is a clear indicators that the
369 institution is on the right track to progress.

370 That another sign that the institution is really progressive is the ability of KGI-MBA to
371 engage the service of SyCip Gorres Velayo & Co. or SGV & Co. which is the Philippines' largest
372 multidisciplinary professional services firm.

373 That as KGI-MBA advances in the next more year, the Executive Director envisioned the
374 institution to become ISO (International Organization of Standardization) certified.

375 That while the institution is enhancing its corporate value the board should not forsake the
376 welfare of the members and the advocacy for the poor. The institution should draw up key
377 programs that extend not only to employees but also to members.

378 That the true meaning of a successful MBA is thru the impact that the institution has made
379 to the lives of the members.

380 Mr. Rianzares delightedly expressed that the biggest accomplishment that the institution
381 has made is the development of member's personality. That board officers who are all members
382 can now able to present their report in front of others. That the knowledge and skills imparted by
383 KGI-MBA to the members are priceless.

384 Senior Operations Director Cortez conveyed a message about cooperation through
385 illustration made using hot and cold shower bulb or faucet.

386 Mr. Cortez emphasized that the leaders can control the outcome of their work. That if a
387 certain staff or center chief did not perform their task in accordance with the system and
388 procedures, the outcome will lead to poor result.

389 That if the institution wanted to have a clear understanding and acceptance on the new
390 products and services it offered, the same should be explained and communicated properly with
391 the members with detailed information on the policy of the said products or services.

392 The Senior Operations Director encouraged the members to show concern or solicitude in
393 promoting the microinsurance products. That the members should assist the staff in the branches
394 in the promotion of products and services of KGI and KGI-MBA.

395 Operations Director Guiang congratulated the leadership of President delos Santos and
396 other officers of the board in administering the organization. That the institution successfully
397 empowered the members.

398 Mr. Guiang illustrated the vital relationship exist between KGI and KGI-MBA. That being
399 a member of both KGI and KGI-MBA, the MBACs should reciprocate their obligations both to
400 the two institutions.

401 The Operations Director in conjunction with the performance rating of the institution
402 challenged the members to assist KGI and KGI-MBA in terms of recognizing new members.

403 Finance Director Tactaquin mentioned the achievement of the present board considering
404 that composition of officers are mostly member's representative.

405 Mr. Tactaquin also stressed the importance of supporting both the two institutions. That
406 *the concern on the 2nd term of the board is the continuity of the operation especially in the number*
407 *of member's recognition.*

408 That the MBACs should act as agent in multiplying the recruitment of members in
409 confronting with the stiff competition in microfinance.

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411 XII. RECOGNITION OF THE OUTGOING BOARD OF TRUSTEES

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413 The recognition was preceded by presentation of videos of activities and meetings of the
414 board.

415 At this point the board recognized and expressed a deep sense of gratitude to the outgoing
416 members of the board: President Jolly delos Santos and Vice President Annabella Legaspi for their
417 invaluable, meritorious and exemplary performance towards the KGI-MBA operations.

418 The aforementioned outgoing board were given a certificate of appreciation which were
419 awarded by the Board of Advisers represented by Mr. Marlou Concepcion, Mr. Ruben Rianzares,
420 Mr. Joan Cortez, Mr. Sonny Guiang and Mr. Ronald Tactaquin.

421 At this point the Senior Operations Director facilitated the oath taking ceremony for the
422 Code of Office of the three new members of the Board of Trustees namely Mrs. Susan Pajalla,
423 Mrs. Brenda Zamudio and Mrs. Julieta Alfonso.

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426 XIII. ADJOURNMENT

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428 There being no other matter to discuss the meeting was adjourned at 12:10 P.M., May 20,
429 2015.

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434 *Prepared by:*

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437 Ms. CARMI G. MULI

438 Recording Secretary

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442 *Certified by:*

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445 Mrs. JUDIETA AÑONUEVO

446 Corporate Secretary

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450 *Attested by:*

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453 Mrs. JOLLY A. DELOS SANTOS

454 President

455 *Read, Signed and Approved by:*

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459 Mrs. ANNABELLA B. LEGASPI

460 Vice President, Board of Trustees

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463 Mrs. LUCILA ESPINO

464 Treasurer, Board of Trustees

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Jenny

MRS. JENNY R. NAVARRO

Member, Board of Trustees

Magdalenita

Dra. MAGDALENA BAUTISTA

Member, Board of Trustees