



# Armed Forces and Police Mutual Benefit Association, Inc.

Col Bonny Serrano Road cor. EDSA, Camp Aguinaldo, Quezon City, 1110  
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1 **Organizational Meeting**  
2 **Minutes No. 2023-01**  
3 **20 May 2023**  
4

5 **PRESENT**

6 BGEN BIENVENIDO Y REGONDOLA JR PA (RET) - President & CEO  
7 MGEN RAMON J GUIANG PAF  
8 BGEN ROMMEL P ROLDAN PAF  
9 PBGEN RODERICK AUGUSTUS B ALBA  
10 PCOL DINDO R REYES  
11 GEN RICARDO A DAVID JR PA (RET)  
12 CG VADM ROLANDO LIZOR N PUNZALAN JR  
13 MCPO JOE MARIE V LUCERO PN  
14

15 **VIRTUALLY PRESENT**

16 GEN ANDRES C CENTINO PA - Chairman  
17 BGEN RODEL MAURO R ALARCON PA (RET) - Vice Chairman  
18 RADM CAESAR BERNARD N VALENCIA PN  
19 MGEN ADONIS R BAJAO PA  
20 BGEN PHILIP S LAPINID PA (RET)  
21 CSUPT RINCO T MONTAUS BJMP  
22 F/CSUPT JESUS P FERNANDEZ, CESE  
23

24 **IN ATTENDANCE**

25 ATTY JONAS B CALLEJA – Corporate Secretary  
26 LTCOL LOUIE DONDI P JABAGAT (INF) PA – Executive Assistant of the CSAFP for Financial Institutions  
27 MGEN NATHANIEL Y CASEM PN (M) (RET) – Head, Sales and Operations Group and Chief  
28 Operating Officer (Head, SOG and COO)  
29 MGEN HENRY M DOYAOEN PA (RET) – Head, Corporate Services Group and Chief  
30 Corporate Services Officer (Head, CSG and  
31 CCSO)/Treasurer  
32 MS RAMONA JOSEFA M PANIS – Head, Board Relations Office (BRO)  
33

34 **I. CALL TO ORDER**

35  
36 GEN ANDRES C CENTINO PA who acted as the PRESIDING OFFICER called the meeting  
37 to order at 5:16 P.M.  
38

39 **II. CERTIFICATION OF A QUORUM**

40  
41 The Corporate Secretary certified the existence of a quorum and that the Board can conduct  
42 business.  
43

44 **III. ELECTION OF CHAIRMAN OF AFPMBAI**

45  
46 The PRESIDING OFFICER opened the table for the nomination of the Chairman of AFPMBAI.  
47 TRUSTEE MONTAUS nominated GEN ANDRES C CENTINO PA for the said position.  
48 Thereafter, upon the motion of TRUSTEE FERNANDEZ, as duly seconded by TRUSTEE  
49 VALENCIA, the nomination was closed.

50  
51 There being no other nominee, the PRESIDING OFFICER declared GEN ANDRES C  
52 CENTINO PA as the duly elected Chairman of AFPMBAI.

53 *Resolution No. 39, Series of 2023*  
54 *Election of Chairman of AFPMBAI*

55  
56 **IV. OATH-TAKING OF THE CHAIRMAN OF AFPMBAI**

57  
58 The Corporate Secretary administered the oath of GEN ANDRES C CENTINO PA as the  
59 newly elected Chairman of AFPMBAI.

60  
61 After taking his oath of office, GEN CENTINO presided over the meeting as CHAIRMAN of  
62 the Board.

63  
64 **V. ELECTION OF OTHER CORPORATE OFFICERS**

65  
66 **A. Election of Vice Chairman of AFPMBAI**

67  
68 The CHAIRMAN opened the table for the nomination of the Vice Chairman of AFPMBAI.  
69 TRUSTEE DAVID nominated BGEN RODEL MAURO R ALARCON PA (RET) for the said  
70 position. Thereafter, upon the motion of TRUSTEE BAJAO, as duly seconded by TRUSTEE  
71 PUNZALAN, the nomination was closed.

72  
73 There being no other nominee, the CHAIRMAN declared BGEN RODEL MAURO R  
74 ALARCON PA (RET) as the duly elected Vice Chairman of AFPMBAI.

75 *Resolution No. 40, Series of 2023*  
76 *Election of Vice Chairman of AFPMBAI*

77  
78 **B. Election of President and Chief Executive Officer (CEO) of AFPMBAI**

79  
80 The CHAIRMAN opened the table for the nomination of the President and Chief Executive  
81 Officer (CEO) of AFPMBAI. TRUSTEE ALARCON nominated BGEN BIENVENIDO Y  
82 REGONDOLA JR PA (RET) for the said position. Thereafter, upon the motion of TRUSTEE  
83 LAPINID, as duly seconded by TRUSTEE GUIANG, the nomination was closed.

84  
85 There being no other nominee, the CHAIRMAN declared BGEN BIENVENIDO Y  
86 REGONDOLA JR PA (RET) as the duly elected President and CEO of AFPMBAI.

87  
88 Upon the designation of BGEN REGONDOLA as President and CEO of AFPMBAI, the Board  
89 also approved the corresponding powers, authorities, rights and privileges of the said position.

90 *Resolution No. 41, Series of 2023*  
91 *Election of President and CEO of AFPMBAI*

92  
93 **C. Election of Corporate Secretary of AFPMBAI**

96 The CHAIRMAN opened the table for the nomination of the Corporate Secretary of AFPMBAI.  
97 TRUSTEE ALBA nominated ATTY JONAS B CALLEJA for the said position. Thereafter, upon  
98 the motion of TRUSTEE REYES, as duly seconded by TRUSTEE LUCERO, the nomination  
99 was closed.

100  
101 There being no other nominee, the CHAIRMAN declared ATTY JONAS B CALLEJA as the  
102 duly elected Corporate Secretary of AFPMBAI.

103 *Resolution No. 42, Series of 2023*  
104 *Election of Corporate Secretary of AFPMBAI*

#### 105 106 **D. Election of Treasurer of AFPMBAI**

107  
108 The CHAIRMAN opened the table for the nomination of the Treasurer of AFPMBAI. TRUSTEE  
109 ROLDAN nominated MGEN HENRY M DOYAOEN PA (RET) for the said position. Thereafter,  
110 upon the motion of TRUSTEE MONTAUS, as duly seconded by TRUSTEE BAJAO, the  
111 nomination was closed.

112  
113 There being no other nominee, the CHAIRMAN declared MGEN HENRY M DOYAOEN PA  
114 (RET) as the duly elected Treasurer of AFPMBAI.

115  
116 Upon the designation of MGEN DOYAOEN as Treasurer of AFPMBAI, the Board also  
117 approved the corresponding powers and duties of the said position.

118 *Resolution No. 43, Series of 2023*  
119 *Election of Treasurer of AFPMBAI*

#### 120 121 **VI. OATH-TAKING OF THE VICE CHAIRMAN AND CORPORATE OFFICERS**

122  
123 The CHAIRMAN administered the oaths of BGEN RODEL MAURO R ALARCON PA (RET),  
124 BGEN BIENVENIDO Y REGONDOLA JR PA (RET), ATTY JONAS B CALLEJA and MGEN  
125 HENRY M DOYAOEN PA (RET) as the newly elected Vice Chairman, President and CEO,  
126 Corporate Secretary and Treasurer of AFPMBAI, respectively. The assumption of their  
127 respective positions took effect on 20 May 2023 with all the duties, powers and authorities  
128 enumerated in the Corporation Code; SEC and IC directives; and the Articles of Incorporation  
129 and New By-Laws of AFPMBAI.

#### 130 131 **VII. MATTERS FOR APPROVAL**

##### 132 133 **A. Confirmation of Appointment of Senior Vice Presidents**

###### 134 135 **Resolution**

136 Upon the motion of TRUSTEE VALENCIA, as duly seconded by TRUSTEE MONTAUS, the  
137 Board approved and endorsed the appointments of MGEN NATHANIEL Y CASEM PN (M)  
138 (RET) as Head, Sales and Operations Group and Chief Operating Officer (Head, SOG and  
139 COO) and MGEN HENRY M DOYAOEN PA (RET) as Head, Corporate Services Group and  
140 Chief Corporate Services Officer (Head, CSG and CCSO). The Board also approved the  
141 corresponding authorities of the said positions.

142 *Resolution No. 44, Series of 2023*  
143 *Appointment of MGen Nathaniel Y Casem PN (M) (Ret)*

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145 *Resolution No. 45, Series of 2023*  
146 *Appointment of MGen Henry M Doyaoen PA (Ret)*

**B. Composition of Board Committees for CY 2023-2024**

**Discussion**

With the permission of the CHAIRMAN, Ms Panis, Head, BRO presented to the Board the proposed Board Committee Membership of the AFPMBAI Trustees, as follows:

	Audit Committee	Governance Committee	Investment Committee	Risk Oversight & Related Party Transaction Committee	Social Services Program Committee	Nomination and Remuneration Committee
Members	Tr Alarcon	Tr David	Tr Montaus	Tr Lapinid	Tr Punzalan	Tr Roldan
	Tr Montaus	Tr Regondola	Tr Regondola	Tr David	Tr Bajao	Tr Guiang
	Tr Valencia	Tr Bajao	Tr Valencia	Tr Alarcon	Tr Regondola	Tr Regondola
	Tr Roldan	Tr Fernandez	Tr Punzalan	Tr Guiang	Tr Alba	Tr Lapinid
	Tr Alba	Tr Reyes	Tr Reyes	Tr Fernandez	Tr Lucero	Tr Lucero
Technical Working Group	Internal Audit Office	Board Relations Office	Investment Office	Risk Mgmt Office/Compliance Office	Social Services Office	Human Resource Division

The Head, BRO informed the CHAIRMAN that the different Committees will vote for their Chairman and Vice Chairman during their respective Committee meetings.

**Resolution**

Upon the motion of TRUSTEE VALENCIA, as duly seconded by TRUSTEE DAVID, the Board approved the Composition of Board Committees, as recommended.

*Resolution No. 46, Series of 2023*

*Members of Board Committees for CY2023-2024*

**C. Summary of Minutes of the 20 May 2023 Annual General Membership Meeting**

**Discussion**

With the permission of the CHAIRMAN, Ms Panis, Head, BRO presented to the Board the Summary of Minutes of the 2023 AGM.

In line with the requirement of the ASEAN Corporate Governance Scorecard (ACGS) and the Annual Corporate Governance Report (ACGR) for the Minutes of the Annual General Membership Meeting (AGM) to be uploaded in the AFPMBAI website on the working day immediately following the AGM, Management recommended approval and uploading of the Summary of the Minutes of the 2021 AGM (Annex A) in the AFPMBAI website by 22 May 2023 as a reference document of the ACGS and ACGR.

**Resolution**

Upon the motion of TRUSTEE DAVID, as duly seconded by TRUSTEE REGONDOLA, the Board approved the Summary of the 2023 AGM and its uploading in the AFPMBAI Website.

*Resolution No. 47, Series of 2021*

*Summary of Minutes of the 2023 Annual General Membership Meeting*

**D. E-Signature of Board Members for Minutes and Resolutions**

**Discussion**

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With the permission of the CHAIRMAN, Ms Panis, Head, BRO presented to the Board the proposed use of e-signature of Board members for minutes and resolutions.

In the beginning of the Enhanced Community Quarantine period in 2020, as the Government response to the COVID-19 pandemic, Management recommended and the Board approved an Emergency Protocol for Board and Board Committee Meetings.

Said protocol outlined the conduct of virtual Board and Board Committee meetings and stipulated how Board Resolutions and Minutes may be signed: particularly through electronic signature only if direly needed, but principally by signing the hard copy of the Minutes and Resolutions once physical meetings may already commence.

The Covid-19 pandemic has already set a new normal for all concerned and the Association has been conducting meetings virtually.

The Minutes and Resolutions of Board and Board Committee Meetings have been likewise signed electronically by all members of the Board and the Corporate Secretary since March 2020.

In light of the new normal, and in the interest of business continuity, the Corporate Secretary recommended for the Board members' e-signatures to be affixed in all Resolutions and Minutes of meetings where the members were virtually present.

**Resolution**

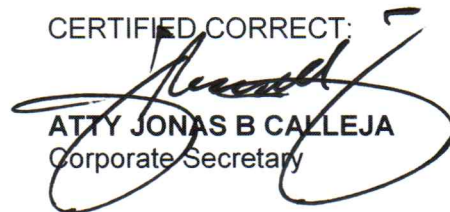
Upon the motion of TRUSTEE VALENCIA, as duly seconded by TRUSTEE ALARCON, the Board approved the use of the Board members' electronic signatures in signing the Minutes and Resolutions of all Board and Board Committee meetings where they were virtually present, until the end of the pandemic or until physical meetings resume.

*Resolution No. 48, Series of 2023*  
*E-Signature of Board Members for Minutes and Resolutions*

**VIII. ADJOURNMENT**

There being no other matters to discuss and upon the motion of TRUSTEE LAPINID, as duly seconded by TRUSTEE MONTAUS, the Organizational Meeting was adjourned at 5:42 P.M.

CERTIFIED CORRECT:



ATTY JONAS B CALLEJA  
Corporate Secretary

APPROVED:



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GEN ANDRES C CENTINO PA  
Chairman

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BGEN RODEL MAURO R ALARCON PA (RET)  
Vice Chairman



BGEN BIENVENIDO Y REGONDOLA JR PA (RET)  
President & CEO



MGEN RAMON J GUIANG PAF




RADM CAESAR BERNARD N VALENCIA PN



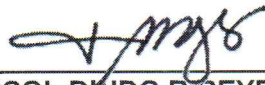
MGEN ADONIS R BAJAO PA



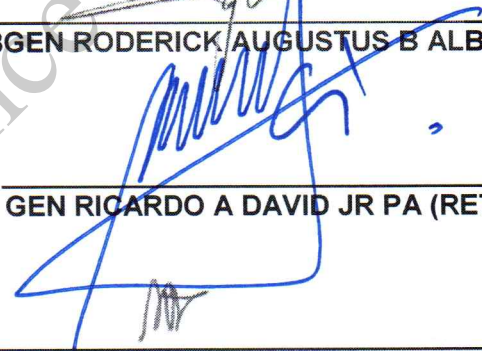
BGEN ROMMEL P ROLDAN PAF



PBGEN RODERICK AUGUSTUS B ALBA



PCOL DINDO R REYES



GEN RICARDO A DAVID JR PA (RET)

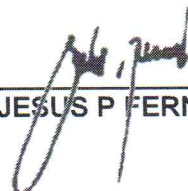


BGEN PHILIP S LAPINID PA (RET)

CG VADM ROLANDO LIZOR N PUNZALAN JR



CSUPT RINCO T MONTAUS BJMP



CSUPT JESUS P FERNANDEZ BFP

  
-end-

MCPO JOE MARIE V LUCERO PN

-end-  
Doer: Rachel June G Gonzalez  
Reviewer: Atty Jonas B Calleja