



**KGI MUTUAL BENEFIT ASSOCIATION INC.**

Lot 25, Block 12, Sta. Monica Subdivision, Subic, Zambales  
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**ANNUAL MEETING OF THE BOARD OF TRUSTEES**

**May 19, 2017**

**10:00 A.M. – 12:00 P.M.**

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

**TRUSTEES PRESENT:**

Mr. SUSAN E. PAJALLA -	President
Mrs. JULIETA R. ANONUEVO -	Vice President
Mrs. OFELIA C. BESARRA-	Board Secretary/Corporate Secretary
Mrs. JULIETA F. ALFONSO -	Treasurer
Dr. MAGDALENA D. BAUTISTA-	Member
Mrs. JENNY R. NAVARRO -	Member
Mrs. MARY ANN M. NILLOSAN-	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
Mrs. EDNA E. MEDIARIO	Operations Officer
Mr. RONALD PASCUA	MIS Staff
Mrs. CRISTALYN ESTEL	Bookkeeper
Ms. CARMIE G. MULI	Recording Secretary
Mr. DWIGHT SILVERIO	Admin & Finance Officer-Head Office

**INVITED GUESTS:**

**MBA COORDINATORS**

Mrs. ANNA LIZA C. ORTIZ	Balanga, Branch
Mrs. DOLORES D. MEDINA	San Fernando, Pampanga Branch
Mrs. ELSA E. JAMINAL	Subic Branch
Mrs. JUDITA REYES	San Felipe Branch
Mrs. CYNTHIA BUENO	Quezon City Branch
Mrs. FE CACERES	Malate Branch
Mrs. CECILIA L. GOMEZ	Hermosa Branch
Mrs. LERMA GENABE	Kalookan Branch
Mrs. LETICIA C. CASTILLO	Camarin Branch
Mrs. RUBYLYN ESTONG	Sta. Cruz Branch
Mrs. ELOISA PRADO	Bani Branch
Mrs. SONIA L. YAPE	Candelaria-Masinloc Branch
Mrs. JONALIE A. BONILLA	Infanta Branch
Mrs. ROSEMARIE B. PETILO	Palauig Branch
Mrs. ERNA DERAİN	Iba Branch
Mrs. ELTENIA DENIEGA	Tarlac Branch
Ms. SONIA D. OCAMPO	Lingayen Branch
Mrs. ELIZABETH F. FILLALAN	San Marcelino Branch

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64 I. INVOCATION  
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66 General Manager Mary Jane Concepcion led the invocation.  
67

68 II. PROOF OF NOTICE OF THE MEETING  
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70 The President called the Secretary to call and count if all expected attendees are physically present  
71 in this meeting.  
72

73 III. PROOF OF QUORUM  
74

75 7,389 out of 11,011 expected voters are present thus, the presence of quorum was declared.  
76

77 IV. CALL TO ORDER:  
78

79 President Susan E. Pajalla, after determination of the presence of a quorum called the meeting to  
80 order at 10:00 A.M.  
81

82 V. READING OF THE MINUTES OF THE PREVIOUS BOARD MEETING  
83

84 The Secretary read the minutes of the previous annual meeting. After being no correction or  
85 clarification being raised, the President declares the minutes of May 27, 2016 stand approved as  
86 read.  
87

88 VI. REPORT OF THE PRESIDENT  
89

90 President Susan E. Pajalla was given the floor and rendered the following report:  
91

92 President Pajalla welcomed everyone to the Annual General Meeting of KGI-MBA and  
93 highlighted that the proceeding will pave the way to the election of new BOT members who will  
94 fill vacancies in the board seat. That the annual meeting is also a great opportunity to reflect back  
95 on the 2016-2017 fiscal year and significant accomplishments of KGI-MBA.

96 At this point, the President started out her report with a brief summary of the noteworthy  
97 events for the year including the achievements made by KGI-MBA in this period.

98 That on the first and second quarter of the year the institution has maintained its good  
99 standing in terms of legal perspective and remained compliant with all the reportorial requirements  
100 of the regulatory bodies such as Insurance Commission (IC), Securities and Exchange Commission  
101 (SEC), Bureau of Internal Revenue (BIR) and other government agencies.

102 That KGI-MBA commit itself to the principles and best practices of sound corporate  
103 governance by continue revising the Corporate Governance Manual to address the issues on  
104 corporate governance scorecards and to improve the company's scores on governance assessment.

105 That KGI-MBA has recently completed 5 years of its glorious journey and successfully  
106 held its 5<sup>th</sup> Anniversary Celebration in September 23, 2016, an important milestone in the company  
107 history in pursuit of its theme "Serving the Poor Through Affordable and Accessible Micro-  
108 insurance". The momentous event was attended by the MBA Coordinators, past Presidents of  
109 KGI-MBA and KGI management and personnel.

110 That in compliance with the Insurance Commission's mandate, KGI-MBA adopted the  
111 Corporate Governance Scorecard posted on corporate website wherein the institution scored 41.92  
112 in the evaluation.

113 That KGI-MBA is in full compliance and strictly adheres to all findings and  
114 recommendations on the 2016 Annual Statement Examination. The institution received an  
115 acknowledgement from the Insurance Commission hence, the IC's Audit Examination on KGI-  
116 MBA is deemed closed.



117 That another major achievements of KGI-MBA is the successful amendments of Articles  
118 of Incorporation and By Laws of the institution.

119 That one of the remarkable achievements for the year is the aggregate collection of ₱  
120 22,193,450.00 premiums/contributions from the members, although it is 9% lower than the 2016  
121 premiums collection.

122 That a total amount of ₱ 3,017,000.00 were paid out for death benefits and ₱ 798,734.00  
123 were paid out for Hospital Bills and Reimbursement Benefits (HBRB) which are itemized below:  
124

DEATH CLAIMS			HBRB CLAIMS		
MEMBERS	45		MEMBERS	426	
SPOUSE	43		SPOUSE	150	
CHILDREN	9		CHILDREN	254	

131  
132 That a new set of Board of Trustees was elected last year wherein all of them attended the  
133 Governance and Anti-Money Laundering Act (AMLA) Workshop on October 20-21, 2016.

134 In addition, KGI-MBA filed a motion to reconsider the application for the Tax Exemption  
135 in the Bureau of Internal Revenue (BIR). That the institution is waiting for the response of the  
136 Regional Office of BIR in San Fernando, Pampanga. That the tax exempt status can provide  
137 enormous benefits from the members.

138 To end her report, President Pajalla expressed heartfelt gratitude to everyone for the  
139 unwavering support and cooperation to KGI-MBA. Mrs. Pajalla stressed that there is a strength in  
140 unity.

141 The President then conveyed a message to continue accepting bigger and more challenging  
142 tasks to move the institution for more success towards a brighter future.

143 After deliberation, Trustee Nillosan moved adopting the report of the President as  
144 presented.  
145

146 *Upon motion made by Trustee Mary Ann Nillosan duly seconded and approved by the members*  
147 *assembled, the Board unanimously approved:*  
148

149  
150 ***Resolution No. 6-2017***  
151 ***Resolution adopting the Report of the President***  
152

153 VII. REPORT OF THE TREASURER  
154

155 Treasurer Julieta Alfonso reported on the Financial Highlights for the year 2016.  
156

157 That assets reached up to 59.54M in 2016 as compared to 53.38M in 2015. The liabilities  
158 rose up to 44.45M in 2016 from 31.47M (restated) in 2015. The increased in liabilities was brought  
159 by the equity value of members amounting to 32.52M. The fund balance augmented from 21.91M  
160 in 2015 to 15.09 M in 2016.

161 With regards to statement of receipts and expenses, the gross revenue fell down to 23.44M  
162 in 2016 from 28.37M in 2015. This was primarily cause by surrender charge recorded in 2015 and  
163 2M decreased in members' contribution in 2016.

164 This year, 15.07M is the total claims on death, TPD, HBRB and equity value as compared  
165 to 16.28M in the previous year.

166 The total operating expense inched up from 7.6M in 2015 to 15.2M in 2016 due to tax  
167 provision reflected in the report. The result of operation showed an income of 2.17M in 2016 in  
168 comparison to 4.49M in 2015. However, due to 9M tax exposure the result of operation incurred  
169 a net loss of 6.83M in 2016.

170 That the fund balance (compose of retained earnings and guaranty fund of members) fell  
171 down from 21.91M in 2015 to 15.09M in 2016. That the decreased in retained earnings was  
172 brought by tax provision.

173 That out of 15.09M fund balance, 10.39M is allocated in the guarantee fund requirement  
174 by the Insurance Commission and the remaining 4.7M will be retained in the coppers of KGI-  
175 MBA.

176 Upon deliberation, the board unanimously approved adopting the report of the Treasurer.  
177 Trustee Alfonso moved the approval.

178  
179 *Upon motion made by Trustee Julieta Alfonso duly seconded and approved by the members*  
180 *assembled, the Board unanimously approved:*

181  
182 ***Resolution No. 7-2017***  
183 ***Resolution adopting the Report of the Treasurer***  
184

185  
186 VIII. RATIFICATION OF THE AUDITED FINANCIAL STATEMENT FOR THE YEAR  
187 ENDED DECEMBER 31, 2016.  
188

189 Bookkeeper Cristalyn Estel presented the Audited Financial Statement for the year ended  
190 December 31, 2016, a copy of which is attached as ANNEX "A" and made as integral part of this  
191 minutes. That the said Audited FS was filed in the BIR last April 17, 2017.

192 The Bookkeeper asked if there were any questions on the Audited Financial Statement of  
193 the company, and there being none, upon discussion, Trustee Julieta Añonuevo moved the  
194 approval of the Audited FS.

195  
196 *Upon motion made by Trustee Julieta Añonuevo duly seconded and approved by the members*  
197 *assembled, the Board unanimously approved:*

198  
199 ***Resolution No. 8-2017***  
200 ***Resolution ratifying the Audited***  
201 ***Financial Statement for***  
202 ***the year ended***  
203 ***December***  
204 ***31, 2016***  
205

206  
207 IX. APPOINTMENT OF THE EXTERNAL AUDITOR  
208

209 At this moment Bookkeeper Estel asked the board if the Sycip Gorez Velayo and Company  
210 will be re-appointed as the External Auditor of KGI-MBA for 2017.

211 The General Manager justified that KGI-MBA wanted to improve further the presentation  
212 of the company's financial report.

213 After further deliberation, Trustee Navarro moved approving the re-appointment of Sycip  
214 Gorez Velayo and Company as the External Auditor of KGI-MBA.

215  
216 *Upon motion made by Trustee Jenny Navarro duly seconded and approved by the members*  
217 *assembled, the Board unanimously approved:*

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219  
220 ***Resolution No. 9-2017***  
221 ***A resolution approving the appointment***  
222 ***of Sycip Gorez Velayo and Company***  
223 ***as the External Auditor***  
224 ***of KGI-MBA***  
225

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230 X. RATIFICATION OF ACTS AND RESOLUTIONS OF THE BOT AND THE  
231 MANAGEMENT

232  
233 President Pajalla stated that all the previous acts of the board and the management are  
234 confirmed, approved, adopted and ratified by the board as long as it is in good faith and not  
235 contrary to the law and recorded on the minutes of the BOT meeting.

236 After further deliberation, Trustee Alfonso moved for the ratification of the previous acts  
237 of the board and the management. There being no other objections, the board unanimously ratified  
238 the previous acts of the board and the management.

239  
240 *Upon motion made by Trustee Ofelia Besarra duly seconded and approved by the members*  
241 *assembled, the Board unanimously approved:*

242  
243 ***Resolution No. 10-2017***  
244 ***Resolution approving the ratification of***  
245 ***the previous acts of the Board and***  
246 ***the Management***  
247  
248  
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250 XI. ELECTION OF THE INCOMING BOARD OF TRUSTEES

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252 At this juncture the floor was given to the Election Committee represented by Senior  
253 Operations Director Joan Cortez, Accounting Unit Officer Dwight Silverio and Operations Officer  
254 Edna Mediario.

255 Mr. Cortez highlighted that there is one seat in the board, in Pangasinan area  
256 representation, that will be vacated to be put for election.

257 At this point, the Senior Operations Director called Election Committee Dwight Silverio  
258 for proxy votes presentation.

259 Thereafter, Dwight Silverio presented the following total proxy votes of different branches:

260 At this point, Election Committee Dwight Silverio presented the following total proxy  
261 votes of different branches:

262

SN	BRANCHES	PROXY VOTES
1	Quezon City	476
2	Kalookan	695
3	Malate	602
4	Camarin	353
5	San Fernando	405
6	Guagua	86
7	Dinalupihan-Hermosa	273
8	Balanga	138
9	Olongapo	691
10	Subic	167
11	Castillejos	198
12	San Marcelino	248
13	San Felipe	262
14	Iba-Botolan	195
15	Palauig	432
16	Candelaria-Masinloc	330
17	Sta. Cruz	381
18	Infanta	493
19	Lingayen	183
20	Bani	209
21	Baguio	160
22	Tarlac	107

23	La Union	212
24	Staff	85
	TOTAL	7,381

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Mr. Silverio acknowledged that the proxy voting forms submitted this year is almost the same last year considering that the active members during that time is much bigger compared this year.

At this juncture, the floor was given to Operations Officer Edna Mediaro called to present the sample ballot that will be used in the election.

The Operations Officer subsequently explained that 70% is the total proxy votes turnouts indicating that there are number of members that failed to filled out their proxy voting forms. But, having the required majority of proxy votes are enough to proceed with the election since only 50% proxy votes are required by the Insurance Commission.

Mrs. Mediaro further stated that there are three branches that failed to send their representatives in the Annual General Meeting. That the number of proxy of votes of an absent MBA Coordinators will be deducted in the total number of proxy of votes in the election.

At this moment, Mrs. Mediaro then presented the list of nominees: from Infanta Branch Mrs. Jonalie Bonilla and from Lingayen Branch Ms. Sonia Ocampo. Upon the request of the body the nominees briefly stated their plans and commitment towards KGI-MBA.

The Operations Officer discussed in detail the voting system documentation and the protocol for voting system. Mrs. Mediaro explained that all MBA Coordinators (MBAC)s are entitled to one vote per list of candidate assigned for each areas. The MBACs should also need to write the respective independent members in their ballot.

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

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

Senior Operations Cortez then asked the body if there are questions or clarifications on the voting system documentation and the protocol for voting system presented. There being none, the body proceeded to the election of the Board of Trustees.

*At this juncture, concurrent with the election proper, the body proceeded to the following agenda hereunder:*

**XII. MESSAGES S FROM THE BOARD OF ADVISERS**

President/CEO Marlou Concepcion acknowledged the service, loyalty and contribution of the outgoing Board of Trustees and MBACs to KGI-MBA.

That appreciation is likewise bestowed to the effort of KGI management headed by Executive Director Rianzares together with the rest of Department Heads including the KGI-MBA management supervised by General Manager Concepcion for their invaluable contributions in performing their duties in the institution.

The President/CEO conveyed a message to everyone to deepen their commitment to the organization by renewing their heart and mind. That the advocacy of KGI founder upon establishing the institution is guided by a purpose beyond making money----to help the poor families that in dire of needs.

However, profits are still necessary for KGI in order to survive its 26 years long journey and offer more products and services thru financial access to families.

Mr. Concepcion encouraged company leaders to develop, share and sustain a vision that is align in the same path and advocacy of the founder. That the leaders should keep their principles in line with the direction of Fr. Sean Connaughton.

That with the advent of modern technology, the leaders should be wary before making any changes to the beliefs and principles imparted by the founder to the institution. That being aware of the harmful effect of moving away from the organization's mission will help the institution to avoid mission drift and unnecessary pitfalls.



315 That KGI and KGI-MBA help to alleviate poverty and act as a solution to local problem  
316 in the society by diversifying members economic activities, boosting income in the process. That  
317 the aforesaid institutions took a major part in line with Republic Act 8425 (Poverty Alleviation  
318 Law) and Republic Act 10693 (Microfinance Act) by providing the poor an access to financial  
319 services that can help to reduce poverty, transform the lives of the members and improve their  
320 standard of living.

321 President/CEO Concepcion reiterated the purpose why KGI was created is not for profit  
322 but to serve and help the poor and socially marginalized people. That KGI should need to help the  
323 poorest of the poor regardless of his/her religion and race.

324 That the dream of the institution is to see the members to become financially independent  
325 and improve their entrepreneurial skill and socio economic need.

326 To end his message, President Concepcion stressed the responsibility of a person before  
327 God and before others (neighbor). That we must perform our duties for the benefit of all. That  
328 everyone of us carry the responsibility for our deeds to other people and we will all stand before  
329 the judgement of God about the duties we have done to serve our neighbors and fellow citizens.

330 Executive Director Rianzares reminded the MBACs that once given an opportunity to  
331 become member of the Board of Trustees (BOT), the board should maximize their potential and  
332 give their excellent performance in carrying out their duties.

333 That time is too short and since not all of them have an opportunity to become a leader, the  
334 elected BOT should give their best effort to become a servant leader.

335 That excellence is the driving force in all types of business industries. Mr. Rianzares quoted  
336 the message given by President/CEO Concepcion that KGI and KGI-MBA have a vision for the  
337 members and their families. That the two institutions exist to help and serve the needy members.

338 That the primary initiatives of KGI is to give access to financial services to develop  
339 businesses by offering small loans, or micro-loans, to people unable to access conventional loan  
340 services. Second to enables existing businesses to grow/expand and provides the starting capital  
341 for starter businesses. The Executive Director also emphasized the significance of project  
342 diversification.

343 That the institution also recognizes the importance of savings. It is therefore a requirement  
344 for every members to save while they are enjoying the services of the institution. Mr. Rianzares  
345 viewed savings as a way to help poor people decrease risks and expenses associated with  
346 borrowing.

347 That microinsurance is one of the benefits provided by the institution it is a security to  
348 protect the poor people against multiple risks (accident, illness, death in the family, natural  
349 disasters, etc.) in exchange for insurance premium payments tailored to their needs, income and  
350 the level of risk.

351 That the noble purpose of KGI is to provide decent shelter/house (for the members who  
352 cannot afford it and still need it) thru micro-loans, earnings and savings of members. That savings  
353 can help the members to accumulate assets which could be used for household purposes.

354 That another initiatives of KGI is on the impact of microfinance loans on children's  
355 educational attainment. That when the family income improves, the priority areas of spending are  
356 generally those that benefit children's education.

357 Mr. Rianzares reiterated that whoever wins in the electoral proceeding has a great  
358 responsibility to give their best shot. That it is imperative to give priority to the interest of KGI-  
359 MBA without regard to self-interest.

360 Senior Operations Director Cortez emphasized the importance of insurance as one of the  
361 products of KGI. Mr. Cortez subsequently called for the support of MBACs to proactively involve  
362 in fulfilling the goals of KGI and KGI-MBA in giving insurance products services to the branches.

363 That the MBACs should see to it that the members in the branches are given preferential  
364 attention concerning their insurance needs and benefits.

365 That in line with the conduction of management audit, the Department Heads closely  
366 monitor the transaction in the branches. That the goal of the institution is to ensure that all products  
367 and services of KGI will be given and served to the members in an excellent and high quality of  
368 customer service and clients value.

369 Operations Director Guiang congratulated the leadership of the previous board for their  
370 full support to KGI-MBA. Mr. Guiang encouraged everyone to give outstanding service to the  
371 members by giving insurance benefits and claims as quickly as possible.



372 That the MBACs represent the KGI-MBAs and not themselves so it is necessary to give an  
373 outstanding service to the members especially on fast and easy processing of insurance claims to  
374 avoid negative feedback and members dissatisfaction.

375 That as part of Social Performance Management's objective to cover the members and their  
376 children from insurance, the Operations Director asked the support of MBACS to assist the Branch  
377 Managers to ensure that all members are covered with insurance.

378 Mr. Guiang gave an insight regarding inclusive microinsurance and the latest financial  
379 landscape in the microfinance industry.

380 Finance Director Tactaquin in conjunction with close branch monitoring pointed out the  
381 changes on the system and methodology of the present and previous operational procedures of  
382 KGI. That thru management audit the areas that needs to improve in the systems and procedures  
383 are identified.

384 Mr. Tactaquin also pointed out the emerging of regulatory bodies in the activities of  
385 microfinance institutions. That at present the MFIs are strictly regulated and needed to conform  
386 with different governance standards.

387 That in compliance with the aforesaid standards are part of the areas of concern monitored  
388 by the management during actual branch monitoring.

389 The Finance Director also emphasized the importance of center meeting and proper flow  
390 of center meeting on policy dissemination, growth and development of membership and instilling  
391 discipline among members.

392  
393 *At this point the body then proceeded to the counting and tallying of votes*

394  
395 At this juncture the Election Committee flashed to the screen and announced the actual  
396 counting and tallying of twenty four (24) official ballots. After counting and tallying the physical  
397 ballots then the results are individually tabulated.

398  
399 ➤ **PRESENTATION OF THE NEWLY ELECTED BOARD OF TRUSTEES**

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

401  
402 **PANGASINAN AREA**

403  
404

NAME	BRANCH	TOTAL NUMBER OF VOTES	RANK
Ms. Sonia Ocampo	Lingayen	3,808	1
Mrs. Jonalie Bonilla	Infanta	3,115	2

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407  
408 That since Ms. Sonia Ocampo received the most votes in their respective areas, she is  
409 proclaimed as winner and the incoming Board of Trustees together with staff member  
410 representative Mr. Alex Labsan and independent Trustees Mrs. Piedad D. Matias and Dr. Ricardo  
411 S. Reyes Jr.

412 At this point the Senior Operations Director facilitated the oath taking ceremony for the  
413 Code of Office of the aforementioned new set of the Board of Trustees.

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415  
416 **XIII. RECOGNITION OF THE OUTGOING BOARD OF TRUSTEES**

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418 The recognition was preceded by presentation of videos of activities and meetings of the  
419 board.

420 At this point the board recognized and expressed a deep sense of gratitude to the outgoing  
421 members of the board: Trustee Dr. Magdalena Bautista, Trustee Jenny Navarro, Trustee Julieta  
422 Alfonso, Trustee Julieta Añonuevo for their invaluable, meritorious and exemplary performance  
423 towards the KGI-MBA operations.



424 The aforementioned outgoing board was given a certificate of appreciation which were  
425 awarded by the Board of Advisers represented by Mr. Marlou Concepcion, Mr. Ruben Rianzares,  
426 Mr. Joan Cortez, Mr. Sonny Guiang and Mr. Ronald Tactaquin.  
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429 XIV. ADJOURNMENT

430

431 There being no other matter to discuss the meeting was adjourned at 12:00 P.M., May 19,  
432 2017.  
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439 *Prepared by:*

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Ms. CARMING. MULI

444 Recording Secretary

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449 *Certified by:*

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Mrs. OFELIA C. BESARRA

452 Board Secretary/Corporate Secretary

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458 *Attested by:*

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MRS. SUSAN E. PAJALLA

462 President

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464 *Read, Signed and Approved by:*

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468 Mrs. JULIETA R. AÑONUEVO

469 Vice President, Board of Trustees

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473 Mrs. JULIETA F. ALFONSO

474 Treasurer, Board of Trustees

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Mrs. MARY ANN M. NILLOSAN

477 Member, Board of Trustees

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MRS. JENNY R. NAVARRO

Member, Board of Trustees

Dr. MAGDALENA D. BAUTISTA

Member, Board of Trustees