



CORPORATE GOVERNANCE MANUAL

**KATILIBANONG KAANGAYAN PARA SA KASEGURAHAN UG KALAMBUAN – MUTUAL
BENEFIT ASSOCIATION (4K-MBA), INC. (formerly RBT-MBA, Inc.)**

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CHAPTER I: INTRODUCTION

Brief History

Forty nine (49) years had passed, that was December 1965, a Christmas party was held at municipal hall of Talisayan attended by both local officials and guests from Manila. Being the oldest town in Misamis Oriental and founded during Spanish time, guest were discussing how to help in developing and improving the town after being visited by a calamities. One of the guest, named Col. Alejandro Go Beltran asked the Mayor on how he can be of help to the people of Talisayan. The mayor quickly replied, “Why not established a rural Bank”? At that time the Central Bank was promoting a banking system in every town to develop the countryside. By March 10, 1966 the Rural Bank of Talisayan was opened and promoted to the people particularly of the said locality.

The bank in which the vision and mission is to uplift the less privileged sector of the society and its financial empowerment to the people continued to serve from different walks of life and focused on financing coconut farmers and fisher folks. The bank survived from up and down of our economic condition brought during the dark days of our country’s history. When Martial law was declared year 1972 and followed by the collapsed of our economy, many rural banks from nearby towns folded up and shutting down. But RBTalisayan stood up and operated continuously since 1966 and being awarded as one of the best managed rural bank in the country by the Central Bank of the Philippines.

On 1997, one of the sons of the founder takes the lead as a new President after the death of the founder Col Alejandro Go Beltran and a new systems and approached were introduced to the management of the bank. It was the time when another financial crisis hit the Asian countries including the Philippines. While other banks, even commercial bank stop extending loans, Rural Bank of Talisayan did not stop from releasing loans that is badly needed by the farmers.

In 1999 a MABS programmed jointly sponsored by Philippine government and USAID with the RBAP as the project holder, introduced a micro finance program for those enterprising poor in the countryside mostly women. While RBTalisayan was established more than 30 years,

lending to poor women without collateral were not accepted and considered a high risk as to operation of the bank. Infact, some bankers from the old schools were considered poor people as unbankable. Rural banks were used to require hard collateral from their farmer borrowers to qualify for the rediscounting privileged offered by Central Bank. MABS introduced the individual lending to established business for expansion or additional operating capital. Bank assigned one (1) Account officer in every area of operation and visits them daily/weekly for collection.

Since MABS program do not provide funds for relending to micro finance, the bank applied for a credit line worth Php5 million with PCFC as a pilot program using the Grameen technology of group lending. It was the technology introduced by PCFC. Borrowers were required to attend the compulsory group training. Account officer will collect the payment weekly and include savings deposit as an added service being provided by the bank.

During the formulation of the loan product, one of the debated issues was “who will pay the loan in case the borrowers die?” During the time, Talisayan was devastated again caused by floods that resulted to collapse the bridge of Sta. Ines a barangay of Talisayan. Luckily and amazingly no one was hurt on that incident. The people used to have their life insurance coverage from a private company collected weekly up to maximum of 5.00 per week but the company ceased to operate 10 years ago after the financial crisis in 1984. Some doesn't even know what happened to their money after paying for a number of years. Some still remembered the jingle song that says” kapalaray di mawari wag magpapakasakali ipanatag ang buhay, ang pamilya ay liligaya Kong nakasiguro ka.”

An insurance company used to covered the regular loans of the bank was introduced in giving the bank extra income. However, as the loans become bigger clients start to complaint of the deductions and were demanding for hospital benefit coverage and also to include their family in the coverage. They preferred to pay the premium weekly together with their weekly amortization through their designated account officers. Since the collection of the contribution is through the account officers, the RBTalisayan board of directors feels that minimal expenses are very much possible to include the marketing of the product. Since the members themselves will own this, it is a way of empowering them and allowing the poor to chart their owned destiny.

After learning the success of CARDMBA in one of the symposium on Micro Finance, (micro insurance is one of the basic services of microfinance) the President of RBTalisayan informed the board for the possibility of forming another mutually supporting organization to handle the micro insurance of the bank. A survey was conducted through the assistance of CARD and RIMANSI and was confirmed that poor people are capable to manage their owned organization if given a chance under the guidance of the bank management and staff. The chairman of the AGB Foundation, another mutually supporting organization formed by the bank 3 years ago in order to catered microfinance clients in areas not covered by the bank, also supported the idea to include the AGB clients in the MBA membership.

On November 25, 2005 during the regular board meeting of RBTalisayan, held at Grace Village, Quezon City a resolution no. 81 passed the following resolution, as it is hereby resolved to organize the MBA, a non-stock, non-profit association and to implement the operation by January 1, 2006 subject to the rules and regulations of the Micro Insurance Program under the SEC and Insurance Commission.

On January 2006, the approved resolution was realized. The birth of RBT-MBA. On the same month, the first assembly of members was called to elect interim officers. It was agreed during the said meeting that the membership should be opened to all Rural Bank of Talisayan and AGB staffs and clients of microfinance program. It was also agreed that the MBA officers shall be mixed coming from the three groups in order to assure the fairness representation and shared leadership of the MBA. If the President elected from microfinance borrower the vice president should be given to the employee of the bank or AGB. The Treasurer must be coming from the bank. The standard committees required by Insurance commission and or SEC must be followed.

Purpose of 4K-MBA:

1. To extend financial assistance to its members, spouse, children and parents in the form of death benefits, sickness benefits, provident savings and loan redemption assistance;
2. To insure continued access to benefits /resources by actively involving the members in the direct management of the association that will include implementation of policies and procedures geared towards sustainability and improved services;
3. To ensure compliance with administrative and regulatory issuances, rulings and directives by professionalizing the association, management, research and development, and technical services operations. Thru and in partnership with the RIMANSI Organization for Asia and the Pacific;
4. To do or cause to be done any or more of the acts and things herein set forth as its purpose within the Philippines.

RBT-MBA was named after its founding institution RBT Bank (formerly RBTalisayan). After years of operation of RBT-MBA, Bangko Sentral ng Pilipinas issued a memorandum that all banks are not allowed to engage any other business. Last March 2014, SEC (Securities and Exchange Commission) and IC (Insurance Commission) approved the change of name of the association from Rural Bank of Talisayan Mutual Benefit Association (RBT-MBA) to Katilingbanong Kaangayan para sa Kasegurohan ug Kalambuan (4K-MBA).

At present 4K-MBA (formerly RBT-MBA) Board of Trustees composed of clients from our partners namely RBT Bank, ECG Foundation, Partner coops. We also have our own marketing officers to market individual interested Filipino to be part-owner of the association. 4K-MBA also partnered with DSWD their 4p's beneficiaries, currently the municipality of Balingasag and Claveria for the Misamis Oriental and the municipality of Malitbog in Bukidnon are being

served. The MBA will be the hope of the Filipino people to be covered by insurance services through microfinance technology, after the commercial insurance companies considered them as non-insurable; and through partnership with small cooperatives/association.

PART I: 4K-MBA Vision, Mission and Values Statement

Vision:

“ A top micro insurance provider in the Philippines”

Mission:

” To deliver quality social protection and insurance services to Filipino families”

Values:

God-loving

Honesty

Excellence

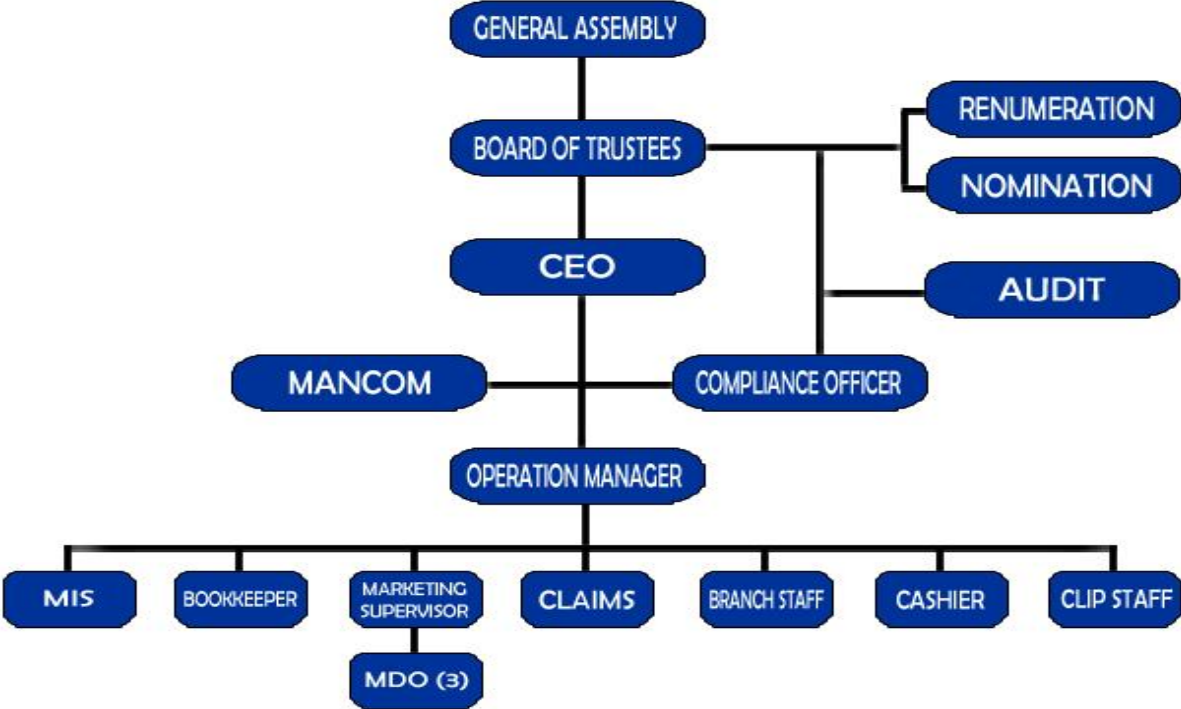
Accountability

Commitment

Thrift

Respect

PART II: Organizational Structure



PART III: Overview of Programs

4K-MBA provides a micro-insurance program for the poor. It has the following products:

1. Basic Life Insurance Program (BLIP) with disability and health benefits

-The benefits given by the 4K- MBA, which covers the member, the spouse, the children from 90 days old up to not more than 21 years old single, children more than 21 years old single but Total Permanent Disable, the parents not more than 65 years old for single members, the common law partner, and one sibling 90 days old up to not more than 21 years old and single for members who no longer has a living parents.

- Natural Cause of Death

- Accident

- Total Permanent Disability

2. Credit Life Insurance Plan (CLIP)

- CLIP is insurance on the life of a DEBTOR in connection with a specific loan or other credit transaction of five years' duration or less, to provide payment equivalent to the outstanding loan balance of the loan to a CREDITOR and a return of total principal payments to the BENEFICIARIES, in the event of death of a DEBTOR.

PART IV: Commitment to Good Corporate Governance

Katilingbanong Kaangayan para sa Kasegurohan ug Kalambuan - Mutual Benefit Association (4K-MBA) Inc. is committed in the promotion of corporate good governance within its organization and among its members. Together with the Board of Trustees and Management, 4K-MBA will remain steadfast in monitoring the performance of the organization, strive to make good and sound decisions, and will hold its governing board accountable for its execution in achieving our corporate goals.

The Corporate Governance Manual shall serve as its guide in ensuring the organizations practice of good governance, sustainability and its continuous commitment to its stakeholders in providing efficient and innovative programs and services for the growth of the community in which we operate.

PART V: Objective of the Manual

This manual aims to institutionalize the principles of good corporate governance in the entire organization in order to enhance the accountability of the Association's Trustees, management and employees. It aims to embody the national policy to institute corporate governance reforms.

The board of trustees, management and employees believe that corporate governance is a necessary component of what constitutes sound strategic business management and undertake every effort necessary to create awareness within the organization. The regulatory responsibility to protect the interests of the policyholders demands that the insurers have in place, good governance practices for maintenance of solvency, sound long term investment policy and assumption of underwriting risks on a prudential basis.

PART VI: POLICY REVIEW AND UPDATING

General Policy on the Review and Updating of Existing Policies

This Manual including the Association's VMG may be amended and updated anytime, subject to the approval of the Board. An Ad Hoc Committee shall be created to lead the review and updating of this manual together with the management.

Monitoring and Evaluation

The Compliance Officer shall be specifically tasked with the responsibility of ensuring compliance with this Manual. Any violation against the content of this Manual shall subject the responsible officer or employee to appropriate sanction in accordance to the Personnel Manual.

This Manual shall be subject to an annual review unless the same frequency is amended by the Board.

All business processes and practices being performed within any department or business Unit of the Association that is not consistent with any portion of this Manual shall be revoked unless upgraded to the compliant extent.

PART VII: Definition of Terms

Corporate Governance – the framework of rules, systems and processes in the corporation that governs the performance by the Board of Trustees and Management of their respective duties and responsibilities to the members;

Members - the clients and at the same time the owner association.

Board of Trustees – the governing body elected by the members that exercises the corporate powers of 4K-MBA, conducts all its business and controls its properties;

Management – the body given the authority by the Board of Trustees to implement the policies it has laid down in the conduct of the business of the association;

Independent trustee – a person who, apart from his fees and shareholdings, is independent of management and free from any business or other relationship which could, or could reasonably be perceived to, materially interfere with his exercise of independent judgment in carrying out his responsibilities as a trustee;

Executive director – a director who is also the head of a department or unit of the corporation or performs any work related to its operation;

Internal control – the system established by the Board of Trustees and Management for the accomplishment of the association’s objectives, the efficient operation of its business, the reliability of its financial reporting, and faithful compliance with applicable laws, regulations and internal rules;

Internal control system – the framework under which internal controls are developed and implemented (alone or in concert with other policies or procedures) to manage and control a

particular risk or business activity, or combination of risks or business activities, to which the corporation is exposed;

Internal audit – an independent and objective assurance activity designed to add value to and improve the association’s operations, and help it accomplish its objectives by providing a systematic and disciplined approach in the evaluation and improvement of the effectiveness of risk management, control and governance processes;

Internal Auditor – the highest position in the association responsible for internal audit activities. If internal audit activities are performed by outside service providers, he is the person responsible for overseeing the service contract, the overall quality of these activities, and follow-up of engagement results.

Stakeholders- refer to group of company, persons who has interest with the association

CHAPTER II. GOVERNANCE STRUCTURE

PART I: The Board of Trustees

1. Composition

The Board of Trustees of Katilingbanong Kaangayan para sa Kasegurohan ug Kalambuan-Mutual Benefit Association (4K-MBA), Inc. shall consist of seven (7) members, elected by the active members and two (2) Independent Trustees appointed by the elected Board of Trustees.

2. Qualifications of Trustee

The minimum qualification to be elected as a member of the board of trustees:

1. Must be 21 to 65 years old
2. A recognized active beneficiary member of 4K-MBA
3. Has been a very active member of 4K-MBA for three years and above
4. Has no pending administrative, civil or criminal case
5. Willing to perform functions of a trustees without any remuneration

An officer or an employee of the any affiliates of the association may be elected as a member of the board of trustees provided the above criteria are met.

3. Disqualification of Trustees

No member convicted by final judgment of an offense punishable by imprisonment for a period exceeding six (6) years, or a violation of the Corporation Code of the Philippines committed within five (5) years prior to the date of his/her election or appointment, shall qualify as a Trustee or Officer. In addition, a member whose membership has been terminated due to various reasons, and/or has resigned from membership with 4K-Mutual Benefit Association (4K-MBA), Inc. or any of its affiliates, shall also be disqualified from being a Trustee or Officer.

4. Multiple Board Seats

The Board may consider the adoption of guidelines on the number of trusteeships/directorships that its members can hold in stock and non-stock corporations. The optimum number should take into consideration the capacity of a trustee/director to diligently and efficiently perform his/her duties and responsibilities.

5. Term of Office

The elected members of the Board of Trustees shall serve beginning immediately following their election for a term of three (3) years until their successors shall have been elected. Provided, that no member shall serve as member of the Board of Trustees for more than two (2) consecutive terms.

6. Duties, Functions & Responsibilities of the Trustee

General Responsibility

Unless otherwise provided by law, the corporate powers of Katilingbanong Kaangayan para sa Kasegurohan ug Kalambuan - Mutual Benefit Association (4K-MBA) Inc. shall be exercised, all business conducted and all properties of the association controlled and held by the Board of Trustees subject to approval of the majority of its members.

Powers, Duties and Functions

Without prejudice to such powers as may be granted by law, the Board of Trustees shall have the following powers:

1. To promulgate rules and regulations consistent with the by-laws, and to review, revise or amend the same when it deems necessary for the management of the association's business and affairs.
2. To purchase, receive, take or otherwise acquire for and in the name of 4K-Mutual Benefit Association (4K-MBA), Inc. any and all properties, rights, or privileges, including securities and bonds of other corporations (private or government), for such consideration and upon such terms and conditions as the Board may deem proper or convenient.
3. To invest the funds of 4K-Mutual Benefit Association (4K-MBA), Inc. in other corporations or for purposes other than those for which the association was organized, subject to such approval of the members as may be required by law.

4. To incur indebtedness as the Board may deem necessary, to issue evidence of indebtedness including notes, deeds of trust, bonds, debentures, or securities, subject to such approval of the members as may be required by law, and/or pledge, mortgage, or otherwise encumber part of the properties of 4K-Mutual Benefit Association (4K-MBA), Inc.

5. To establish pension, retirement, bonus, or other types of incentives or compensation plans for the members, employees, including officers and Trustees of 4K-Mutual Benefit Association (4K-MBA), Inc.

6. To prosecute, maintain, defend, compromise, submit arbitration or abandon any lawsuit in which 4K-Mutual Benefit (4K-MBA), Inc. or its officers are either plaintiffs or defendants in connection with the affairs of 4K-Mutual Benefit Association, Inc.

7. To implement the by-laws and to act on any other matter not covered by the By-laws, provided such matter does not require the approval or consent of the members of 4K-Mutual Benefit Association (4K-MBA), Inc. under the Corporation Code.

8. To appoint and dismiss any employee of 4K-Mutual Benefit Association (4K-MBA), Inc. whether regular, probationary, casual, or contractual, fix or adjust their salaries and all other personnel movements.

9. To delegate any of its powers or function to an executive committee or to any officer of 4K-Mutual Benefit Association (4K-MBA), Inc. to any standing or special committee or to any officer or agent and to appoint any person to be an agent of 4K-Mutual Benefit Association (4K-MBA), Inc.

10. To approve all contracts for construction and major repairs or maintenance work, and other contracts involving significant amounts.

11. To approve all contracts involving the sale of non-current assets.

Vacancy in the Board

In case an office becomes vacant due to death, resignation, retirement, disqualification, incapacity or any other cause, of the incumbent, the Board of Trustees, a majority vote, may elect/appoint a successor, who shall hold office for the unexpired term.

Board Self-Assessment

The Board shall undertake an evaluation of its performance as a collective body, its Committees and senior management to determine whether they are functioning effectively, pinpoint areas for improvement and ensure that the President is providing effective leadership to the Group. The Board shall report the results of the self-assessment to its stakeholders.

Orientation of New Trustees

That the initial or organizational meeting of a newly elected Board of Trustees shall be held immediately after the conclusion of the General Assembly at which they are elected. All new board/elected trustees shall undergo an orientation in regards to their duties and responsibilities.

Trainings and Seminars of the Board of Trustees

All new board of trustees are required to undergo training on AMLA (Anti-Money Laundering Act) and Good Governance. Board of Trustees in relation to their position are required to attend seminars and trainings conducted by the Insurance Commission, and other reputable institutions that offer trainings and seminars that will enhance the knowledge and ability of the Board of Trustees to lead the association.

PART II: Independent Trustees

Independent Trustees is a non executive trustee who helps the association in improving the association's credibility and governance standards. The Independent Trustee does not have any kind of relationship with the association that may affect the independents of his judgment.

Independent Trustee will serve as such for a maximum term of nine (9) years. After the term, an independent director may be appointed again after one (1) year of not being a part in the association. Independent trustees are appointed by the board of trustees base on the following criteria:

1. Not a 4K-MBA member
2. Not a director, officer or major stockholder of the related institution
3. Preferably 35 years old and above

PART III: Officers of the Board

The officers of 4K-MBA Board of Trustees shall be composed of a President, Vice President, Board Secretary, and Treasurer. They shall be elected by the Board of Trustees from among themselves. The term of office of the officers shall be co-terminus with the Board which elected/appointed them, unless sooner removed from office by a majority vote of all the members of the Board of Trustees. The officers of 4K-MBA may be removed from office for a cause, including nonfeasance or misfeasance of duties, violation of By-laws, conduct detrimental to the interest of the Association, incompetence and/or loss of confidence.

1. Chairman

The Chairman shall preside the meeting of the trustees and the members of the association, to be charged with directing and overseeing the activities of the association.

2. Vice Chairman

The Vice Chairman, if qualified, shall exercise all powers and perform all duties of the president during the absence or incapacity of the latter and shall perform duties that maybe assigned by the Board of Trustees.

3. Board Secretary

The Board Secretary shall have the following specific powers and duties:

3.1 To give all notices required that is stated in by-laws and keep the minutes of all meetings of the members and of the Board of Trustees in a book kept for the purpose.

3.2 To keep the seal of the association and affix such seal to any paper or instrument requiring the same.

3.3. To have custody of the members' register and the correspondence files of the association.

3.4 To certify to such corporate acts, countersign corporate documents or certificates, and make reports or statements as may be required of him/her by law or by government rules and regulations;

3.5 Also perform all such other duties and work as the Board of Trustees may from time to time assign to her.

4. Treasurer

The Treasurer shall have the following duties:

4.1 To keep full and accurate accounts/records of the receipts and disbursements of 4K-MBA.

4.2 To take and have custody of, and be responsible for all the funds, securities, bonds, and certificates of titles of 4K-Mutual Benefit Association (4K-MBA), Inc.

4.3 To monitor the deposit under the name of 4K-Mutual Benefit Association (4K-MBA), Inc. in such banks as may be designated from time to time by the Board of Trustees, all the money, funds, securities, bonds and similar valuables belonging to 4K-Mutual Benefit Association (4K-MBA), Inc. which may come under his/her control.

4.4 To present an annual statement showing the financial condition of 4K-Mutual Benefit Association (4K-MBA), Inc. and such other financial reports as the Board of Trustees or the President may require from time to time.

4.5 To help in the preparation of such financial reports, statements, certifications and other documents that may, from time to time, be required by government rules and regulations and to submit the same to the proper government agencies.

4.6 to pay all authorized expenses by check and effect petty cash payments in accordance with policies and procedures approved by the Board of Trustees.

4.7 To assist management in retrieval of all receivables of 4K-Mutual Benefit Association (4K-MBA), Inc. from whoever they maybe due.

4.8 To prepare and submit to the Board of Trustees for consideration and approval the annual budget on or before its regular meeting and furnish a copy of the approved annual budget.

4.9 To ensure that all expenditures are duly authorized and are for the best interest of 4K-Mutual Benefit Association (4K-MBA), Inc.

4.10 To post a bond in such amount as may be required by the Board of Trustees

4.11 To suspend or withhold payments of accounts incurred not in accordance with the policies of the Board of Trustees or which are otherwise irregular or improperly authorized; and

4.12 To perform such other duties as may be assigned by the President, the General Manager and the Board of Trustees

PART IV: The Board of Advisers

The Board of Advisers is a five-member body whose main task is to assure policy and operating coordination between 4K-MBA and Partners Institutions. This board has informal yet important day-to-day contact with 4K-MBA management, and frequent interaction with the MBA President. The Board of Advisers also provides significant formal oversight of the MBA and the Trustees in terms of management, policies, regulatory compliance and governance.

PART V: The Board Committees

The Board shall constitute the proper committees to assist it in good corporate governance.

1. **Oversight & Audit Committee** shall be comprised of independent board members of good standing preferably with accounting and finance experiences.
 - Provides oversight of the institution's internal and external auditors.
 - It shall be responsible for the setting-up of internal audit department, and the appointment of the internal auditor as well as independent external auditors.
 - It shall monitor and evaluate the adequacy and effectiveness of the internal control system of the company.
 - The committee shall meet at least quarterly at the head office of 4K-MBA Inc.
 - The members of the Oversight Committee shall not be entitled to any salary but shall be entitled to per diem and reimbursement of actual expenses for attendance of official meetings equal to those received by members of the board of trustees.
 - It shall serve for three years, or co terminus with the Board of Trustees.

2. **Nomination and Election Committee** which shall be composed of at least three (3) members of the board of trustees, one of whom must be independent;

- Review and evaluate the qualifications of all persons nominated to the Board as well as those nominated to other positions requiring appointment by the Board of Trustees.
- It should prepare a description of the roles and capabilities required of a particular appointment.
- The nomination committee is hereby vested sole authority to conduct and supervise the elections for the members of the Board of Trustees and other officers and proclaim the winners. The nomination committee shall likewise be the judge of all electoral contests, including questions on the qualification of candidates and its decision shall be final unless appealed to the Board of Trustees whose decision shall be final. Further, the nomination committee may be tasked to supervise the election of 4K-MBA.
- The elected members of the nomination committee shall serve immediately after their election until the next election.
- May deputize such personnel of the head office of the 4K-MBA which it may deem necessary to enable it to perform its function.

3. **Remuneration Committee-** shall be composed of at least three (3) members, one of whom is an independent director.

- It shall judge or make plans where to position the company relative to other companies. But shall comparisons shall be used with caution in view of the risk of an upward ratchet of the level of remuneration with no corresponding improvement in performance.

- It shall delegate responsibilities for setting up remunerations for all executive directors and Chairman, including pension rights or any compensation payments.
- It shall also recommend and monitor the level and structure of salaries including remunerations for senior management. The definition of senior management for this purpose shall be determined by the Board but would normally include first level management below Board level

4. **RISK Management Committee** which shall be composed of at least three (3) members of the board of trustees, one of whom must be independent; exercises shared responsibility for surfacing and managing the operational risks facing the association.

The Board may also organize the following committees:

5. **An Executive Committee** which shall consist of not less than three (3) and not more than five (5) to be chosen by the Board of Trustees from among themselves to monitor the operations and finances of 4K-MBA to ensure that decisions of the Board are executed by management; and, where urgent circumstances require, to act for and in behalf of the Board on such matters subject to such guidelines and limitations duly approved by the Board. The concurrence of at least a majority of the members of the Executive Committee shall be necessary to make an Executive Committee decision valid. All business transactions by the Executive Committee shall be subject to confirmation by the Board of Trustees at its next scheduled meeting;

6. Other Special Committees, it may deem necessary, with not less than three (3) nor more than five (5) members each with such specific duties as it may deem proper. Ad hoc committees may be created by the Board as the need arises.

PART VI: Internal Control Responsibilities of the Trustees

The control environment of the association consists of (a) the Board which ensures that the association is properly and effectively managed and supervised; (b) a Management that actively manages and operates the corporation in a sound and prudent manner; (c) the organizational and procedural controls supported by effective management information and risk management reporting systems; and (d) an independent audit mechanism to monitor the adequacy and effectiveness of the association's governance, operations, and information systems, including the reliability and integrity of financial and operational information, the effectiveness and efficiency of operations, the safeguarding of assets, and compliance with laws, rules, regulations and contracts.

The minimum internal control mechanisms for the Board is to ensure the separation of duties are performing in accordance to the defined control environment of the association.

PART VII: Board Meetings

Quorum Requirements

In all regular or special board meetings, at least fifty percent (50%) of all members of the board plus one percent (1%) must be present and at least one (1) Independent Trustee in order to constitute a quorum. If no quorum is constituted, the meeting shall be adjourned until the requisite number of board members shall be present.

Regular and Special Meetings

The Board of Trustees shall meet regularly once every three months at the main office of 4K-MBA unless otherwise previously agreed upon by the members of the Board of Trustees. A special or emergency meeting of the Board of Trustees may be called by the President or the Secretary upon request of a majority of the incumbent members of the board and at least three (3) days notice to all members of the board. Notice of any meeting of the board is in writing.

Meeting through Electronic Device

The Board of Trustees are allowed to participate or even cast a vote during meeting through audio or video conferencing. They are still considered as present during the said meeting.

Members of the board who opt for this method must inform the President and the Secretary at least two (2) days prior to the scheduled meeting for the support staff to make all the necessary preparations needed, and to ensure that all reading materials needed by the board are received (minutes of the meeting, agenda etc.)

PART VIII: Board Appointments and Re-elections

The Board of Trustees shall be elected every three years by majority of its members during its annual meeting.

The independent trustee shall be appointed by the incumbent Board of Trustees. Notwithstanding the foregoing, for the duration that the Association is under conservatorship of the Insurance Commissioner, the independent trustee shall be appointed by, and shall serve at the pleasure of the Insurance Commissioner.

PART IX: Remuneration of the Members of the Board and Officers

The members of the Board shall not receive any salary but shall be entitled to gratuity, per diem and reimbursement of all necessary expenses incurred on account of attendance in committee and board meetings provided that all entitlement, benefit, emoluments received shall be subject to the approval by majority vote of the Board of Trustees.

PART X: Organizational Management (or MANCOM)

The Management stands as the center of decision-making for the day-to-day affairs of the organization. It determines the organization's activities by putting the targets set by the Board in concrete terms and by implementing basic strategies for achieving these targets.

Management is also responsible to the Board for implementing the infrastructure for the organization's success through the following mechanisms in its organization as set by the Board:

- A. Organizational structures that work effectively and efficiently in attaining the goals of the organization;
- B. Useful planning, control, and risk management systems that assess risks on an integrated cross functional approach;
- C. Information systems that are defined and aligned with an information technology strategy and the business goals of the organization;
- D. A plan of succession that formalizes the process of identifying, training and selection of successors in key positions within the organization.

The following key positions states their organizational functions:

1. The Compliance Officer

To ensure the Association's adherence to the guidelines on corporate governance set herein, the President of the Board shall designate a Compliance Officer. He shall have direct reporting responsibilities to the President of the Board/Governance Committee, and shall be tasked to perform the following duties:

- 1.1 Monitor compliance with the provisions and requirements of this Manual;

1.2 Determine violations of the Manual and recommend appropriate sanctions and/or penalties for violation thereof, for further review and approval of the Corporation's Board of Trustees;

1.3 Identify, monitor, and control compliance risks;

1.4 Appear before government agencies, if necessary; and

1.5 Annually attends Good governance training set by the Insurance Commission

1.6 Annually prepare and submit to the Office of the Insurance Commission (IC) a Corporate Governance Scorecard as required by the Code of Corporate Governance before deadline set by IC.

2. Chief Executive Officer

The General Manager of the association shall have the charge of the day to day operations of 4K-MBA, Inc. and exercise the following functions:

2.1 To execute all resolutions of the Board of Trustees.

2.2 To submit to the Board as soon as possible after the close of each fiscal year, and to the members of each annual meeting, a complete report of the activities and operations of the association for the fiscal year under his/her term.

2.3 To represent 4K-MBA Inc. in all functions and proceedings.

2.4 To appoint, remove, suspend or discipline employees of 4K-MBA Inc. prescribe their duties and determine their salaries subject to confirmation by the Board of Trustees.

2.5 To execute in behalf of 4K-MBA Inc. all contracts, agreements and other

instruments affecting the interest of 4K-MBA, Inc. which may require approval of the Board of Trustees unless otherwise directed by the Board.

2.6 To supervise and manage the business affairs and activities of 4K-MBA Inc. under the direction of the Chairman and the Board of Trustees.

2.7 To implement the administrative and operational policies of 4K-MBA, Inc.

2.8 To oversee the preparation of the budgets and the statements of accounts of the association.

2.9 To coordinate the work of the various operating divisions and services, maximize the productive inputs of their personnel and continually work to upgrade the quality of service to members.

2.10 To coordinate with the different standing committees of 4K-MBA, Inc.

2.11 To conduct such studies and submit recommendations to the Board of Trustees in matters related to investment, the use of facilities and development projects including the examinations of contracts entered into by 4K-MBA Inc.

2.12 To attend and render a report in the monthly meeting of the Board of Trustees.

2.13 To perform such other duties as are incident to his office or are entrusted to him by the Chairman and Board of Trustees. (As amended on March 16, 2013)

PART XI: External Auditor

The external auditor shall be appointed by the members at the annual general meeting. It is tasked to conduct an independent audit of the Group's financial statements and render an opinion thereof based on the results of the audit.

PART XII: Internal Auditor

The organization shall have in place an independent audit function, through which the organization's Board, senior management, and stockholders may be provided with reasonable assurance that its key organizational and procedural controls are effective, appropriate, and complied with. The Board shall appoint an Internal Auditor to carry out the audit function, and shall require the Internal Auditor to report to the Audit Committee that will allow the internal audit function to fulfil its responsibilities without impediment. The Internal Auditor operates independently, objectively and separately from other departments of the association.

PART XIII: Disclosure of Third Party Transactions and Other Conflict of Interest

Members of the Board ensures proper disclosure of all approved RPTs (Relating Personal Transaction) in accordance with applicable legal and regulatory requirements and confirmation by majority vote on the Annual General Meeting the Association's significant transactions with related parties.

PART XIV: Management Succession Planning

The Board, in coordination with the Corporate Governance Committee, shall ensure that the Association has in place an appropriate and updated succession planning for key executives to address emergency in the event of extraordinary circumstances and ensure continuity of operations

CHAPTER III: CODE OF CONDUCT AND ETHICS FOR TRUSTEES

The members of the Board have adopted the Code of Conduct and Ethics for Trustees. It describes the behavioral standards expected from a trustee so that he/she can better understand and meet the expectations and requirements of the organization and regulators.

Included in the Code are the standards of conduct for ensuring the proper discharge of the duties and responsibilities, basic principle that a trustee should not use his position to make profit or to acquire benefit or advantage for himself and/or his related interests, avoiding situations that would compromise his impartiality; maintaining professional integrity; enhancement of skills, knowledge and understanding of association activities, etc.

All employees and board of trustees are expected to observe the Association's Code of Ethics.

CODE OF ETHICS

The search for excellence begins within myself, to do the best in each of my conscious acts; must be a goal that as an individual must strive for, to bring meaning into my life and to give meaning to those who were touch by my existence. This is my code of ethics:

I should be proud of my job and the company I represent.

My constructive criticism should not be of people but of processes. They should be in truth and must be given in a friendly manner.

I commit to continuous search for efficiency of myself and of my department.

I should not abuse my position for personal gain or for self satisfaction.

I should stand firm where there is conflict of interest on the side that favors the company.

I should not use confidential information for private profit.

I should have genuine concerns with the problems and development of the people in my department. I should treat them fairly, humanely and lead by example. I should assure that all reasonable access and appeal to superiors are warranted.

I should deal fairly with my colleagues and will not ensure personal advantages at their expenses.

I admit the importance of proper communication and dissemination of information, especially when it affects the required performance of someone else.

I should at all time dress and attire myself in a manner befitting my position.

I should serve as an example for punctuality and commitment for others to follow.

I must strictly observe office hours and utilize it for productive purposes.

I am perfectly conscious of the code of ethics which I am expected to observe to the latter.

I am in search for EXCELLENCE. A search that nobody else can but only ME.

CHAPTER IV: WHISTLE BLOWING POLICY

The association is committed to the highest standards of openness, probity and accountability. An important aspect of accountability and transparency is a mechanism to enable employees and staff to voice concerns in a responsible and effective manner. It is a fundamental term of every contract of employment that an employee will faithfully serve his or her employer and not disclose confidential information about the employer's affairs. Nevertheless, where an individual discovers information which they believe shows serious malpractice or wrongdoing within the association then this information should be disclosed internally without fear of reprisal, and there should be arrangements to enable this to be done independently of line management (although in relatively minor instances the line manager would be the appropriate person to be told).

It should be emphasized that this policy is intended to assist individuals who believe they have discovered malpractice or impropriety. It is not designed to question financial or business decisions taken by the association nor should it be used to reconsider any matters which have already been addressed under harassment, complaint, disciplinary or other procedures. Once the "whistleblowing" procedures are in place, it is reasonable to expect staff and employees to use them rather than air their complaints outside the association.

Scope of Policy

This policy is designed to enable employees of the association to raise concerns internally and at a high level and to disclose information which the individual believes shows malpractice or impropriety. This policy is intended to cover concerns which are in the public interest and may at least initially be investigated separately but might then lead to the invocation of other procedures e.g. disciplinary. These concerns could include:

- Unlawful acts or orders requiring violation of a law, gross waste, mismanagement, abuse of authority, substantial and specific dangers to public health or safety;
- Failures to comply with statutory obligations in host countries, duty stations, or countries of assignment;

- Fraud, which means any act or omission, including a misrepresentation, that knowingly and recklessly misleads, or attempts to mislead, a party to obtain financial or other benefit or to avoid an obligation;
- Corruption, which means the offering, giving, receiving, or soliciting, directly or indirectly, anything of value to influence improperly the actions of another party;
- Misconduct, which means failure by Association's Personnel to observe the Association's rules of conduct or standards of behavior;
- Coercive practices, which mean impairing or harming, or threatening to impair or harm, directly or indirectly, any party or the property of the party to influence improperly the actions of a party;
- Collusive practices, which mean an arrangement between two or more parties designed to achieve an improper purpose, including influencing improperly the actions of another party; and
- Any other activity which undermines the Association's operations and mission.

Safeguards

1.1. Protection

This policy is designed to offer protection to those employees of the association who disclose such concerns provided the disclosure is made:

- in good faith; and
- in the reasonable belief of the individual making the disclosure that it tends to show malpractice or impropriety and if they make the disclosure to an appropriate person (see below). It is important to note that no protection from internal disciplinary procedures is offered to those who choose not to use the procedure. In an extreme case malicious or wild allegations could give rise to legal action on the part of the persons complained about.

1.2. Confidentiality

The Association will treat all such disclosures in a confidential and sensitive manner. The identity of the individual making the allegation may be kept confidential so long as it does not hinder or frustrate any investigation. However, the investigation process may reveal the source of the information and the individual making the disclosure may need to provide a statement as part of the evidence required.

1.3. Anonymous Allegations

This policy encourages individuals to put their name to any disclosures they make. Concerns expressed anonymously are much less credible, but they may be considered at the discretion of the association.

In exercising this discretion, the factors to be taken into account will include:

- The seriousness of the issues raised;
- The credibility of the concern; and
- The likelihood of confirming the allegation from attributable sources.

1.4. Untrue Allegations

If an individual makes an allegation in good faith, which is not confirmed by subsequent investigation, no action will be taken against that individual. In making a disclosure the individual should exercise due care to ensure the accuracy of the information. If, however, an individual makes malicious or vexatious allegations, and particularly if he or she persists with making them, disciplinary action may be taken against that individual.

Procedures for Making a Disclosure

On receipt of a complaint of malpractice, the employee who receives and takes note of the complaint, must pass this information as soon as is reasonably possible, to the appropriate designated investigating officer as follows:

- * Complaints of malpractice will be investigated by the appropriate Director unless the complaint is against the Director or is in any way related to the actions of the Director. In such cases, the complaint should be passed to the Chief Executive for referral.

- * In the case of a complaint, which is any way connected with but not against the Director, the Chief Executive will nominate a Senior Manager to act as the alternative investigating officer.

- * Complaints against the Chief Executive should be passed to the Chairman who will nominate an appropriate investigating officer.

- * The complainant has the right to bypass the line management structure and take their complaint direct to the Chairman. The Chairman has the right to refer the complaint back to management if he/she feels that the management without any conflict of interest can more appropriately investigate the complaint.

Should none of the above routes be suitable or acceptable to the complainant, then the complainant may approach one of the following individuals who have been designated and trained as independent points of contact under this procedure. They can advise the complainant on the implications of the legislation and the possible internal and external avenues of complaint open to them:

1 _____

2 _____

If there is evidence of criminal activity then the investigating officer should inform the police. The Company will ensure that any internal investigation does not hinder a formal police investigation.

Timescales

Due to the varied nature of these sorts of complaints, which may involve internal investigators and / or the police, it is not possible to lay down precise timescales for such investigations. The investigating officer should ensure that the investigations are undertaken as quickly as possible without affecting the quality and depth of those investigations.

The investigating officer, should as soon as practically possible, send a written acknowledgement of the concern to the complainant and thereafter report back to them in writing the outcome of the investigation and on the action that is proposed. If the investigation is a prolonged one, the investigating officer should keep the complainant informed, in writing, as to the progress of the investigation and as to when it is likely to be concluded.

All responses to the complainant should be in writing and sent to their home address.

Investigating Procedure

The investigating officer should follow these steps:

- * Full details and clarifications of the complaint should be obtained.

- * The investigating officer should inform the member of staff against whom the complaint is made as soon as is practically possible. The member of staff will be informed of their right to be accompanied by a trade union or other representative at any future interview or hearing held under the provision of these procedures.

- * The investigating officer should consider the involvement of the Company auditors and the Police at this stage and should consult with the Chairman / Chief Executive

- * The allegations should be fully investigated by the investigating officer with the assistance where appropriate, of other individuals / bodies.

- * A judgement concerning the complaint and validity of the complaint will be made by the investigating officer. This judgement will be detailed in a written report containing the findings of the investigations and reasons for the judgement. The report will be passed to the Chief Executive or Chairman as appropriate.

- * The Chief Executive / Chairman will decide what action to take. If the complaint is shown to be justified, then they will invoke the disciplinary or other appropriate Company procedures.

- * The complainant should be kept informed of the progress of the investigations and, if appropriate, of the final outcome.

- * If appropriate, a copy of the outcomes will be passed to the Company Auditors to enable a review of the procedures.

If the complainant is not satisfied that their concern is being properly dealt with by the investigating officer, they have the right to raise it in confidence with the Chief Executive / Chairman, or one of the designated persons described above.

If the investigation finds the allegations unsubstantiated and all internal procedures have been exhausted, but the complainant is not satisfied with the outcome of the investigation, the Company recognizes the lawful rights of employees and ex-employees to make disclosures to prescribed persons (such as the Health and Safety Executive, the Audit Commission, or the utility regulators), or, where justified, elsewhere.

CHAPTER V: MANAGEMENT SUCCESSION PLANNING

The Board, in coordination with the Corporate Governance Committee, shall ensure that the Association has in place an appropriate and updated succession planning for key executives to address emergency in the event of extraordinary circumstances and ensure continuity of operations

CHAPTER V: MEMBERS

PART I: Duties and Responsibilities of Member:

A member shall have the following duties and responsibilities:

- A. To obey and comply with the by-laws, rules and regulations that may be promulgated by the association from time to time;
- B. To attend all meetings that may be called by the Board of Trustees;
- C. To pay membership dues and other assessments of the association.
- D. To participate in the governance and to protect the fund of the association.
- E. Continuously give suggestions and comments on how to better run the association.

PART II: Rights of a Member

A member shall have the following rights:

- A. To exercise the rights to vote on all matter relating to the affairs of the association;
- B. To be eligible to any elective or appointive office of the association;
- C. To participate in all deliberations/meetings of the association;
- D. To avail of all the facilities of the association;
- E. To examine all the records or books of the association during business hours.

Voting Right

Members shall be entitled to one vote, and they may vote whether in person or by proxy which shall be in writing and filed with the Secretary of the association before the scheduled meeting.

Power of Inspection

All members shall be allowed to inspect association's books and records including minutes of Board meetings and performance reports in accordance with the Corporation Code, and shall be furnished with annual reports, financial statements, without costs or restrictions

Right to Information

The members shall be provided, upon request, with information about the organization's governance board members and partnerships made with other organization. The members shall have access to any information relating to matters for which the management is accountable. They shall also be allowed to propose items in the agenda of meetings, provided that the suggested item is valid, legitimate and related to the organization's business.

Other members' benefits

The MBA shall align unassigned surplus to the following: a) enhancing equity value; b) developing operating systems; c) research and development; d) member education and training; e) community development services, and f) product development.

PART III: Notice of Annual General Meetings (AGM)

The Board of Directors shall be transparent and fair in the conduct of the annual general meetings. The members shall be encouraged to attend personally or by proxy such meetings of the stakeholders in a place easily accessible to all members. They shall be given the opportunity to ask and receive answers to their questions relating to the organization. A summary of the questions asked and answers given will be included in the Minutes of the Annual General Meeting and posted on the MBA website. The rights of the members shall be promoted and impediments to the exercise of those rights shall be removed. An adequate avenue shall be provided for the members to seek timely redress for breach of such rights. Appropriate steps shall be taken to remove excessive or unnecessary costs and other administrative impediments to the members' participation in meetings whether in person or by proxy.

PART IV: Related party transactions by Directors and Key Executives

The directors and key executives shall be required to disclose their interest in transactions and any other conflict of interest in 4K-MBA.

4K-MBA shall seek the assistance of a committee of independent directors to review the materials and significant RPTs to determine whether they are in the best interest of 4K-MBA and their members.

PART I: The Role of Stakeholders

The corporate governance framework should recognize the rights of stakeholders established by law or through mutual agreements and encourage active co-operation between corporations and stakeholders in creating wealth, jobs, and the sustainability of financially sound enterprises.

1. The rights of stakeholders that are established by law or through mutual agreements are to be respected.
2. Where stakeholder interests are protected by law, stakeholders should have the opportunity to obtain effective redress for violation of their rights.
3. Performance-enhancing mechanisms for employee participation should be permitted to develop.
4. Where stakeholders participate in the corporate governance process, they should have access to relevant, sufficient and reliable information on a timely and regular basis.
5. Stakeholders, including individual employees and their representative bodies, should be able to freely communicate their concerns about illegal or unethical practices to the board and their rights should not be compromised for doing this.

PART II: Feedback and Grievance Policy for Stakeholders

Mechanism for Redress of Grievances

1. A policy that requires customer complaints to be taken seriously and outlines the steps to their investigation and resolution

2. A call hotline and text message system is implemented for customer complaints. A Facebook page and a website is also created for information dissemination, for queries and concerns and for complains.
3. All staff are trained to handle complains and follow proper procedures to resolve issues.
4. Flow chart – develop a process that outlines who is supposed to handle what and how complains are elevated (e.g. step-by-step processes for time frame of resolution)

MEMBERS

(Process of Handling Complains)

Complains from the partners with branch staff:

1. The branch staff of the partners are required to conduct area visitation, within the scope of their area of assignment, every week to handle customer concerns and queries.
2. Branch staff are also required to report once a week on their reporting office/branch to facilitate members' queries, payments, filing of claim and any other transactions related to the association.

Complains from the direct member catered by the Development Officer

1. The Marketing Development Officer can automatically handle the complains, queries and any other related inquiries by the members since once a month the MDO is collecting their payment.
2. If there are members who has a complain regarding their MDO, members were given an official number for them to call found on their passbook and receipts

PARTNER AGENT

(Process of Handling Complains)

1. To ensure safety and protection between the partners, a memorandum of agreement is made between the association and the partner agent. It is stated on the MOA the duties and responsibilities of the association and the partner agent.
2. Partner institutions affiliated to the association as collecting agent may asked and address directly their complains to the Executive Director in regards to procedures implemented by the association. Once a year, a re-orientation is done to all the partner agents to review new and old policies and procedures implemented, for the agents assigned in the field to give their feedbacks in regards to the product and services of the association.
5. Use information from complaints to inform and improve products and services and prevent future complaints

PART III: Role of the Association to the society

As part of the community, the association supports activities that are in line with the association's vision and mission. The association conducts medical mission to the areas served by the partner agent and the association, sports activities like walkathon, sponsoring a mass wedding event; conducts tree planting activities; and other activities that could help promote the association's advocacy.

ANNEX

ANNEX 1: ELECTION PROCESS

Notice of General Assembly

1. An ownership meeting per baranggay per area of operation is conducted 4-5 months prior to schedule of General Assembly. During the baranggay meeting, polices are being reviewed and study and a representative will be chosen to attend the district meeting. A proxy form will be given to the group and have the members signed on it. The proxy forms served as the number of votes that the district representative will represent during the election time.
2. The district meetings are attended by the representatives per baranggay. There will be an election for district representative- which will represent the area during the general assembly.

General Assembly with election:

1. Before the scheduled General Assembly the list of candidates will be posted on the Facebook page of the 4K-MBA, all district representatives will also be given an information about the candidates.
2. During the general assembly, all candidates will be presented to the assembly.

Process of Selection:

1. The 4K-MBA management and board will ask the partner institution (RBT BANK, ECG FOUNDATION, and other small coops) If they have members that they can recommend fitted to be a board of trustees.
2. The Account Officers from RBT BANK will give a letter of recommendation with the endorsement from the supervisor and manager; the other partner institution will give their endorsement letter to the 4K-MBA
3. When the 4K-MBA receives the endorsement letter- the audit together with the nomination committee head will conduct special screening of the nominated members.
4. The nomination committee will conduct their screening base on the criteria set by the board of trustees.

5. After the screening process, the secretary and the head of the election committee will release the official list of candidates with their background thru fb page, and a text brigade to all district representatives.

During Election:

1. The Election committee will prepare the election form and ballot boxes to be used during election
2. The election committee reviews the proxy forms submitted by the staff, the district representative, if all those who signed are active members
3. After all proxy forms are validated, the number of votes per representatives will be tallied and will be presented during the election time
4. The election committee will announce how many board members will be elected. It depends upon how many board members will end their term
5. During the general assembly, all candidates will be presented to the assembly.
6. The candidates will be given a time to introduce themselves to the district representatives and, for the representatives to hear their commitment to the association
7. The election committee will then distribute the election form to the representative
8. The representative will cast their vote, and put it in the ballot box provided.
9. After all the votes have been casted, the election committee will tally the votes manually in front of the representatives.
10. The members who has the number of votes will be the new board of trustees



4K- Mutual Benefit Association, Inc.

Sebastian Building Tiano-Echem St., Cagayan de Oro City

BOARD OF TRUSTEES PERFORMANCE APPRAISAL

Name: _____ Position: _____

Rating: _____

Assessment Criteria	Strongly Agree	Agree	Disagree	Strongly Disagree
	1	2	3	4
<i>Roles and Responsibilities</i>				
1. I know have full knowledge and understanding of my role and responsibilities as a board of trustees				
2. I understand the mission and vision of the association				
3. I understand each program/services of the association including the desired results from each.				
4. The structural pattern is clear to me (board, officers, committees, executive and staff)				
5. Effectively represents the organization to the community				
6. I am actively involved in any fund raising activities of the association.				
<i>Board Meetings</i>				
1. All board meetings are scheduled and announced				
2. Meeting materials are provided before meetings for members to review the materials in preparation for the upcoming meeting				
3. I regularly attend the scheduled board meeting				
4. I help in attending to policy related decisions which guide the activities of the board and senior staff				
5. I ensure that each topic on the agenda receives sufficient attention. If more time is needed for a topic,I will extend time				
<i>Board Policies</i>				
1. I am aware that the board has up-to-date, approved and implemented conflict-of-interest policy.				

2. I help in ensuring that the board policies are reviewed and updated as necessary.				
Boards Role on legal matters				
1. I help in ensuring that the association complies with all the licensing requirement mandated by law (taxes, IC licenses, etc.)				
Strategic Planning				
1. I make sure that I am able to participate in relevant and realistic strategic planning, at least annually.				
2. I join in monitoring the status of implementation of the strategic plan				
3. Strategic plan is communicated to all relevant stakeholders				
Boards role in oversight of programs				
1. All programs are aligned with the organization's mission				
2. Regularly monitors and evaluates progress toward strategic goals and each program's performance.				
Boards role in oversight of financial activities				
1. Receives accurate and timely reports on status of finances, including as compared to plans and conformance to relevant rules and regulations				
Board participation and morale				
1. I actively participate in Board activities				
2. We value and trust each other, and feel we can rely on each other to effectively perform our roles				
3. We operate in planful, proactive manner, rather than reactive, crisis-driven manner.				
Boards oversight of personnel management				
1. I regularly involve myself in evaluating the Chief Executive Officer				
2. Participates in approving comprehensive personnel policies				

RECOMMENDATIONS:

Ratee's Signature:

Rater's Signature



4K- Mutual Benefit Association, Inc.

Sebastian Building Tiano-Echem St., Cagayan de Oro City

COMMITTEE PERFORMANCE APPRAISAL REPORT

Name: _____ Position: _____

Rating: _____

Assessment Criteria	Strongly Agree	Agree	Disagree	Strongly Disagree
	1	2	3	4
1. Do we have the right people in the committee?				
2. Are we focused on the goals and objectives of the association				
3. Do we set clear expectations for management?				
4. Do we practice transparency among the committee members management and third parties				
5. Do we speak our minds				
6. Do we build consensus?				
7. Do we encourage and actively support continuing education relevant to our committee				
8. Do other board members not part of the committee received enough information to help them understand the decision of the committee				
9. Are we receiving the right amount of quality information from the management, external and internal auditors and external consultants				

RECOMMENDATIONS: _____

Ratee's Signature:

Rater's Signature
