



STA. ANA MULTIPURPOSE COOPERATIVE (SAMULCO)

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Minutes of the 56th Annual General Assembly of Sta. Ana Multipurpose Cooperative (SAMULCO) opens on March 20, 2024, through videoconferencing and resumes on March 30, 2024, at the SMX Convention Center, SM Lanang Premier, Davao City

Part I

The 56th Annual Regular General Assembly Meeting (ARGAM) of Sta. Ana Multipurpose Cooperative (SAMULCO) officially commenced at 5:00 p.m. The program was hosted by Mr. Murphy Enero and Mr. Warren Rex Manalo, who welcomed the participants via Zoom and reminded everyone to ensure their attendance during the first day and initial session of the assembly. The attendance link was made accessible through the Zoom chat box and live comments on the official SAMULCO Facebook page.

To encourage participation, members were also invited to complete the post-evaluation form after the first part of the ARGAM for a chance to win exciting prizes.

The program formally began with an invocation, followed by the singing of the Philippine National Anthem, and the recitation of the Cooperative Pledge, SAMULCO's Vision, Mission, and Core Values—setting a tone of unity and shared purpose.

Before transitioning to the business agenda, the hosts laid out the House Rules for the smooth conduct of the virtual assembly. Subsequently, the Chairperson of the Board, **Atty. Annabelle I. Opamin, CPA**, was introduced to deliver her Opening Remarks and Welcome Address, officially setting the assembly in motion.

The following were the significant points in the Chairperson's presentation:

- The Chairperson began by warmly acknowledging the presence of the Board of Directors, Officers, Management, Staff, and, most importantly, the valued members participating through the online platform.
- She expressed her pleasure in welcoming everyone to the 56th Annual Regular General Assembly Meeting (ARGAM), emphasizing that their presence signifies a strong commitment to SAMULCO's continuous growth and success.
- She commended the Management Team for their dedication and effort in ensuring the smooth and successful conduct of the 56th ARGAM.
- The Chairperson emphasized that this Assembly is a momentous occasion for SAMULCO and its members. It is a time not only to exercise one's right to vote anchored on the cooperative principle of one member, one vote, but also to reflect on past accomplishments, address current challenges, and plan for the cooperative's future.
- A key component of the ARGAM is the **election of a new set of officers**. The Chairperson underscored that effective leadership is vital to the cooperative's success. Strong leadership ensures operational efficiency, alignment with members' interests, and adherence to cooperative principles.
- She reminded everyone of the core values highlighted earlier in the program, particularly **God-centeredness, integrity, excellence** befitting a billion-dollar cooperative, **and a genuine commitment to serve SAMULCO**. These values are fundamental in choosing leaders who will uphold the cooperative's mission and vision.
- The Chairperson also drew attention to the upcoming presentation of proposed **amendments to the By-laws**. She encouraged members to review the proposals carefully and vote wisely, as these decisions will have lasting impacts on the cooperative's direction.
- Despite national challenges in 2024, SAMULCO recorded outstanding financial performance:

➤ **A Net Surplus of ₱109.4 million**

57 ➤ An **interest on share capital of 7.39%**
58 ➤ A **total asset increase to ₱2.5 billion**, reflecting a **12% growth**
59 • SAMULCO now operates **17 branches**, with 7 in Davao and others strategically located
60 across Mindanao. In 2024 alone, **three new branches** were opened—**two in**
61 **Cagayan de Oro** and **one in Koronadal**.
62 • In celebration of the **International Year of Cooperatives**, SAMULCO has launched
63 various community initiatives aligned with the global theme, "Cooperatives Build a
64 Better World."
65 • Membership has reached **48,625**, and for the **Dayong Program**, a total of **₱68.8**
66 **million** has been disbursed to beneficiaries, reaffirming the cooperative's commitment
67 to its social responsibility.
68 • In support of digital transformation, SAMULCO now offers **ATM services** and has
69 partnered with **NCCC through the "Ka-Partner Program,"** which members can
70 access at all NCCC outlets.
71 • A landmark achievement in SAMULCO's history is the recent **blessing and**
72 **inauguration of a new five-storey building**. Before proceeding to the main agenda,
73 the Chairperson highlighted this milestone as a symbol of the cooperative's collective
74 hard work, dedication, and the unwavering support of its members. The new facility is
75 designed to expand service capacity, offer more comfortable spaces, and enhance
76 service delivery.
77 • While celebrating accomplishments, the Chairperson also recognized the challenges
78 ahead. She stressed the importance of using this assembly as a platform to deliberate
79 solutions, make sound decisions, and reinforce the cooperative's foundation.
80 • All members were encouraged to actively participate in the discussions. **"Your voice**
81 **matters. Your contributions shape the future of SAMULCO,"** she emphasized.
82 Unity, cooperation, and shared values are key to achieving sustainable growth and
83 success.
84 • With that, the Chairperson formally **declared the 56th Annual Regular General**
85 **Assembly Meeting open**, expressing her optimism for a productive, engaging, and
86 inspiring session ahead.

87 **II. BUSINESS PROPER**

88 **CALL TO ORDER**

89 BOD Chairperson Annabelle I. Opamin called the meeting to order at exactly 05:00 pm local
90 time. Then, she asked for the declaration of quorum.

91 **PROOF OF DUE NOTICE and DETERMINATION OF THE QUORUM**

92 Acting Board Secretary Aireen L. Oxales is pleased to confirm the proof of due notices that
93 were dispatched to all the esteemed members ensuring wide spread awareness of the highly
94 anticipated 56th Annual Regular General Assembly (ARGAM) of SAMULCO. It brings great
95 satisfaction to acknowledge the collective efforts made in disseminating this crucial
96 information through all channels. This included local newspaper announcements,
97 advertisements, and text message alerts, notices distributed to branches, vibrant tarpaulin
98 displays, and updates on the official SAMULCO Facebook page. For this 56th General Assembly,
99 meticulous registration records indicate that out of 9,939 Members entitled to vote, a total of
100 6,466 METV registrants have been recorded as of 4:11 PM, representing 65% of the total
101 eligible voting members. With the current number of attendees at the 56th General Assembly,
102 which is 6,466 Members entitled to vote, the Acting Board Secretary is honored to declare to
103 the Honorable Madam Chair that the quorum requirement has been successfully met, marking
104 yet another milestone for SAMULCO's commitment to democratic participation and
105 cooperative governance.

106 Once again, as of 5:30 PM, the 56th General Annual Regular General Assembly was declared
107 in quorum.

108 The agenda has been presented on the screen and the Chairperson of the Board solicited a
109 motion from the online platform for the approval of the agenda.

110 **APPROVAL OF THE AGENDA**

111 On motion of Ms. Zenaida O. Saromines (CID No. 001-0062295-6, Panabo Branch), duly
112 seconded by Ms. Dhanylane Phole L. Serafica (CID No. 001-0043483-6, Monteverde Branch),
113 it was moved to adopt;

178 Under this memorandum circular, the conduct of a referendum is a valid mechanism for
179 approving amendments to the By-laws, provided that the approval is secured from two-thirds
180 (2/3) of the members with voting rights.

182 As a recap, during the 55th General Assembly Meeting held last year, a total of seven (7)
183 proposed amendments to the By-laws were presented before the general membership.
184 However, during that assembly, the proposed amendments did not garner the required
185 number of votes for approval.

186 The referendum was conducted from June 3 to November 30, 2024. Displayed on the screen
187 is the final result of the 2024 Referendum, reflecting the collective decision of the voting
188 members regarding the proposed amendments.

Results as of November 30, 2024:

Amendment Items:	Referendum 2024 (June 03, 2024 to Nov. 30, 2024)						TOTAL	"YES" Votes still needed
	ONLINE	MANUAL	YES	NO	YES	NO		
1. To conduct of the GA either: virtual, physical or combination	7,384	265	5,950	51	776	26	14,110	342
2. Associate member non-compliance within 2 years leads to termination (RA 9520).	5,992	1,429	4,948	417	605	197	11,545	2,043
3. Remove provision for Associate member attending general assembly (RA 9520).	5,409	1,794	4,890	425	674	128	10,973	2,347
4. For voting members: Comply with annual capital build-up requirement.	6,226	959	5,394	214	725	77	12,345	1,250
5. For voting members: Not delinquent in payments as of Dec 31 prior to ARGAM.	6,456	642	5,421	146	747	55	12,624	843
6. Board serves max three consecutive terms, then rests a year before re-election.	6,503	636	5,719	148	767	35	12,989	819
7. Contribute PHP 1,200 yearly for capital build-up.	5,225	1,864	4,935	880	693	109	10,853	2,853
								3,167

191 As reflected in the results, only Amendment Item No. 1**the mandatory amendment allowing
192 the conduct of the General Assembly in physical, virtual, or hybrid format, successfully passed
193 the referendum.

194 This amendment required the approval of at least two-thirds (2/3) of the 21,030 Members
195 Entitled to Vote (METVs) for 2024, which translates to 14,020 affirmative votes. The actual
196 number of votes cast in favor exceeded this requirement, thereby meeting the legal threshold.

197 As a result, Amendment No. 1 is officially adopted and incorporated into the Articles of
198 Cooperation and By-laws.

Presentation of Election Guidelines for ARGAM 2025:

199 The Vice-Chairperson of the Election Committee provided a detailed orientation on the voting
200 procedure for the upcoming election and referendum, highlighting the following key points:

Blended and Sequential Voting Process

201 Voting will be conducted using a blended and sequential approach.

202 ➤ **Blended voting** means members may vote either online using their personal gadgets
203 anytime, anywhere, or onsite by visiting SAMULCO's branches and satellite offices.

204 ➤ **Sequential voting** means that the voting period is fixed and follows a specific timeline.

Voting Schedule

213 The voting officially commences on March 21 at 8:00 AM and will conclude on March 30 at
214 12:00NN. A total of nine (9) expanded voting days has been allotted to ensure that all
215 members have ample opportunity to participate and elect the cooperative's new set of officers.

220 **Online Voting Instructions**

221 ➤ Members may vote using their own electronic devices anytime during the voting
222 period.

223
224 Once the Chairperson of the Election Committee officially declares the start of voting,
225 members may access the system.

226 ➤ A unique voting link will be sent to each member via SMS and email. This link will grant
227 access to the electronic voting system.

228 **Navigating the Electronic Voting System**

229 The system will display four (4) main buttons, each representing a specific voting category:

230 ➤ Board of Directors
231 ➤ Audit Committee
232 ➤ Election Committee
233 ➤ Proposed Amendments

234 For the Board of Directors, members may select up to five (5) candidates. Choosing fewer
235 than five is allowed, but the system will not accept over votes (i.e., selecting more than five).

236 To vote, click on the candidate's picture. Once highlighted, the candidate is officially selected.
237 You may click again to deselect or change your vote. After selection, be sure to click "Save"
238 to confirm your choices.

239 After saving, the system will proceed to the Audit Committee ballot, where you must choose
240 two (2) candidates, then save. Proceed to the Election Committee, select two (2) candidates,
241 and then save again.

242 **Voting on the Amendments**

243 The fourth button is for the Amendments, which includes ten (10) proposed items. These will
244 be explained in detail later by Dir. Gabutero.

245 For each item, you may vote "Yes" if you agree or "No" if you disagree.

246 The Vice-Chairperson emphasized the importance of participating in the amendment voting
247 process to ensure that the collective efforts toward organizational improvement are not
248 wasted. A 2/3 affirmative vote from members with voting rights is required for each proposed
249 amendment to be passed.

250 **Finalizing the Vote**

251 After reviewing all selections, click the "Cast My Vote" button. A prompt message will appear
252 confirming that your vote has been successfully submitted. A confirmation SMS or email will
253 also be sent to you, listing the candidates you selected.

254 **Onsite Voting Guidelines**

255 For members who prefer onsite voting, you may visit any of SAMULCO's branches or satellite
256 offices during the voting period.

257 Designated election deputies or tellers will be present at each voting site to guide and assist
258 members throughout the voting process.

259 Reminder: To Bring the RFID Card to ensure a smooth and efficient experience.

260 Upon arrival, simply tap the RFID on the provided scanner. Once tapped, the system will
261 automatically direct to the electronic voting platform, where one can begin casting his/her
262 vote. This process is designed to make voting quick, convenient, and secure for all members.

263 **Presentation of Candidates**

264 Today marks a significant milestone for the cooperative as members exercise their right to
265 vote—a vital democratic process that shapes the future of SAMULCO.

266 ELECOM Chairperson Tuble expressed her honor in officiating the electronic voting process,
267 emphasizing its importance in promoting transparency, accessibility, and efficiency. She

283 highlighted that this moment is not just about casting votes, but about making decisions that
284 will impact the cooperative's direction and leadership in the years ahead.

285 ELECOM Chairperson Table proceeded to introduce the official candidates for the following
286 positions:

- 287 • Board of Directors
- 288 • Audit Committee
- 289 • Election Committee

290 The candidates were presented through an audio-visual presentation. As each candidate's
291 profile was shown, they were called to step forward, allowing the members to recognize them
292 personally while their credentials and platforms were being displayed on screen.

293 This formal introduction set the tone for a thoughtful and informed voting process, reinforcing
294 the cooperative's commitment to responsible leadership and member engagement.

295 For this year's election, the following positions are open, with the corresponding number of
296 candidates and available seats:

300 There are five (5) candidates running for the position of Board of Directors, and all five will
301 be elected to the position. For the Audit Committee, there are three (3) candidates, but only
302 two (2) will be elected. As for the Election Committee, there are two (2) candidates, and both
303 will be elected.

304 **Amendments of the Articles and Cooperation and Bylaws**

305 Presented by Atty. Lilibeth D. Gabutero, CPA.

306 Director Gabutero was tasked to present the proposed amendments for this year and
307 earnestly encouraged all members to vote YES in favor of the changes. However, she
308 emphasized that if any member does not agree with the proposals, they are free to vote NO,
309 as it is their right as members. She assured everyone that the Board of Directors conducted
310 a thorough and comprehensive review of the By-laws. While there were many provisions
311 identified for potential amendment, only the ten (10) most significant proposals were selected
312 for this referendum.

313 In accordance with Article I, Section 1, Article XI of the SAMULCO By-laws, and pursuant to
314 Article 18 of Republic Act 9520 (The Philippine Cooperative Code of 2008), any amendment
315 to the Articles of Cooperation and By-laws may be adopted by at least two-thirds (2/3) of all
316 members entitled to vote (METV). Director Gabutero expressed hope that the required 2/3
317 majority will be achieved to successfully adopt the proposed amendments.

318 She also reminded everyone that this process is without prejudice to the right of any member
319 to withdraw their membership, as provided by the Philippine Cooperative Code. Members who
320 do not support the amendments are free to vote NO, and their right to dissent is fully
321 respected.

322 As to the effectivity of the amended provisions, they will only take effect once the 2/3 vote
323 requirement is met and the amendments are submitted to and approved by the Cooperative
324 Development Authority (CDA). Only then can the newly amended By-laws be officially
325 implemented.

326 Director Gabutero recalled that in 2019, the General Assembly had already approved certain
327 amendments to the By-laws. However, due to the global challenges brought about by the
328 pandemic, the required 2/3 vote was only reached on November 30, 2023. Since then, the
329 2019 amended version has been in use. Unfortunately, in its implementation, several issues
330 and challenges emerged.

331 Thus, for 2025, the current Board of Directors is appealing to the General Assembly to
332 consider and vote on the proposed revisions to address these challenges and further
333 strengthen the governance and operations of the cooperative.

#	From	To
	Article II. Membership	
	Section 2. Qualification for Membership	
	Regular Members	
a.	xxx	

	b. xxx c. xxx d. xxx	
1	e. Provided that he/she does not exceed 70 years old upon date of application for regular membership	Provided that he/she does not exceed 65 years old upon date of application for regular membership
Section 6. Minimum Share Capital Subscription		
2	<p>xxx</p> <p>However, no regular member shall own or hold more than ten percent (10%) of the total subscribed share capital of the Cooperative.</p> <p>The Board of Directors shall issue membership certificate and subscription agreement with such terms and conditions as may be deemed equitable.</p>	<p>However, no regular member shall own or hold more than ten percent (10%) of the total subscribed share capital of the Cooperative.</p> <p>The Board of Directors shall issue membership certificate and subscription agreement with such terms and conditions as may be deemed equitable.</p> <p>Furthermore, no member shall subscribe and pay more than 10,000 shares within a period of one (1) calendar year.</p>
Section 12. Manner of Involuntary Termination		
3	<p>The Board of Directors shall notify in writing the member who is being considered for termination and shall give him/her the opportunity to be heard.</p> <p>The written decision of the board of directors shall be communicated in person or by registered mail to said member and is appealable within thirty (30) days from receipt thereof to the General Assembly or Appeal and Grievance Committee/Membership Committee, as the case may be, whose decision shall be final.</p>	<p>The Board of Directors shall notify either: in writing, or in any acceptable electronic format, the member who is being considered for termination and shall give him/her the opportunity to be heard.</p> <p>The written decision of the board of directors shall be communicated, in person or by registered mail or in any acceptable electronic format, to said member and is appealable within thirty (30) days from receipt thereof to the General Assembly or Appeal and Grievance Committee/Membership Committee, as the case may be, whose decision shall be final.</p>
Article IV BOARD OF DIRECTORS		
Section 3. Disqualifications		Section 4. Disqualifications
4		<p>r) Having been removed from office due to violation of the Code of Governance and Ethical Standards</p>
5		<p>s) No two (2) or more persons with relationship up to the third degree of consanguinity or affinity shall serve as elective or appointive officers. Likewise, husband and wife are prohibited to serve as elected or appointed officers.</p>
Sections 4,5,6,7,8,9,10,11 will be numbered to Sections 5,6,7,8,9,10,11,12 respectively		
ARTICLE V COMMITTEES		
6	<p>Section 1. Audit Committee. An Audit Committee is hereby created and shall be composed of three (3) members to be elected</p>	<p>Section 1. Audit Committee. An Audit Committee is hereby created and shall be</p>

	during a general assembly meeting and shall hold office for a term of two (2) years or until their successors shall have been elected and qualified.	composed of five (5) members to be elected during a general assembly meeting and shall hold office for a term of two (2) years or until their successors shall have been elected and qualified.
7		Sec. 2. Special Qualification. All members of this committee must be a graduate of any accountancy course, provided that the Chairperson is a Certified Public Accountant.
	Section 2....	Section 3....
8	Section 3. An Election Committee is hereby created and shall be composed of three (3) members to be elected during a general assembly meeting and shall hold office for a term of two (2) years or until their successors shall have been elected and qualified.	Section 4. An Election Committee is hereby created and shall be composed of five (5) members to be elected during a general assembly meeting and shall hold office for a term of two (2) years or until their successors shall have been elected and qualified.
9		Section 5. Special Qualification. A member of the Election Committee must have knowledge in election laws and in handling election disputes
ARTICLE VII CAPITAL STRUCTURE		
Section 2. Continuous Capital Build up		
10	a At least Two Hundred Pesos Only (P 200.00) every year or as prescribed by the Board of Directors;	At least Six Hundred Pesos Only (P 600.00) every year or as prescribed by the Board of Directors;

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343

Open Forum on Proposed Amendments

344 During the open forum, Ms. Nelly Esperanza (CID No. 001-0064279-8, Monteverde Branch) ,
 345 a member of the General Assembly, raised a thoughtful and important question regarding the
 346 proposed amendments, specifically the first amendment, which seeks to decrease the age
 347 requirement for regular membership from 70 to 65 years old.

348

349 Ms. Esperanza recalled that one of the guiding principles of cooperatives is inclusivity. Her
 350 first question focused on whether other cooperatives in the region are implementing the same
 351 policy, i.e., decreasing the age of membership, and if this is considered a best practice. Her
 352 second concern was rooted in the cooperative's strong support for gender and development
 353 (GAD), which promotes non-discrimination based on age, sex, and other factors. She
 354 emphasized that SAMULCO has long been a champion of inclusive practices, and she
 355 expressed concern that lowering the age threshold might deprive capable and willing older
 356 individuals from becoming members.

357

358 She questioned the basis for the proposed change, asking whether it is aligned with existing
 359 cooperative laws and frameworks, and sought clarity on whether this move is in line with
 360 regional cooperative trends and statistics that would support such an amendment.

361

362 In response, Director Gabutero sincerely thanked Ms. Esperanza for raising such a relevant
 363 and insightful concern. She explained that the rationale behind lowering the age limit to 65 is
 364 quite basic and centered on fairness, to equalize the availment of cooperative benefits among
 365 members.

366 However, Ms. Esperanza respectfully disagreed with this reasoning, suggesting that if the goal
367 is to ensure fairness in the distribution of benefits, there are alternative approaches that do
368 not involve changing the age requirement. She reiterated her stance that age should not be
369 a limiting factor, especially since many members aged 70 and above remain capable and
370 continue to contribute meaningfully to the cooperative.

371 Ms. Esperanza emphasized that if some benefits (such as the Dayong program) are no longer
372 available to older members, this should not disqualify them from membership, especially if
373 they still wish to participate and support the cooperative's mission.

375 Acknowledging the validity of her concern, Director Gabutero noted that this is precisely why
376 the proposed amendments were returned to the General Assembly, to let the collective voice
377 of the members decide. The amendment will only take effect if at least 2/3 of the members
378 with voting rights agree. Otherwise, the current provision setting the age at 70 will remain in
380 force.

381 In closing, Ms. Esperanza affirmed her support for the democratic process, stating that she
382 respects the collective decision of the General Assembly, whatever the outcome may be.

384 Another concern was raised by Ms. Larry Russel from the Puan Branch, specifically regarding
385 the proposed amendment to lower the age requirement for regular membership from 70 to
386 65 years old.

388 She asked: *"If a member is already an associate member and the amendment is approved to
389 set the age limit at 65, can that existing associate member still be converted to a regular
390 member, even if they are already at or beyond the age threshold?"*

392 Director Gabutero responded that yes, for now, existing associate members may still be
393 converted to regular members under the current By-laws, as the proposed amendment has
394 not yet taken effect. However, once the amended By-laws are approved and recognized by
395 the CDA, the new age qualification will apply moving forward. The proposed change
396 specifically applies to new applicants for regular membership, not retroactively to current
397 associate members.

399 She strongly advised associate members who are eligible under the current provisions to
400 apply for regular membership as soon as possible to avoid potential issues should the
401 amendment be ratified and implemented in the future.

403 **Declaration of the 56th General Assembly Election 2025**

404 At this point, the Chairperson of the Election Committee, Ms. Erlinda M. Tuble, was called to
405 formally declare the opening of the voting process.

407 ELECOM Chairperson Tuble officially declared the voting open at 6:58 PM. However, she
408 clarified that the actual casting of votes will commence on March 21, 2025, at 8:00 AM and
409 will run until March 30, 2025, at 12:00 NN. Members are encouraged to vote within this nine-
410 day period, either online or onsite, as per their convenience.

412 Following the declaration, Chairperson Opamin formally concluded Part 1 of the 56th General
413 Assembly at 7:00 PM.

415 She reminded all members that while the voting period is ongoing, important materials and
416 reports can be accessed and downloaded through the official SAMULCO website, allowing
417 members to review key information at their own time.

419 Before closing, she extended her gratitude to all members for their active participation and
420 presence. She expressed hope to meet everyone again, either physically at the SMX
421 Convention Center or virtually, for the continuation of the General Assembly.

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431 **Part II**

432
433 By virtue of the authority vested in the Chairperson of the Board, she hereby calls to order
434 and resumes the second part of the Business Proper of the 56th Annual Regular General
435 Assembly Meeting (ARGAM) at 08:44 AM.

436
437 She further announced that, as of 08:40 AM, the total number of METV registered participants
438 stands at 8,249.

439
440 **Approval of the 55th Annual General Assembly Minutes**

441
442 On motion of Mr. Jose P. Castillo (CID No. 01-0000247-6, Monteverde Branch), duly seconded
443 by Mr. Jose R. Narajos (CID No. 0001-0080704-3, Matina Branch), it was moved to adopt;

444 **GENERAL ASSEMBLY RESOLUTION NO. 002-2025**

445
446 **RESOLUTION DISPENSING THE READING AND CONFIRMATION OF THE**
447 **MINUTES OF THE 55TH ANNUAL REGULAR GENERAL ASSEMBLY MEETING**

448
449 RESOLVED, AS IT IS HEREBY RESOLVED, to dispense with the reading of the minutes of the
450 55th Annual Regular General Assembly Meeting (ARGAM) and to proceed directly to the
451 consideration of corrections, clarifications, and business arising therefrom.

452
453 **APPROVED**

454 **Reading of the 55th Annual General Assembly Minutes, Business Arising therefrom,**
455 **and corrections**

456
457 Member Ma'am Maria Derma Fe Obiso (CID No. 0001-00001582-5, Matina Branch) raised an
458 inquiry regarding line 371 page 7 of the minutes, specifically questioning the age qualification
459 limit for elective positions. She observed that the existing By-laws stipulate that only
460 members up to 70 years old are qualified to run for elective positions. She further noted that
461 while this matter was previously discussed, it was not included in the proposed By-laws
462 amendments for this year. Her concern was: Why is the age limit set at 70, and why was the
463 qualification for elective positions not part of the amendments, particularly since the focus
464 appears to have been on membership qualifications only? She suggested that the elective
465 position should not be limited to those below 70 years old emphasizing inclusivity and fairness.

466
467 Dir. Gabutero, Chairperson of the Committee on Amendments, was asked to respond. She
468 explained that the proposed amendments for this year did not cover the age requirement and
469 clarified that the current provisions do not disqualify members above 70 from being appointed
470 to positions. The decision on appointive positions lies with the Board of Directors, and there
471 is no age restriction for such appointments.

472
473 Member Obiso clarified that her concern specifically referred to elective positions, and
474 reiterated that members aged 70 and above are currently disqualified from running for such
475 posts. She expressed disappointment that this issue, although previously raised, was omitted
476 from the proposed amendments.

477
478 The Chairperson of the Board acknowledged the oversight and apologized for failing to include
479 the matter in the amendment proposal. She assured the body that the concern would be
480 referred to the next set of officers for consideration in the next cycle of By-laws amendments.

481
482 Member Obiso accepted the apology but stressed the importance of being sensitive to age-
483 related qualifications, noting that many 70-year old and above remain active, capable, and
484 committed to serving the cooperative.

485
486 The Chairperson further admitted that while the issue was previously discussed in the Board
487 Room, the majority of the Board members favored maintaining the age limit below 70. She
488 added that if the General Assembly deems this matter significant, a motion may be raised to
489 formally include it in future By-laws amendment discussions.

490

491 Member Jose R. Narajos then moved that the age requirement for both elective and appointive
492 officership be amended from the current limitation – 70 years old to no age limit, provided
493 that those who will serve are mentally and physically fit to perform their duties.
494 Member Eduardo Alagao (CID No. 0001-0075807-0, Matina Branch) seconded the motion and
495 also requested that the Minutes of the Meeting be distributed to members at least one week
496 before the General Assembly.

497 The Board of Directors and Management responded that while they aim to release GA
498 documents in advance, there are occasional uncontrollable delays, such as printing press
499 schedules and late submission of reports. In an effort to address these concerns, three
500 booklets were prepared for the Souvenir Program to help expedite the distribution.
501 Nonetheless, CEO Ricabo assured the members that once the reports were finalized, they
502 were uploaded to the official website at least two weeks before the General Assembly. He
503 encouraged members to regularly check the website, noting that complete GA reports were
504 made available online, although not in printed form.

505 Member Daisy T. Obero (CID No. 0001-0006892-3, Monteverde Branch) objected to the
506 motion to remove the age limit. She clarified that her objection was not based on age
507 discrimination, but rather on the practical demands of serving as an officer. She emphasized
508 the importance of mental alertness, decision-making capabilities, and active participation,
509 particularly during financial discussions at the Board level. She expressed concern that aging
510 may affect cognitive sharpness, which is critical during meetings.

511 Member Obero pointed out that based on observations from lakbay-arat visits to other
512 cooperatives, the age cap of 70 is a common best practice, adopted widely across the
513 cooperative movement.

514 Member Damiano I. Alolor (CID No. 0001-0075601-6, Matina Branch) expressed his support
515 for the idea that senior citizens who are willing and able to serve the cooperative should be
516 recognized. However, he emphasized that serving as an officer of the cooperative is a
517 demanding responsibility, particularly in ensuring the sustained growth and financial stability
518 of the organization. He noted that while no officer is perfect, the success and future of the
519 cooperative lie in the competence, capability, and track record of those elected.

520 He stated that interest alone is not enough to qualify someone for an elective position. It is
521 essential that candidates possess relevant experience, as experience brings valuable insights
522 and understanding that contribute meaningfully to the cooperative's development. He warned
523 that without the necessary capacity or qualifications; an officer may fall short in addressing
524 the concerns of members and fulfilling the duties of the position.

525 Mr. Alolor further emphasized that the cooperative is entrusted with members' hard-earned
526 money, and therefore, each member must exercise sound judgment by electing officers who
527 demonstrate a proven ability to lead effectively. The role of a Board member is not merely
528 honorary—it requires strategic decision-making, accountability, and performance.

529 In response, the Chairperson of the Board expressed her agreement with Member Alolor's
530 statement, noting that SAMULCO is no longer a small or simple organization, but rather a
531 billion-dollar cooperative with 17 branches and satellite offices across Mindanao. As such, the
532 cooperative must be led by individuals who are not only dedicated and service-oriented but
533 also highly competent, visionary, and capable of steering SAMULCO toward continued growth
534 and excellence.

535 There being an objection to the motion, the Chairperson proceeded for a Division of the House
536 through a formal vote.

537 In favor to the motion of no age limit: 14 on the floor,
538 Not in favor: majority unanimous

539 Given that the majority of the members of the General Assembly voted against the motion to
540 remove the age limit qualification for elective officers, the motion was not carried.

541 On motion of Ms. Daisy T. Obero, duly seconded by, Ms. Bernardita Garzon (CID No. 0001-
542 0039243-0, Monteverde Branch) and Ms. Estrella P. Sur (CID No. 0001-0003558-3,
543 Monteverde Branch), it was moved to adopt;

GENERAL ASSEMBLY RESOLUTION NO. 003-2025
RESOLUTION APPROVING THE 55TH ANNUAL REGULAR GENERAL ASSEMBLY
MINUTES

RESOLVED, AS IT IS HEREBY RESOLVED, to approve the 55th Annual Regular General Assembly Minutes, as presented.

APPROVED

Consideration of Report

Report of the Joint Board & Management Report (see pages 4-18 of the Souvenir Program)

Today, the 56th Annual Regular General Assembly Meeting (ARGAM) coincides with the celebration of the *International Year of Cooperatives* as declared by the United Nations. It is also the 207th birth anniversary of Friedrich Wilhelm Raiffeisen, the renowned priest and founding father of the cooperative movement in Europe.

Key Highlights:

- SAMULCO faced a 23% attrition rate due to employee resignations. Many staff have opted for higher-paying jobs, more flexible schedules as Virtual Assistants, or opportunities abroad. This is a global challenge, and SAMULCO is not exempt from it.
- Loan delinquency dropped significantly—from **10.79%** in 2023 (**₱160 million**) to **6.3%** in 2024 (**₱102 million**), indicating effective collection strategies.
- Overall, SAMULCO recorded a total income of **₱109.4 million** by the end of 2024.
- Loans released increased by **20%**, from **₱1.8 billion** to **₱2.17 billion**.
- Total savings and time deposits rose from **₱1.23 billion** to **₱1.35 billion**, marking a **9%** growth.
- Member share capital increased from **₱690 million** to **₱735.3 million**—a **90% growth**, reflecting strong member confidence and continued investment.
- SAMULCO welcomed **3,407 new members**, an **8% increase** from the previous year, bringing total membership to **48,627** and nearing the **50,000** milestone.
- New satellite offices were established in **Cogon** and **Carmen (Cagayan de Oro)**, and in **Koronadal (South Cotabato)**.
- SAMULCO targets to establish **10 additional satellite offices** over the next five years, with two more offices opening soon. Expansion to **Visayas and Luzon** is also envisioned.
- SAMULCO's reach extends beyond Mindanao, with members based in Luzon and even abroad.
- Expenses increased partly due to adjustments in accounting policy. General Assembly (GA) expenses are now recorded based on actuals rather than being accrued.
- Additional expenses were also incurred from hiring for key positions to support SAMULCO's operational expansion.
- A total of **₱68.8 million** in benefits was disbursed in 2024:
 - For **371 deceased members** under the Dayong Program
 - Donations to **15 non-Dayong members**
An ongoing study to enhance and expand the Dayong Program is being conducted and will be presented by one of the Directors.
- The **NCCC Ka-Partner Card** has replaced the SAMULCO Buying Club.
 - **3,186 Ka-Partner Cards** were issued
 - Usable at all NCCC outlets: HB1, Hardware Max, bakery, supermarket, and department store
Additional credit lines may apply, particularly for sari-sari store owners.
- A total of **₱3.4 million** was allocated for social development projects including:
 - Brigada Eskwela, SAMULCO Scholarship Program, Ayuda sa Kalamidad
 - Tree Planting and Environmental Programs
Support to nearly **200 communities**, reaching almost **5,000 individual beneficiaries**
Support to **1 micro-cooperative** through the Cooperative Academic Program
- SAMULCO received multiple recognitions including:
 - **NATCCO Awards** for meeting International Financial Standards for Savings and Credit Cooperatives
 - **Solvency Award** and **APPEAL Rating Award**

- Commendations from **DepEd**, **DOLE**, and other agencies for community development efforts.
- **Digital Transformation:**
 - Implementation of **RFID registration** to reduce queuing time.
 - Plans underway to use RFID for multiple transactions.
 - **ATM services** to be restored, enabling direct crediting of loan proceeds.
 - By **2nd or 3rd quarter**, members will be able to apply and process loans entirely online, eliminating the need for physical visits.
- **Education and Livelihood Programs:**
 - The Education Committee rolled out a **comprehensive program** for officers, employees, and members.
 - A series of **livelihood training programs** are scheduled to cater to member needs.
- **Operational Reports:**
 - **Pages 6–7:** Key operational results with narrative summaries
 - **Page 8:** Bar graphs representing financial performance
 - **Page 9:** Pie chart showing income breakdown and loan portfolio by product
 - **Page 10:** 2024 Operational Highlights at a glance (assets, deposits, loans, net surplus)
 - **Member-Focused Metrics:** New members, Dayong benefits, new branches, education programs, and environmental efforts (2,611 hardwood trees planted in the Ecofarm)
 - **Page 11:** Social Development Program and Community Development Fund
 - **Page 12:** Consolidated Dayong Fund Statement (**₱34 million** balance as of 2024)
 - **Page 13:** Deceased statistics by age and gender bracket—2024 shows more female than male deaths
 - **Pages 14–17:** List of deceased members and corresponding net benefits
 - **Page 18:** *Baskug 365* Program generated **₱6.6 million** income in 2024
- Continued partnerships with local government units (LGUs) and communities
- Referendum successfully conducted last year
- Completion of **Phase 1** of the SAMULCO Building
- Elevator installation is now operational

The CEO formally concludes the 2024 Accomplishment Report, reflecting SAMULCO's continued commitment to growth, digital innovation, financial stewardship, and cooperative values.

On motion of Mr. Antonio Emberda (CID No. 001-0021833-8, Monteverde Branch), duly seconded by Mr. Casiano P. Rebucas (CID No. 001-000246-6, Monteverde Branch), it was moved to adopt;

GENERAL ASSEMBLY RESOLUTION NO. 004-2025

RESOLUTION ACCEPTING THE REPORT OF THE JOINT BOARD AND MANAGEMENT REPORT

RESOLVED, AS IT IS HEREBY RESOLVED, to accept the Joint Board and Management Report, as presented.

APPROVED

Proposed 5-year Strategic Plan

**Proposed 5-year Strategic
(see pages 20-23 of the Souvenir Program)**

- On page 20 of the document, SAMULCO presents its five-year Strategic Roadmap, structured using the Balanced Scorecard framework. At the very bottom of the roadmap are the core values of SAMULCO, which serve as the foundation of the entire strategic plan. These values guide the cooperative's direction and decision-making for the next five years.
- At the upper part of the roadmap are the strategic initiatives that have been identified as priorities. These include organizational development, technological innovation and advancement, physical infrastructure enhancement, standardization of systems and procedures, member benefits, and training and development. These initiatives serve as the basis for SAMULCO's future plans and activities over the next five years.

679 ➤ Above these initiatives is the strategy map, which outlines the strategic objectives
680 aligned with the four perspectives of the Balanced Scorecard. These perspectives
681 include the members and stakeholders, financial, internal business processes, and
682 organizational capacity.
683 ➤ Under the organizational capacity perspective, SAMULCO aims to become a champion
684 of good governance, enhance organizational competencies for optimal use of
685 technology, and improve its image and branding. These efforts are expected to result
686 in improved policies and procedures, strengthened compliance, and enhanced service
687 quality and operational efficiency. As a result, SAMULCO hopes to improve member
688 protection and resource allocation, achieve greater financial stability, and ultimately
689 strengthen community engagement and public trust. These impacts are expected to
690 increase member loyalty and patronage, contributing to the overall improvement of
691 members' lives.
692 ➤ In addition, there have been changes to SAMULCO's Mission and Vision statements.
693 The revised mission is "To be a trusted and reliable cooperative that provides needs-
694 based products and services to improve the socio-economic well-being of members
695 and the community." Meanwhile, the former vision, which stated "Members enjoy
696 better quality of life," has been updated to "A resilient cooperative of empowered
697 members building sustainable goals."
698 ➤ Finally, pages 21 to 23 of the document present a more detailed version of the strategic
699 plan. These pages outline the objectives, strategic goals, performance indicators, key
700 result areas, and the annual targets to be achieved within the five-year timeframe.
701 This comprehensive plan will guide SAMULCO's efforts in delivering on its mission and
702 achieving sustainable growth.

703 On motion of Mr. Jose P. Castillo (CID No. 001-0000247-6, Monteverde Branch), duly
704 seconded by Ms. Maria Lilibeth S. Pagaran (CID No. 001-0015527-4, Monteverde Branch), it
705 was moved to adopt;

706 **GENERAL ASSEMBLY RESOLUTION NO. 005-2025**

707 **RESOLUTION APPROVING THE STRATEGIC PLAN FOR THE YEAR 2026-2030**

710 **WHEREAS**, the Board of Directors and the Management of Sta. Ana Multipurpose Cooperative
711 (SAMULCO) conducted its Strategic Planning Session on January 3-5, 2025;

713 **WHEREAS**, the said planning activity was undertaken to set the cooperative's long-term
714 vision, mission alignment, and strategic directions to strengthen organization growth,
715 operational efficiency, member services, and sustainability;

717 **WHEREAS**, the output of the planning session shall serve as the Strategic Plan of SAMULCO
718 for the period 2026-2030, which outlines the cooperative's goals, strategic priorities, key
719 result areas, and corresponding programs and initiatives;

721 **WHEREAS**, the Board recognizes the importance of adopting a forward-looking and inclusive
722 strategy to effectively respond to emerging challenges, seize opportunities, and continue
723 delivering value to its members, and finds it necessary to present this plan to the General
724 Assembly for final approval.

726 **NOW THEREFORE**, on motion duly seconded, it is **RESOLVED**, as it is hereby RESOLVED,
727 to approve and adopt the Strategic Plan of SAMULCO for the years 2026-2023.

729 **APPROVED**

731 Member Daisy T. Obero suggested that the Strategic Plan be updated annually. She
732 emphasized the importance of keeping the General Assembly informed about the current
733 status of the Strategic Plan. In this regard, she expressed hope that Management could
734 provide an annual report on the progress and implementation of the Strategic Plan during the
735 General Assembly.

737 **Annual Target for 2025**

738 (see page 24 of the Souvenir Program)

739
740 For the year 2025, the Board and Management are proposing a target Net Surplus of **₱123**
741 **million**, which reflects a **12% increase** from the 2024 accomplishment. In 2024, the
742 cooperative achieved a Net Surplus of **₱109 million**, slightly below the original target of
743 **₱118 million**.

744 To reach the proposed target for 2025, the cooperative projects a **total revenue of ₱372**
745 **million**. This will primarily come from credit operations, income from investments in banks,
746 and returns from *Baskug 365*. Additionally, any unused or expired portion of certain funds
747 will be reverted to the members as income or revenue by year-end.

748
749 On the expense side, there is a proposal to increase personnel costs from ₱65 million in 2024
750 to ₱104 million in 2025. This increase accounts for the planned opening of three (3) satellite
751 offices, which will require eighteen (18) personnel, and the creation of two (2) new managerial
752 positions to head the Membership Department and Compliance.

753
754 Despite the increase in operating costs, the cooperative projects a Net Surplus of ₱123 million
755 for 2025, reflecting the organization's growth strategies and continued operational efficiency.

756
757 On motion of Ms. Bernardita G. Garzon, duly seconded by Ms. Daisy T. Obero, it was moved
758 to adopt;

GENERAL ASSEMBLY RESOLUTION NO. 006-2025

RESOLUTION APPROVING THE CONSOLIDATED TARGET/BUDGET FOR 2025

761
762 **WHEREAS**, the Board of Directors and Management have jointly reviewed and consolidated
763 the proposed financial and operational targets of SAMULCO for the year 2025;

764
765 **WHEREAS**, the cooperative is proposing a Net Surplus target of **₱123 Million** for 2025,
766 representing a **12% increase** from the 2024 actual accomplishment of ₱109 Million;

767
768 **WHEREAS**, the General Assembly, upon due considerations, finds the proposal acceptable
769 and aligned with the cooperative's goals and priorities;

770
771 **NOW THEREFORE, BE IT RESOLVED, AS IT IS HEREBY RESOLVED**, that the General
772 Assembly approves the Consolidated Target/Budget for 2025, including the Net Surplus goal
773 of 123 Million, projected revenue, and corresponding expense allocation.

774
775 **RESOLVED FURTHER**, that Management is hereby directed to implement and closely monitor
776 the approved targets and regularly report the progress to the Board and during the Annual
777 General Assembly.

778
779 **RESOLVED FINALLY**, that this resolution be recorded as part of the official proceedings of
780 the General Assembly.

APPROVED

781
782 Member Antonio A. Emberda sought clarification regarding the proposed personnel cost
783 budget of **₱104 Million** for 2025, noting that it reflects a **41% increase** from the ₱65 Million
784 budget in 2024. However, upon reviewing the **employee benefits** component, he observed
785 a **more than 50% increase**, which exceeds the general personnel cost growth. He requested
786 further explanation on this discrepancy.

787
788 In response, Chief Finance Officer (CFO) Joseph Anthony Alaba clarified that the computation
789 for employee benefits is based on a **100% target achievement assumption**. Specifically,
790 the projection includes the provision of a 15th-month pay, which is performance-based and
791 subject to the cooperative meeting its annual financial targets. He noted that in 2024, the
792 cooperative did not meet its target; therefore, only **80% of the annual budgeted benefits**
793 were released. The same approach was applied in the previous year, wherein employee
794 benefits were fully computed at 100% based on the probability of meeting or exceeding the
795 set targets.

800 Additionally, the CFO explained that certain performance-based benefits are allocated to
801 collectors, branch staff, and credit and collections personnel. These benefits are included in
802 the initial computation but are forfeited if the cooperative fails to meet its targets. This
803 methodology accounts for the higher projected figure in employee benefits, despite the
804 historical under-utilization in cases of unmet goals.

805 A follow-up question was raised regarding whether the increase in employee benefits was
806 conservative enough, considering that the 2024 initial budget was not fully utilized. The
807 concern was whether the projected increase in salaries and wages might fall short of actual
808 performance.

810 In response, the Chairperson emphasized that the current computation already reflects the
811 maximum projected budget, based on the assumption that the cooperative will achieve its
812 Net Surplus target for 2025. She reiterated that if the cooperative meets its performance
813 goals, a full 100% remuneration will be granted as part of the employee benefits, justifying
814 the basis of the projection.

815 Member **Evangeline Cristobal** (CID No. 0001-0018037-1, Monteverde Branch) sought
816 clarification regarding the **₱11 Million proposed budget for member benefits**. She
817 inquired about the specific plans and programs intended for the cooperative's members under
818 this allocation.

821 In response, CFO Joseph Anthony H. Alaba explained that part of the member benefits
822 includes the General Assembly (GA) allowance of ₱1,000.00 per member. Additionally, a
823 portion of the budget is allocated for the Service Awards Program, which recognizes and
824 honors members who have maintained active membership for 30 years and above. Other
825 member-related benefits are likewise administered through the Membership Department.

827 As a follow-up, Ms. Cristobal noted that while reviewing the proposed training programs for
828 officers, employees, and members, she did not see any specific training activities for members
829 listed.

830 Management responded that the **Education Committee** will present the details of the
831 training programs later during the assembly. While the breakdown of training activities was
832 not itemized in the initial proposal, it was clarified that there is indeed a dedicated budget
833 allocation for member education and training.

836 The Chairperson further acknowledged the importance of Ms. Cristobal's observation and
837 affirmed that enhancing the training and development programs for members is a key priority
838 for the Management and Board in 2025. This initiative will be a major consideration in
839 strengthening the cooperative's education and capacity-building efforts for its member base.

841 Member **Amado S. Ancla** (CID No. 0001-0097481-5, Buhangin Branch) requested
842 clarification regarding the significant increase in the **litigation expense target**, which rose
843 by **820%**, from **₱54,000 to ₱500,000**. He noted that the substantial adjustment reflects
844 multiple legal cases and sought further explanation on the matter.

846 In response, Management explained that a key component of the 2025 plan is to pursue the
847 filing of a fraud case, which was initially discussed during the previous General Assembly. The
848 projected litigation budget reflects the legal costs associated with moving forward on this
849 case.

851 Furthermore, Management informed the body that the filing of the fraud case will be included
852 in the Proposed Resolutions to be presented later during the General Assembly. The increase
853 in litigation expense is therefore directly related to this planned legal action and the
854 cooperative's commitment to uphold accountability and integrity.

855 **Capital Expenditure for 2025**

856 (see page 26 of the Souvenir Program)

858 The capital budget allocated for the year 2025 is ₱23.1 Million. A portion of this budget is
859 earmarked for building improvements at the Puan and Buhangin Branches, as well as for the
860 establishment of three (3) new satellite offices to support the cooperative's expansion and
861 service outreach.

864 Additionally, included in the capital outlay are proposed allocations for a motorcycle plan for
865 Account Specialists, aimed at enhancing mobility and operational efficiency. The budget also
866 covers the acquisition of new equipment and furniture for various SAMULCO offices, ensuring
867 improved workplace functionality and upgraded service delivery facilities.

868
869 On motion of Mr. Antonio Emberda, duly seconded by Ms. Jessica J. Teves (CID No. 0001-
870 0002082-5, Monteverde Branch), it was moved to adopt;

871 **GENERAL ASSEMBLY RESOLUTION NO. 007-2025**

872 **RESOLUTION APPROVING THE CAPITAL EXPENDITURE FOR 2025**

873 **WHEREAS**, the Board of Directors and Management have reviewed and presented the
874 proposed capital expenditure plan for the year 2025 to the General Assembly, as part of the
875 cooperative's strategic direction and operational requirements;

876 **WHEREAS**, total capital outlay of **P23.1 Million** has been allocated for the year 2025 to
877 support infrastructure improvement, operational efficiency, and service expansion;

878 **WHEREAS**, the General Assembly, upon due considerations, finds the proposed Capital
879 Expenditure reasonable, necessary, and aligned with the cooperative's strategic goals;

880 **NOW THEREFORE, BE IT RESOLVED, AS IT IS HEREBY RESOLVED**, that the General
881 Assembly approve the Proposed Capital Expenditure Plan for 2025 in the total amount of
882 P23.1 Million for 2025, as presented by the Board and Management.

883 **RESOLVED FURTHER**, that Management is directed to implement the approved capital projects in
884 accordance with the cooperative's procurement and financial management policies;

885 **RESOLVED FINALLY**, that this resolution be recorded as part of the official proceedings of
886 the General Assembly.

887 **APPROVED**

888 **Target Membership for 2025**

889 There is a new proposal to seek approval from the General Assembly for an increase in the
890 cooperative's membership, in compliance with the requirements set by the Cooperative
891 Development Authority (CDA). For the year 2025, the cooperative is targeting a **12% net**
892 **increase in membership**, aiming to grow from **48,627 members to 54,475 members** by
893 **December 31, 2025**. This proposed increase is aligned with SAMULCO's strategic direction
894 to expand its reach, promote inclusivity, and strengthen its institutional capacity.

895 On motion of Mr. Jose P. Castillo, duly seconded by Ms. Lope Calotes (CID No.0001-0022996-
896 2, Monteverde Branch), it was moved to adopt;

897 **GENERAL ASSEMBLY RESOLUTION NO. 008-2025**

898 **RESOLUTION APPROVING THE TARGET MEMBERSHIP FOR 2025**

899 **WHEREAS**, the Board of Directors and Management have set a strategic objective to increase
900 the cooperative's membership by twelve percent (12%) based on the current total
901 membership count, as part of the growth and development plans for the year 2025;

902 **WHEREAS**, this target is aligned with the cooperative's mission to expand its reach, promote
903 inclusivity, and strengthen its member base;

904 **NOW THEREFORE**, on motion duly made and seconded, **BE IT RESOLVED**, as it is hereby
905 resolved to approve the target membership increase of 12% for the year 2025, as
906 recommended by the Board and Management;

922 **RESOLVED FURTHER**, that this resolution be officially recorded as part of the General
923 Assembly proceedings and form part of the cooperative's Annual Work and Financial Plan for
924 2025.

925 **APPROVED**

926 **Cooperative Education and Training Fund (CETF) 2025**
927 (refer to page 28 of the Souvenir Program)

928 The Education Program of SAMULCO is designed not only for the Officers, Management, and
929 Staff but also extends to the Members and the broader community. It is an inclusive program
930 that addresses the development needs of all stakeholders.

931 For 2025, the proposed education program includes targeted employee training aimed at
932 enhancing technical expertise and improving competency levels, enabling staff to serve
933 members more effectively and efficiently. There is a strong emphasis on continuous learning,
934 with budget allocations provided for refresher courses, digitalization training, and
935 departmental development sessions. Specific training budgets have been allocated for Branch
936 Managers, the SPDC, and other departments, reinforcing SAMULCO's commitment to
937 professional growth at all levels.

938 Importantly, the education program presented to the General Assembly is based on a
939 **Training Needs Analysis (TNA)**—a first in SAMULCO's history. This scientific approach
940 involved a comprehensive survey among employees to assess their competencies and areas
941 for improvement. The results of this survey provided a solid foundation for crafting relevant
942 and responsive training interventions, as initiated by the Education Committee.

943 For the Board of Directors and Officers, the training program is likewise informed by the TNA.
944 In addition to the mandatory trainings prescribed by the Cooperative Development Authority
945 (CDA)—such as the Basic Cooperative Course, compliance with which is required to maintain
946 eligibility for future terms—officers will also participate in training events organized by the
947 cooperative's partner federations. As SAMULCO is affiliated with several local and national
948 federations, participation in these activities reflects the cooperative principle of "cooperation
949 among cooperatives." Hence, a substantial portion of the training budget is allocated for
950 attendance at federation general assemblies.

951 The program also includes support for cooperative summits, committee-specific trainings, and
952 the Leadership Boot Camp, which aims to strengthen the leadership skills of current and
953 emerging officers.

954 When it comes to member training, Management acknowledged the challenge of collecting
955 responses for the member training needs survey. Despite distributing survey forms to 1,000
956 members, the response rate was low. Therefore, the Board and Management are strongly
957 encouraging members to participate in future surveys to help the cooperative design effective,
958 need-based learning interventions.

959 Nonetheless, based on the initial responses, the following member training activities have
960 been proposed: **Ownership Meetings, Livelihood Training, Financial Literacy**
961 **Seminars, Advanced Membership Re-Orientation, Digital Platform Orientation, Joint**
962 **Activities with the Board and Panagtapok with Members**

963 The total budget allocated for all education and training activities is ₱5.3 Million, to be sourced
964 from the Cooperative Education and Training Fund (CETF). This fund is derived from a
965 designated percentage of the cooperative's Net Surplus, as required by cooperative policy and
966 law.

967 On motion of Ms. Vilma L. Comoda (CID No.0001-0036879-4, Monteverde Branch), duly
968 seconded by Member Obezo, it was moved to adopt;

969 **GENERAL ASSEMBLY RESOLUTION NO. 009-2025**

970 **RESOLUTION APPROVING THE COOPERATIVE EDUCATION AND TRAINING FUND**
971 **(CETF) UTILIZATION FOR 2025**

983 **WHEREAS**, the Cooperative values the continuous development and empowerment of its
984 stakeholders—including Officers, Management, Staff, Members, and the Community—through
985 a comprehensive and inclusive Education Program;

986
987 **WHEREAS**, for the year 2025, the Education Program is designed based on the results of a
988 **Training Needs Analysis (TNA)** conducted among employees and officers, ensuring that
989 the learning interventions are aligned with the actual capacity-building needs of the
990 cooperative;

991
992 **WHEREAS**, the cooperative has allocated a total budget of **₱5.3 Million** for the
993 implementation of the 2025 Education and Training Program, to be sourced from the
994 **Cooperative Education and Training Fund (CETF)**, which is a mandated allocation from
995 the Cooperative's annual Net Surplus;

996
997 **NOW, THEREFORE, BE IT RESOLVED**, as it is hereby RESOLVED, that the General Assembly
998 approves the 2025 Cooperative Education and Training Program and the corresponding
999 budget of ₱5.3 Million, to be charged against the CETF;

1000
1001 **RESOLVED FURTHER**, that Management, through the Education Committee, is directed to
1002 implement the approved training activities, ensure monitoring and evaluation of the
1003 programs, and encourage active participation from all targeted stakeholders;

1004
1005 **RESOLVED FINALLY**, that this resolution be recorded as part of the official proceedings of
1006 the General Assembly.

1007 **APPROVED**

1008 Member Godofredo S. Rangas (CID No.0001-0025371-5, Monteverde Branch) commended
1009 the Education Committee for a job well done in preparing the 2025 Education and Training
1010 Program. He also raised a concern regarding the decrease in the percentage allocation for the
1011 Cooperative Education and Training Fund (CETF)—from the usual 10% down to 2%. He noted
1012 that with an income of ₱100 Million, only ₱2 Million would be allocated to CETF, which would
1013 then be subdivided for both local and national training efforts.

1014 In response, CFO Joseph Anthony Alaba clarified that the total Education Committee proposal
1015 amounts to ₱5.3 Million. He explained that, under the current policy, 50% of the CETF is
1016 remitted to partner federations where SAMULCO holds membership. For example, if ₱10
1017 Million were allocated to CETF, ₱5 Million would be remitted externally, and only a portion—
1018 typically around 40%—would return to the cooperative in the form of training or services.

1019
1020 To address this, the Board of Directors and Management proposed a strategic adjustment:
1021 instead of allocating 10% to CETF, only 2% is allocated, while an additional ₱3 Million is
1022 charged as an outright education and training expense, directly reflected in the cooperative's
1023 Income Statement. This approach gives SAMULCO more control over how training funds are
1024 utilized and avoids underutilization of the remitted CETF.

1025
1026 Member Godofredo S. Rangas expressed concern that this move might conflict with the
1027 cooperative principle of "cooperation among cooperatives", suggesting that it may appear as
1028 though SAMULCO is withholding support from other cooperatives and federations.

1029
1030 BOD Chairperson Annabelle I. Opamin responded by acknowledging that while the remittance
1031 to federations is consistent with cooperative principles, SAMULCO must also prioritize its
1032 internal financial sustainability. She explained that the General Reserve Fund (GRF) remains
1033 underfunded and is being closely monitored by the CDA. To ensure the cooperative's long-
1034 term stability and compliance, Management has proposed to increase allocations to the GRF,
1035 which serves as a safeguard for future uncertainties.

1036
1037 She emphasized that this decision does not deprive the federations of support. The Education
1038 Committee retains full authority to propose programs, subject to Board approval, and these
1039 will be funded regardless of whether the source is CETF or another allocation. The strategy is
1040 simply to maximize efficiency and retain flexibility in fund utilization while meeting both legal
1041 and developmental obligations.

1044 Finally, it was clarified that this arrangement is allowed under existing CDA rules, is stipulated
1045 in the cooperative's By-laws, and was previously approved by the General Assembly and
1046 recognized by the CDA.

1047 Member Antonio Emberda appreciated the results of the creative program for the training. He
1048 cited his suggestion to elevate the research a little higher as he understood that it is
1049 exploratory in nature. Moving it forward to a higher level of research would result to a
1050 conclusive approach, the exploratory is simply not based on any hypothesis yet. Statistically
1051 if you look at the exploratory approach of that research may not be conclusive after all.
1052

1053 Member Antonio Emberda expressed appreciation for the outcomes of the cooperative's
1054 creative approach to training programs. However, he suggested elevating the research
1055 methodology beyond its current exploratory nature. He noted that while exploratory research
1056 is valuable in generating initial insights, it does not operate on established hypotheses and,
1057 therefore, may not lead to conclusive results.
1058

1059 He recommended that the cooperative consider advancing to a more rigorous level of
1060 research, where hypotheses are formulated and tested. This would allow for a more structured
1061 and statistically sound approach, enabling the cooperative to effectively prioritize and tailor
1062 its training programs based on clearer, evidence-based conclusions.
1063

1064 The Chairperson acknowledged and welcomed Mr. Antonio Emberda's suggestion, noting that
1065 his expertise in this area would be highly valuable. Management expressed interest in
1066 engaging with him to strengthen the research component of the training program and ensure
1067 that future initiatives are comprehensive and well-founded.
1068

1069 This recommendation aligns with the earlier encouragement of Dir. Cynthia A. Lisondra, who
1070 urged members to participate in the training needs survey. The success of the program
1071 depends largely on the participation of members in identifying their learning needs.
1072

1073 Lastly, Management reminded all members who have not received any communication from
1074 SAMULCO to visit their nearest branch to update their contact information, including mobile
1075 numbers and email addresses, to ensure they are informed and included in future initiatives.
1076

1077 Member Ray Flores (CID No.0001-0081236-6, Matina Branch) shared a suggestion to enhance
1078 the cooperative's livelihood training initiatives by directly gathering valuable input from the
1079 intended recipients. He emphasized the importance of aligning training content with practical
1080 needs and opportunities.
1081

1082 In line with this, he highlighted that SAMULCO owns an agricultural lot in Tacunan which
1083 remains unused due to its current land classification and lack of development. Since the
1084 property has not been converted to residential use, it retains its agricultural status, making it
1085 suitable for farming-related activities.
1086

1087 Member Flores proposed that the cooperative explore the possibility of utilizing this property
1088 for integrated and diversified farming, and include farming and entrepreneurial skills training
1089 as part of the member development program. He suggested that the land could be
1090 transformed into a training hub focused on various sustainable agricultural practices, such as:
1091

- Aqua farming, Livestock raising, High-value crop production, and other food security
1092 initiatives
1093

1094 By doing so, SAMULCO can maximize the potential of the land, create employment
1095 opportunities for members, and contribute to food sustainability, while also reinforcing the
1096 cooperative's social responsibility and developmental goals.
1097

1098 **Proposed Social Development Program**

1099 (see pages 31-32 of the Souvenir Program)

1100 For the year 2025, Management has allocated a total of ₱9.2 Million for the implementation
1101 of the Cooperative Development Program. This initiative is part of the Community
1102 Development Fund (CDF), a requirement set by the Cooperative Development Authority
1103 (CDA), mandating that a portion of the cooperative's Net Surplus be reinvested into
1104 community-focused programs.
1105

1107 As of December 2024, the cooperative has a remaining CDF balance of ₱6 Million. In
1108 accordance with CDA guidelines, this unutilized amount must be allocated to infrastructure
1109 projects.

1110 For 2025, SAMULCO proposes to continue its support for various community development
1111 initiatives, including: Scholarship Program for deserving students, Programs for Senior
1112 Citizens and Youth, Clean and Green Program to promote environmental protection, Gender
1113 and Development (GAD) Program, Budget for Government Linkages and collaboration with
1114 public agencies, Infrastructure Projects as required by CDA, Disaster Preparedness and
1115 Response activities, Spiritual Enrichment Program, Celebration of Cooperative MonthKoop
1116 Response activities, Spiritual Enrichment Program, Celebration of Cooperative MonthKoop
1117 Kapatid Program, which supports weaker cooperatives

1118 These initiatives reflect SAMULCO's commitment to social responsibility and community
1119 empowerment, aligned with the principles of cooperativism and national development goals.
1120

1121 On motion of Ms. Sanchez (Matina Branch), duly seconded by Ms. Daisy T. Obero, it was
1122 moved to adopt;

1123 **GENERAL ASSEMBLY RESOLUTION NO. 010-2025**

1124 **RESOLUTION APPROVING THE PROPOSED SOCIAL DEVELOPMENT PROGRAM**

1125 **WHEREAS**, in accordance with the guidelines of the Cooperative Development Authority
1126 (CDA), a portion of the cooperative's Net Surplus is mandated to be set aside for Community
1127 Development Fund (CDF) purposes;

1128 **WHEREAS**, as of December 2024, the cooperative has a total remaining balance of ₱6 Million
1129 under the CDF, which, as required by CDA regulations, must be utilized for infrastructure-
1130 related projects;

1131 **WHEREAS**, for the year 2025, the cooperative, through Management, has proposed a total
1132 allocation of ₱9.2 Million for the implementation of various community-focused and
1133 developmental programs under the CDF;

1134 **WHEREAS**, these programs reflect the cooperative's commitment to social responsibility,
1135 community empowerment, and the principles of cooperativism;

1136 **NOW, THEREFORE, BE IT RESOLVED, AS IT IS HEREBY RESOLVED**, that the General
1137 Assembly of SAMULCO approves the proposed 2025 Social Development Program with a total
1138 allocation of ₱9.2 Million, including the utilization of the remaining balance for infrastructure
1139 in compliance with CDA rules;

1140 **RESOLVED FINALLY**, that the Education and Community Development Committee, together
1141 with Management, be directed to implement, monitor, and report on the progress and
1142 outcomes of the approved programs during the next Annual General Assembly.

1143 **APPROVED**

1144 Member Temprano (Monteverde Branch) expressed his delight upon learning that the
1145 cooperative remains active in social development initiatives, recognizing this as a meaningful
1146 contribution to the welfare of the community. He, however, sought clarification on whether
1147 there is any follow-up mechanism in place to ensure that the assistance provided truly serves
1148 its intended purpose.

1149 In response, Management acknowledged that while there is currently no formal written report
1150 documenting the outcomes of such projects, there is confirmation that in-kind assistance
1151 provided has been utilized appropriately and has served its intended purpose.

1152 Meanwhile, Member Lope Calotes raised an inquiry regarding the criteria used in selecting
1153 infrastructure projects supported by the cooperative. It was noted that this same concern was
1154 previously raised by the Board of Directors, as there is no existing policy or standard guideline
1155 currently in place for determining such criteria. Management and the Board recognized the
1156 need to develop a clear policy framework for infrastructure project selection moving forward.
1157 In support of this, Member Abraham Temprano suggested that priority should be given to
1158 indigent barangays, particularly those in need of educational facilities such as schools.

1170 Furthermore, it was recommended that a post-activity or post-project assessment report be
1171 required to ensure transparency, evaluate impact, and guide future project planning.
1172

1173 Through the online platform, a member suggested that the cooperative consider including in
1174 its community development program an assistance initiative for individuals affected by the
1175 construction of bridges, recognizing the displacement or disruption such projects may cause.
1176 In response, Management and the Board of Directors acknowledged the suggestion and
1177 assured that it will be carefully reviewed and considered for possible inclusion in future
1178 programs under the cooperative's community development initiatives.
1179

1180 **2024 Significant Board Resolutions**

1181 (refer to the separate sheet on page 47)

1183 On motion of Ms. Sylvia J. Pidor (CID No.0001-0017532-2, Monteverde Branch), duly
1184 seconded by Mr. Jose P. Castillo, it was moved to adopt;

1185 **GENERAL ASSEMBLY RESOLUTION NO. 011-2025**

1187 **RESOLUTION RATIFYING THE 2024 SIGNIFICANT BOARD RESOLUTIONS AND ALL
1188 OTHER BOARD RESOLUTIONS PASSED IN 2024**

1190 RESOLVED, AS IT IS HEREBY RESOLVED, to approve the ratification of the 2024 Significant
1191 Board Resolutions and all board resolutions passed in 2024.

1193 **APPROVED**

1195 **External Audit Report**

1196 (reported by External Auditor Diaz Murillo and Dalupan)

1198 The External Auditor, DMD, expressed their sincere gratitude to the Board of Directors for
1199 entrusting them with the opportunity to serve as the cooperative's External Auditor for the
1200 year 2024.

1202 As external auditors, they emphasized their responsibility to obtain reasonable assurance that
1203 the cooperative's Financial Statements are free from material misstatement, whether due to
1204 fraud or error, and to issue a report reflecting their professional opinion.

1206 The External Audit Report has been compiled in a separate booklet, which is distributed along
1207 with the Souvenir Program.

1209 The audit was conducted in accordance with the Philippine Standards on Auditing (PSA) and
1210 the Standards Audit Systems for Cooperatives, following best practices in audit execution.
1211 Throughout the audit process, the auditors exercised professional judgment and maintained
1212 professional skepticism. They confirmed that the audit evidence obtained was both sufficient
1213 and appropriate to support the basis of their opinion.

1215 Based on their findings, it is the External Auditor's opinion that the Financial Statements of
1216 the cooperative fairly present, in all material respects, the cooperative's financial position as
1217 of December 31, 2024, including its financial performance and cash flows for the year then
1218 ended. This assessment was made in accordance with the Philippine Financial Reporting
1219 Framework for Cooperatives.

1221 Accordingly, a qualified opinion was issued, affirming the overall fairness and integrity of the
1222 financial statements. The External Auditor expressed hope that their report would provide the
1223 General Assembly with confidence in the financial management and operational soundness of
1224 the cooperative.

1226 In closing, DMD once again extended their appreciation to the General Assembly for the trust
1227 and opportunity to review and audit the cooperative's finances.

1229 On motion of Ms. Agnes R. Tero (CID No.0001-0037236-6, Monteverde Branch), duly
1230 seconded by Ms. Blanco A. Margarita (CID No. 0001-0103738-2, Panacan Branch), it was
1231 moved to adopt;

1232 **GENERAL ASSEMBLY RESOLUTION NO. 012-2025**

RESOLUTION APPROVING THE EXTERNAL AUDIT REPORT

RESOLVED, AS IT IS HEREBY RESOLVED, to approve the External Audit Report, as presented.

APPROVED

Privilege Motion

On motion of Ms. Obezo, duly seconded by Mr. Jose P. Castillo, it was moved to adopt;

GENERAL ASSEMBLY RESOLUTION NO. 013-2025

RESOLUTION MOTIONING THE RECESS OF THE GENERAL ASSEMBLY

RESOLVED, AS IT IS HEREBY RESOLVED, to motion the recess of the General Assembly at 11:55 AM. and resume the business proper at 1:00 PM.

APPROVED

Treasurer's Report

Treasure & Report

As of December 31, 2024, the Liquid Funds Portfolio amounted to **₱743,763,918.82**. The total income generated from investments reached **₱23,860,323.17**.

On motion of Mr. Jose P. Castillo, duly seconded by Ms. Gloria P. Dagatan (CID No.0001-0000295-5, Monteverde Branch), it was moved to adopt;

GENERAL ASSEMBLY RESOLUTION NO. 014-2025

RESOLUTION ACCEPTING THE TREASURER'S REPORT

RESOLVED, AS IT IS HEREBY RESOLVED, to accept the 2024 Treasurer's Report, as presented.

APPROVED

Report of the Different Committees

Audit Report

(see pages 34-36 of the Souvenir Program)

For the year 2024, the Audit Committee conducted fifty-one (51) committee meetings and were able to accomplish a total of twenty-four (24) reports, comprising fifteen (15) audit reports, seven (7) special audit reports, and two (2) ad-hoc reports.

Key Audits:

- Surprise Cash Counts to different branches auditing their way of handling the cash
- Physical Inventory of Buying Club Store
- Review of Policies especially in Loans, Collaterals, and DOSRI
- Review of the New SAMULCO Building

Out of the total audit findings, 71% have been resolved, duly accepted and corrected by the management. Meanwhile, 29% remain unresolved, which primarily pertain to policies that require further review and enhancement. The management has expressed a strong commitment to fully address all remaining findings and ensure continuous improvement in compliance and operations.

The Audit report is subdivided into three components: (1) Financial and Operation Performance (2) CDA Mandated Compliance and Performance Review, and (3) Updates

The Audit Team conducted the Performance Audit Review (PAR) and submitted the results to the Cooperative Development Authority (CDA) as part of the requirements for securing the Certificate of Good Standing. This certificate is likewise a prerequisite for the issuance of the Certificate of Tax Exemption. Both are vital documents for the cooperative's continued operations and compliance with regulatory requirements.

1297 The cooperative, SAMULCO, has maintained an adjectival rating of "Fair" in its Performance
1298 Audit Review. This indicates that the Management, Board of Directors, and Officers need to
1299 exert greater effort to elevate the cooperative's performance to an "Excellent" rating.
1300

1301 The next report submitted was the Social Audit Review (SAR), which evaluates the
1302 cooperative's social impact, particularly the utilization of the Community Development Fund
1303 (CDF) and the Cooperative Education and Training Fund (CETF). For the year 2023, the CETF
1304 utilization rate stood at 84.97%, while the CDF utilization was notably lower at 35.80%.
1305

1306 Moving on to other updates, the first matter concerns **claim from Banco Filipino**. This is in
1307 response to a letter received by the Audit Committee from certain SAMULCO members
1308 requesting an update on the status of Banco Filipino-related transactions.
1309

1310 To apprise the members, on January 22, 2025, the Treasurer formally sent a letter to the
1311 Philippine Deposit Insurance Corporation (PDIC) requesting an update on the status of Banco
1312 Filipino claims. In response, PDIC informed the cooperative that the liquidation process has
1313 been suspended due to a case filed in a Makati court, wherein the legitimacy of the bank's
1314 closure and the authority of its owner are currently under judicial review.
1315

1316 The next update concerns the **alleged fraudulent account**. To address this matter, the
1317 cooperative engaged the services of SGV & Co. to conduct a fraud audit, as part of
1318 preparations for potential legal actions. The total amount audited in the previous year
1319 amounted to ₱29.4 million. As of December 31, 2024, the outstanding balance has decreased
1320 to ₱17,000,900, indicating progress in the collection efforts from concerned borrowers.
1321

1322 Also, within the year, the Audit Team reviewed the case of a member involved in a vehicle
1323 loan irregularity, wherein the member failed to deliver vehicles to 34 other members, despite
1324 full payment being made by SAMULCO on their behalf. The total amount disbursed by the
1325 cooperative for this transaction amounted to ₱8.9 million.
1326

1327 In response to this incident, management took immediate action by amending the
1328 cooperative's policies related to vehicle loans, including those for surplus units, second-hand
1329 vehicles, and trucks, to prevent similar occurrences in the future.
1330

1331 As of December 31, 2024, the outstanding balance on the said account is ₱3,000,800.00,
1332 indicating that at least ₱5 million has been recovered.
1333

1334 The third and final update pertains to the **construction of the five-storey building** located
1335 at Monteverde Avenue, Davao City. Throughout the year 2024, the Audit Team continued its
1336 review of the construction progress and identified several key issues and concerns.
1337

1338 Observed Deficiencies:

1339 **1. Breach of Contract by the Main Contractor**

1340 The contractor committed a breach of contract by failing to complete the building within the
1341 agreed timeline. As stipulated, the building was to be completed within one year, starting in
1342 December 2018 and ending in December 2019. The contract includes a penalty clause
1343 imposing 1% or ₱70,000 per day for delays. As of December 31, 2024, the liquidated damages
1344 being pursued by management total ₱123 million.
1345

1346 **2. Breach of Contract by the Auxiliary System Supplier**

1347 Another supplier responsible for the auxiliary, cabling, and fire protection systems also
1348 breached the contract due to non-completion of the project. Consequently, SAMULCO had to
1349 hire a new supplier to re-do and complete the unfinished work, and the original supplier is
1350 now subject to the corresponding penalty clause in the contract.
1351

1352 **3. Theft Incident**

1353 The Audit Team was informed of a theft incident involving electrical cables, further
1354 complicating the project and requiring additional measures to secure the construction site.
1355

1356 **4. Identified Causes of Delay in Project Completion**

- 1357 ○ Personal issues faced by the contractor
- 1358 ○ Delays in securing the building permit
- 1359 ○ Revisions in the building plan, structural modifications, and major reworks
- 1360 ○ The impact of the **COVID-19 pandemic**

1361 Despite these challenges, the total construction expenses remain within the budget approved
1362 by the General Assembly. As of December 31, 2024, total expenditures have reached ₱98.0
1363 million, leaving a balance of ₱77.0 million allocated for the renovation of the old building.

1364
1365 The Audit Committee assures the General Assembly that the Management and the Board are
1366 taking all necessary actions to safeguard the cooperative's assets and enforce accountability
1367 in line with contractual obligations.

1368
1369 On motion of Mr. Lope A. Calotes, duly seconded by Ms. Jessica J. Teves, it was moved to
1370 adopt;

1371 **GENERAL ASSEMBLY RESOLUTION NO. 015-2025**

1372 **RESOLUTION ACCEPTING THE AUDIT COMMITTEE REPORT**

1373
1374 RESOLVED, AS IT IS HEREBY RESOLVED, to accept the Audit Committee Report, as presented.

1375
1376 **APPROVED**

1377
1378 Member Ma. Lourdes Fe F. Tiangco (CID No. 0001-0074352-9, Matina Branch) raised an
1379 inquiry concerning the recent audit report. She acknowledged the four areas presented but
1380 expressed concern over the absence of indicators measuring the employee well-being or
1381 "happy index." Drawing from her observations, particularly at the Matina Branch, she noted
1382 that the staff appear overworked and the branch seemingly understaffed. She emphasized
1383 that the lifeline of the cooperative lies in its employees, and while she commended the
1384 efficiency and the financial achievements of SAMULCO, she believes that greater attention
1385 should be given to the human aspect of the organization.

1386
1387 Member Tiangco posed important questions: *Are the employees happy? Are they receiving*
1388 *proper and just compensation?* She also raised concern over a policy she heard of, wherein
1389 staff are suspended without pay and are not given the opportunity to explain their side, which
1390 she described as seemingly arbitrary.

1391
1392 She expressed her desire for such matters to be reflected in the audit report, stating that
1393 audit should not only cover financial and operational performance, but also the welfare and
1394 fair treatment of personnel.

1395
1396 In response, Audit Chairperson Judy R. Vasquez confirmed that while this aspect was not
1397 included in the slide presentation, the Audit Team has already initiated a review of the Human
1398 Resource Department, specifically focusing on the hiring process. She assured the body that
1399 for the current year, the audit will continue its review of HR practices, and the employee
1400 welfare component will be taken into account in future reporting.

1401
1402 CEO Ruel Ricabo acknowledged that the concern raised by Member Ma. Lourdes Fe F. Tiangco
1403 is also a shared concern of the management. In response, he reported that the Human
1404 Resource Manager conducted a "Happy Index" survey last year to assess employee
1405 satisfaction and identify areas of disappointment that contribute to dissatisfaction in the
1406 workplace.

1407
1408 Based on the survey results, the HR Department compiled a comprehensive list of issues,
1409 which include:

1410
1411 • Misunderstandings between staff and their superiors
1412 • Concerns with certain internal policies
1413 • Compensation-related issues
1414 • Gaps in training and development
1415 • Workplace environment concerns

1416
1417 These issues have been thoroughly considered, and the HR Department, in coordination with
1418 management, has drafted a work plan to systematically address them. CEO Ricabo
1419 emphasized that these concerns are being acted upon gradually and form part of a broader
1420 strategy to improve staff morale and organizational culture. He further noted that, as
1421 mentioned by the Audit Chairperson, this matter is now included in the audit plan for the
1422 current year. The results of that audit will help evaluate the effectiveness of management's
1423 ongoing efforts.

1424 With regard to the issue of employee suspension, CEO Ricabo clarified that management
1425 strictly adheres to due process, in accordance with labor laws and the cooperative's Code of
1426 Conduct. No employee is suspended or terminated without undergoing the proper procedures.
1427 He also stressed that the cooperative's legal counsel can attest that due process is consistently
1428 observed in all disciplinary cases.
1429

1430 Member Godofredo S. Rangas expressed his concern that the audit report appears to be
1431 general in nature, and he believes that certain critical information may not have been
1432 disclosed. As a member-owner of the cooperative, he emphasized that full transparency
1433 should be observed, and that all relevant information should be made available to the
1434 members.
1435

1436 In particular, Member Rangas requested the specific dates and corresponding amounts of
1437 deposits made with Banco Filipino, as he was the proponent of the initial inquiry. He also
1438 asked for the names of the Board of Directors who made the motion for these deposits.
1439

1440 In response, Audit Chairperson Judy R. Vasquez referred to Page 35 of the Audit Report,
1441 where a table detailing the deposit transactions is presented. The deposits made with Banco
1442 Filipino are as follows:

Date	Amount (₱)
September 24, 2010	4,000,000.00
December 23, 2010	2,000,000.00
January 5, 2011	3,000,000.00
January 11, 2011	3,000,000.00
February 11, 2011	1,500,000.00
March 11, 2011	3,000,000.00
Total	₱18,500,000.00

1443 Member Godofredo S. Rangas pointed out that the last deposit made to Banco Filipino was on
1444 March 11, 2011, just six days prior to the bank's closure on March 17, 2011. He expressed
1445 concern that the deposit was made shortly before the closure, resulting in the loss of the
1446 entire placement amounting to ₱18.5 million. In light of this, he reiterated his request to
1447 identify the Board Members involved in approving the deposit resolutions.
1448

1449 He further questioned the application of sanctions, referencing past cases where other
1450 directors, such as Directors Malim and Torrejas, were perpetually disqualified despite no
1451 financial losses being incurred. Member Rangas argued that if such sanctions were imposed
1452 in those instances, it would be just and fair to likewise impose perpetual disqualification on
1453 the directors responsible for the Banco Filipino placement, which resulted in significant
1454 financial loss.
1455

1456 BOD Chairperson Annabelle I. Opamin responded that the closure of a bank is a confidential
1457 matter, and that no one could have foreseen the exact date of closure. She emphasized that
1458 the Board of Directors at the time made the investment decision in good faith, based on the
1459 favorable returns offered by the bank. She stated that perpetual disqualification would not be
1460 appropriate without undergoing proper due process.
1461

1462 Following the discussion, Member Godofredo S. Rangas formally moved, in the interest of
1463 transparency and fairness, to perpetually disqualify the incumbent Board of Directors who
1464 were involved in approving the Banco Filipino time deposit placement. The motion included a
1465 request to bar them from running for any elected position within SAMULCO in the future. The
1466 motion was duly seconded by Member Mary Jane P. Baluyot.
1467

1468 In response, the Chairperson of the Board requested the assembly to allow the incumbent
1469 Board Members to explain their side, in adherence to the principles of due process.
1470

1471 Dir. Victor Bonifacio O. Hofileña, who served as Chairperson at the time of the Banco Filipino
1472 placement, addressed the assembly and affirmed that the timing of a bank's closure is
1473 unpredictable, and no prior indications were evident at the time of investment. He noted that
1474 the deposits were made on different dates, and that Board decisions are made collectively—
1475 if no objections are raised during deliberation, it signifies unanimous consent. Therefore, he
1476 emphasized that the entire Board at that time was in agreement with the placements.
1477

1478 He also clarified that the matter had been openly discussed during his Chairperson's Remark
1479 and Welcome Address in a previous General Assembly, where the incident and the deposit
1480 details were deliberated transparently. He pointed out that no objections or findings were
1481 raised by the Audit Committee, reinforcing that the Board acted in good faith.

1482

1483 Dir. Hofileña further explained that it never occurred to the Board that Banco Filipino was at
1484 risk of closure, and thus, their actions were based on a genuine and honest assessment of
1485 the investment climate at the time. He emphasized that the situation should not be equated
1486 with previous cases involving perpetual disqualification of officers, where those officers
1487 willfully disregarded advice not to proceed with certain investments—a clear act of omission
1488 and defiance.

1489

1490 He also recalled that there was a lengthy floor discussion lasting approximately 30 minutes,
1491 during which a member questioned the fairness of imposing sanctions on directors who acted
1492 without malice or negligence, but were simply caught in unfortunate circumstances.

1493

1494 Lastly, he noted that the loss from the Banco Filipino deposits was absorbed through the
1495 cooperative's net surplus, which consequently resulted in a reduced net surplus of ₱3.5 million
1496 for that period.

1497

1498 In the following year, the Board of Directors and Officers experienced the consequences of
1499 the investment loss in accordance with Republic Act No. 9520 (Philippine Cooperative Code).
1500 While honoraria were still granted, no per diems were provided for meetings and activities.
1501 As a result, all officers and committee members effectively served without compensation for
1502 their meeting attendances, bearing the impact of the cooperative's financial setback.

1503

1504 It was emphasized once again that the decision to invest in Banco Filipino was made in good
1505 faith and with prudence, based on the information available at that time. This situation stands
1506 in contrast to other cases where officers were expressly advised against proceeding with
1507 certain investments yet persisted, which constituted willful neglect or omission.

1508

1509 Before further action or deliberation, the Chairperson of the Board formally requested the
1510 cooperative's legal counsel to provide a legal opinion on the matter to ensure that any
1511 subsequent decisions or sanctions would be aligned with due process and legal standards.

1512

1513 Atty. Suaybaguio, one of SAMULCO's external legal counsels, addressed the earlier concerns
1514 regarding the Banco Filipino deposits. He reiterated that the closure of the bank was beyond
1515 anyone's control, and no one intended or anticipated such an outcome.

1516

1517 To clarify a previously mentioned point, he emphasized that the deposits made with Banco
1518 Filipino were not entirely lost. As explained earlier, the bank is currently under liquidation
1519 proceedings, which are undertaken by the Philippine Deposit Insurance Corporation (PDIC)
1520 following the closure of a bank. Under this process, PDIC assumes control of the bank's
1521 remaining assets and liquidates them for the purpose of distribution to its creditors.

1522

1523 SAMULCO is recognized as one of the creditors of Banco Filipino. However, the liquidation
1524 proceedings are currently on hold due to a court-issued order of suspension. This was
1525 triggered by a case filed by one of Banco Filipino's stockholders, who questioned the legality
1526 of the bank's closure. The case has now reached the Supreme Court, and while the
1527 proceedings are still ongoing, the order of suspension remains in effect.

1528

1529 In conclusion, Atty. Suaybaguio clarified that SAMULCO still has a valid claim in the liquidation
1530 of Banco Filipino. There is still hope for recovery, but the cooperative must respect and await
1531 the resolution of the judicial process before any further liquidation actions can proceed.
1532 A motion was moved and seconded, the Chairperson asked for any objection.

1533

1534 A member from the floor strongly objected to the motion to perpetually disqualify the
1535 incumbent Board of Directors. He emphasized that such action must undergo proper due
1536 process and should not be decided solely based on the unfortunate outcome of the
1537 investment. He acknowledged that the decision made by the Board was difficult, and urged
1538 the General Assembly to consider the explanations provided by Dir. Victor Bonifacio O.
1539 Hofileña and the legal counsel, Atty. Suaybaguio. While he acknowledged the importance of
1540 being critical and vigilant, he underscored the need to remain open-minded and ensure a fair
1541 and proper investigation before any sanctions are imposed. He further appealed for the

1542 Assembly to allow sufficient time to exhaust legal remedies and recover the lost funds through
1543 the ongoing liquidation proceedings.

1544
1545 Member Jose P. Castillo, who identified himself as one of the Directors during the time the
1546 investment was made, addressed the Assembly. He reiterated that the decision to invest in
1547 Banco Filipino was made in good faith, and further clarified that the resolution approving the
1548 placements was subsequently ratified by the General Assembly.

1549
1550 Given the objection to the motion, the Chairperson proceeded to a Division of the House with
1551 the following result:

- 1552 • In favor of penalizing the incumbent Board of Directors – 41
- 1553 • Not in favor – 222

1554 With the majority vote not in favor, the motion was not carried.

1555
1556 Member Marian Allado (CID No. 0001-0084790-8, Matina Branch) raised an inquiry regarding
1557 the alleged fraudulent accounts, specifically referencing the loan involving a member who
1558 failed to deliver vehicles to 34 other members, despite the cooperative having disbursed funds
1559 amounting to ₱8.945 million.

1560
1561 She expressed concern over how such a transaction was processed, given that, in normal
1562 procedures, there should have been an ocular inspection, documentation, and a chattel
1563 mortgage or equivalent requirements prior to loan disbursement. She questioned how the
1564 disbursement proceeded in the absence of these safeguards. While she acknowledged that
1565 management has since revised its policy to prevent future occurrences, she emphasized that
1566 the preventive controls should have been enforced beforehand. She requested a direct
1567 response from management on the matter.

1568
1569 In response, Audit Chairperson Judy R. Vasquez clarified that due to ongoing legal
1570 proceedings, the Audit Committee is unable to publicly disclose specific details at this time
1571 regarding the fraudulent account.

1572
1573 The Chairperson of the Board further explained that the absence of required documents—
1574 such as the chattel mortgage—was precisely the reason the transaction is classified as
1575 fraudulent. It was discovered that internal connivance among some staff members
1576 contributed to the breach of protocol. As a corrective measure, the Board and Management
1577 engaged an independent legal counsel and a third-party fraud auditor to thoroughly
1578 investigate the matter. The situation, she assured, is being properly addressed.

1579
1580 With regard to personnel involved, it was confirmed that the staff implicated in the transaction
1581 have been sanctioned and are no longer connected with SAMULCO. Moreover, these
1582 individuals are currently facing legal proceedings with the cooperative's legal counsel.

1583
1584 In closing, Member Marian Allado requested regular updates on the progress of the legal case
1585 and corrective actions being undertaken. The Chairperson took note of the request.

1586
1587 For the purpose of transparency and accountability, the Chairperson of the Board requested
1588 the legal counsel to provide an official update regarding the ongoing case involving alleged
1589 fraudulent transactions.

1590
1591 Atty. Mungcal, one of SAMULCO's external legal counsels, reported that upon discovery of the
1592 fraudulent transactions, their office has been in constant coordination with the management
1593 to determine the appropriate legal and administrative actions.

1594
1595 As an initial step, the concerned individuals were terminated by management. These former
1596 employees subsequently filed labor cases before the National Labor Relations Commission
1597 (NLRC) questioning their termination. However, after proper proceedings, the Labor Arbitrator
1598 ruled in favor of SAMULCO, affirming the cooperative's right to terminate the personnel
1599 involved in the fraudulent activities. The decision from NLRC was received by the cooperative
1600 in the 2nd or 3rd quarter of 2024.

1601
1602 Regarding criminal proceedings, Atty. Mungcal explained that due to the sensitive nature of
1603 the case, she could not yet disclose full details in observance of confidentiality rules and to
1604 avoid compromising the process. Nevertheless, she assured the General Assembly that

1605 management, in coordination with legal counsel, is actively pursuing the prosecution of the
1606 individuals involved.

1607
1608 As part of the pre-filing procedures:

- 1609 • The legal counsel has conducted a series of conferences with SGV & Co., the firm
1610 engaged for the forensic audit.
- 1611 • Potential witnesses have been interviewed, and affidavits are currently being drafted.
- 1612 • Coordination with relevant government offices is underway to ensure that the
1613 complaint will be comprehensive and well-supported by documentary evidence,
1614 particularly since the case involves loan accounts and multiple financial documents.

1615
1616 She explained that the filing of the criminal complaint will be made before the City Prosecutor's
1617 Office in Davao City, a branch of the Department of Justice (DOJ). In support of this, Atty.
1618 Mungcal cited DOJ Department Circular No. 15 issued in July 2024, which outlines the rules
1619 on Preliminary Investigations and Inquest Proceedings. The circular requires that any
1620 complaint for criminal prosecution must present a reasonable certainty of conviction, meaning
1621 complete and verified documentation is essential before filing.

1622
1623 As of December 2024, SGV has submitted its preliminary investigation report, which will serve
1624 as a vital attachment to the affidavit-complaint. This document will help ensure that, once
1625 filed, the Prosecutor's Office and subsequently the Court can issue a warrant of arrest and
1626 allow the case to move forward.

1627
1628 At present, the legal team is awaiting the final report from SGV. Once received, the legal
1629 counsel confirmed that the formal complaint will be filed before the City Prosecutor's Office.
1630 Atty. Mungcal gave her professional assurance that both the Management and the law firm
1631 are fully committed to protecting the interests of SAMULCO and ensuring that those
1632 responsible for the fraudulent transactions are held accountable under the law.

1633
1634 Member Mary Jane Baluyot (CID No. 0001-0033128-9, Monteverde Branch) raised a follow-
1635 up question regarding the status of the building construction, which she directly addressed to
1636 CEO Ruel S. Ricabo, citing his credentials as a licensed civil engineer. She expressed
1637 excitement over the project and inquired when the construction is expected to be completed.
1638 She also asked whether a background check on the contractor's financial capacity was
1639 conducted prior to the finalization of the contract, considering the financial difficulties
1640 encountered during the project.

1641
1642 In response, CEO Ruel S. Ricabo informed the General Assembly that the blessing and
1643 completion of Phase 1 has already taken place. However, Phase 2 is still pending. At this time,
1644 there is no specific completion date, as the project requires a pre-bidding process, and the
1645 Board of Directors has yet to finalize a decision on when to proceed.

1646
1647 He explained that Phase 2 involves a significant budget, and while funds have been allocated,
1648 the management is currently prioritizing essential expenses and operational stability. Given
1649 the difficulties and setbacks encountered during Phase 1, the management aims to ensure a
1650 smoother, more structured execution for the next phase.

1651
1652 Another member raised a critical observation, commenting that the construction project
1653 appeared poorly planned, as it was started with an estimated budget and remains unfinished,
1654 which gives the impression of inadequate engineering or project planning.

1655
1656 In response, CEO Ricabo clarified that the project followed due process through the Bids and
1657 Awards Committee, which oversaw the selection of cost-effective service providers—including
1658 the architect, contractor, and project manager. However, various challenges arose during the
1659 implementation, including difficulties in securing building permits and complying with
1660 regulatory requirements from government agencies, which contributed to the delays.

1661
1662 Following this discussion, the business session was temporarily paused to make way for the
1663 raffle draw of door prizes, after which business proper resumed.

1664

1665
1666 **Different Committee Reports**

1667 (see pages 37-52 of the Souvenir Program)

1668

1669 On motion of Mr. Lope A. Calotes, duly seconded by Mr. Jose P. Castillo, it was moved to
1670 adopt;

GENERAL ASSEMBLY RESOLUTION NO. 016-2025

**RESOLUTION DISPENSING THE READING OF THE DIFFERENT COMMITTEE
REPORTS**

RESOLVED, AS IT IS HEREBY RESOLVED, to dispense the reading of the different committee reports.

APPROVED

1679 On motion of Ms. Mary Jane P. Baluyot, duly seconded by Ms. Melanie Juntilla (CID No.0001-
1680 0018976-0, Monteverde Branch), it was moved to adopt;

GENERAL ASSEMBLY RESOLUTION NO. 017-2025

RESOLUTION ACCEPTING THE REPORT OF THE DIFFERENT COMMITTEE REPORTS

RESOLVED, AS IT IS HEREBY RESOLVED, to accept the report of the different committees, Credit, Mediation and Conciliation, Election, Education, Membership, Ethics, and Gender and Development, as presented.

APPROVED

PROPOSED GENERAL ASSEMBLY RESOLUTIONS

Presented by Atty. Lilibeth D. Gabutero, CPA.

1694 On motion of Ms. Mary Jane P. Baluyot, duly seconded by Mr. Lope A. Calotes, it was moved
1695 to adopt;

GENERAL ASSEMBLY RESOLUTION NO. 018-2025

APPROVAL OF PROPOSED RESOLUTIONS NO 1 AND 2

Proposed Resolution No. 1 Approval for the Allocation and Distribution of Net Surplus and Distribution of Interest on Share Capital and Patronage Refund for the Year 2025

WHEREAS, SAMULCO shall distribute the audited net surplus as of year ending December 31, 2025, as stipulated in the By-laws, as amended;

- a.) 30% for the Statutory Funds
- b.) 70% for the Interest on Share Capital and Patronage Refund

WHEREAS, 30% of the net surplus allocated for the Statutory Funds as follows:

- a.) 18% for the General Reserve Fund
- b.) 2% for CETF
- c.) 3% for Community Development Fund
- d.) 7% for the Optional Fund

WHEREAS, 70% of the net surplus allocated for the Interest on Share Capital and Patronage Refund shall be distributed as follows:

- a.) 65% for the Interest on Share Capital
- b.) 35% for the Patronage Refund

Proposed Resolution No. 2, Approval for the Manner of Distribution for the Interest on Share Capital and Patronage for the Year 2024, for Savings and Credit Branches, Buying Club, and Polyclinic as follows:

WHEREAS, the interest on share capital and patronage refund for the year 2025 for Savings and Credit Branches, Buying Club, and Polyclinic shall be distributed in the manner herein provided:

- a.) INTEREST ON SHARE CAPITAL shall be given to all members, and
- b.) PATRONAGE REFUND shall be given to all patronizing members as of December 31, 2025

1731 **WHEREAS**, the interest on share capital and patronage refund shall be applied in the following
1732 order:
1733 1. Arrears in the due obligation
1734 2. Unpaid balance of the minimum share capital of P3,000, if applicable
1735 3. Payment of the required Capital build-up
1736 4. Payment of the BASKUG 365
1737 5. Any excess after deducting items 1 to 5, shall be deposited to the regular savings account
1738 of the member.

1739 **APPROVED**

1741 On motion of Ms. Mary Jane P. Baluyot, duly seconded by Mr. Lope A. Calotes, it was moved
1742 to adopt;

1743 **GENERAL ASSEMBLY RESOLUTION NO. 019-2025**

1744 **RESOLUTION APPROVING THE RE-APPOINTMENT OF DIAZ, MURILLO, DALUPAN
1745 AND CO. AS EXTERNAL AUDITOR OF STA. ANA MULTIPURPOSE COOPERATIVE**

1746 **WHEREAS**, Diaz, Murillo, Dalupan and Co. was appointed by the Board as the external
1747 auditor to audit the financial statements of SAMULCO for the year ending **December 31,**
1748 **2024**;

1749 **WHEREAS**, the Board is satisfied with the performance of the said audit firm and
1750 acknowledges their competence, professionalism, and integrity in the conduct of the audit;

1751 **WHEREAS**, the Board desires to re-appoint the same firm to audit SAMULCO's financial
1752 statements for the year ending December 31, 2025.

1753 **NOW, THEREFORE, BE IT RESOLVED**, as it is hereby resolved, to approve the re-
1754 appointment of Diaz, Murillo, Dalupan and Co. as the external auditor of Sta. Ana Multipurpose
1755 Cooperative for the audit of its financial statements for the year ending December 31, 2025.

1756 **APPROVED**

1757 On motion of Ms. Mary Jane P. Baluyot, duly seconded by of Ms. Perona, it was moved to
1758 adopt;

1759 **GENERAL ASSEMBLY RESOLUTION NO. 020-2025**

1760 **RESOLUTION APPROVING THE EARMARKING OF OPTIONAL FUND FOR THE 2025
1761 AND ONWARDS, TO WIT: A.) 70% FOR LAND AND BUILDING, AND B.) 30% FOR
1762 DIGITALIZATION**

1763 **WHEREAS**, under SAMULCO's amended By-Laws, seven percent (7%) of the net surplus shall
1764 be set aside as Optional Fund;

1765 **WHEREAS**, as provided in Article VIII, Section 1, item 1.d of the said Bylaws, such Optional
1766 fund is said to be used for land and building and other necessary acquisitions;

1767 **WHEREAS**, with the intention of providing efficient and timely services to the members,
1768 SAMULCO management DEEMS it necessary to acquire capital intensive computer hardware
1769 and software through the use of such optional fund;

1770 **WHEREAS**, 30% of the Optional Fund Shall be earmarked for this purpose.

1771 **NOW, THEREFORE, BE IT RESOLVED**, as it is hereby resolved, to approve that beginning
1772 **2025 and onwards**, the allocation of the Optional Fund shall be as follows:
1773 a) **Seventy percent (70%) for land and building;** and
1774 b) **Thirty percent (30%) for digitalization.**

1775 **RESOLVED FURTHER**, that the management is hereby authorized to implement this
1776 allocation and ensure that all expenditures from the Optional Fund are in accordance with the
1777 Cooperative's By-Laws and relevant Board policies.

1793 **APPROVED**

1794
1795 On motion of Mr. Lope A. Calotes, duly seconded by Ms. Jessica J. Teves, it was moved to
1796 adopt;

1797 **GENERAL ASSEMBLY RESOLUTION NO. 021-2025**

1799 **RESOLUTION APPROVING THE ROLL OVER/RENEWAL OF THE TIME DEPOSITS**
1800 **PLACED IN VARIOUS BANKS AND COOPERATIVE FEDERATIONS FOR THE YEAR**
1801 **2025, AS DETERMINED BY THE BOARD**

1803 **WHEREAS**, SAMULCO maintains investments and time deposits with various banks and
1804 cooperative federations;

1806 **WHEREAS**, some of these investments mature within the calendar year;

1808 **WHEREAS**, to improve efficiency, the General Assembly approves the roll-over or renewal of
1809 these investments and time deposits, upon proper determination of the Board.

1811 **NOW, THEREFORE, BE IT RESOLVED**, as it is hereby resolved, to approve the roll-over or
1812 renewal of the time deposits placed in various banks and cooperative federations for the year
1813 2025, subject to the evaluation and determination of the Board regarding rates, terms, and
1814 placement;

1815 **APPROVED**

1817 On motion of Ms. Sorales, duly seconded by Ms. Norma Vosotros (CID No.0001-0034780-6,
1818 Monteverde Branch), it was moved to adopt;

1819 **GENERAL ASSEMBLY RESOLUTION NO. 022-2025**

1821 **RESOLUTION APPROVING ADDITIONAL DISQUALIFICATION OF OFFICER**

1823 **WHEREAS**, the Board has reviewed and revised the Code of Governance and Ethical
1824 Standards (CGES);

1826 **WHEREAS**, Section 32 of said CGES provides sanctions for some offenses, which include
1827 termination of membership;

1829 **WHEREAS**, a terminated member may still be allowed to re-apply for membership;

1831 **WHEREAS**, by virtue of the 2019 Amended By-laws Art IV Sec 4(j), the general assembly
1832 provide disqualification through a resolution;

1834 **NOW, THEREFORE, BE IT RESOLVED**, the General Assembly resolves as it is hereby
1835 resolved to perpetually disqualify any officer who has been meted with above penalty under
1836 the CGES, to hold any office and position in SAMULCO.

1838 **APPROVED**

1840 On motion of Mr. Lope A. Calotes, duly seconded by Ms. Agnes Tero, it was moved to adopt;

1841 **GENERAL ASSEMBLY RESOLUTION NO. 023-2025**

1843 **RESOLUTION APPROVING THE AVAILMENT P3 PROGRAM OF SMALL BUSINESS**
1844 **CORPORATION (SBC) UNDER DTI FINANCING PROGRAM**

1846 **WHEREAS**, the availment is the conduct of the provision of Section 11 of Article 2 of Articles
1847 of Cooperation;

1849 **WHEREAS**, that SBC and SAMULCO enter into a Memorandum of Agreement to provide
1850 financial loans to the small and medium entrepreneurs of SAMULCO;

1852 **WHEREAS**, the Board of Directors endorse the MOA for the Approval of General Assembly.

1854 **NOW, THEREFORE, BE IT RESOLVED**, as it is hereby resolved, to approve the availment
1855 of the **P3 Program** of Small Business Corporation under the DTI Financing Program, and to

1856 authorize the execution of the corresponding **Memorandum of Agreement** between SBC
1857 and SAMULCO.

APPROVED

1859 **Dayong Policy**

1860 On the other sheet of page 61, a resolution is presented amending the Dayong Program. Last
1861 year, several proposals and presentations were made regarding the said program, prompting
1862 the Board to create an Ad Hoc Committee to thoroughly study the related issues and concerns.
1863

1864 At present, the Board is prepared to present the proposed amendments to the Dayong Policy,
1865 which include the previously considered options of a ₱5.00 and ₱10.00 Dayong contribution.
1866 Director Lisondra provided the latest updates on the developments and revisions of the
1867 Dayong Program.
1868

1869 Major Revision:

- 1870 ➤ Open to all members who voluntarily enroll who are 18-65 years old.
- 1871 ➤ To enroll as a member of Dayong, a member register in person or via
1872 videoconferencing for online members.
- 1873 ➤ All members will enroll/sign a new Dayong Membership Form and check what the
1874 option of your contribution whether P5 or P10. Upon submission of the membership
1875 form, the member can no longer change to higher P10 pledge anytime.
- 1876 ➤ Online payment (G-cash, banks and e-services)
- 1877 ➤ Auto Debit from distribution of ISCPN annually
- 1878 ➤ Member must ensure that his/her Dayong savings is replenished regularly at least
1879 monthly or when balance falls below P100.00 to keep Dayong membership active.
- 1880 ➤ More than ninety (90) days is considered delinquent and is a ground for
1881 disqualification.
- 1882 ➤ A member can reactivate his/her membership within thirty (30) days upon
1883 replenishment of the missed contribution, which should not be less than P500.00.
- 1884 ➤ SAMULCO shall notify the member of the lacking balance from the insufficient ISCPN
1885 through text or any means of communication. The allowed 90-day shall commence on
1886 the date the notice was sent to the member.
- 1887 ➤ If your pledge is P10, all Dayong members with the same pledge will contribute the
1888 same. The same applies to members that pledges P5.
- 1889 ➤ Dayong benefits shall be based on the amount contribution collected and released
1890 during the 1st week of the month.
- 1891 ➤ With missed contributions up to the maximum of three (3) months prior to the
1892 member's death, the total missed contributions shall be deducted from benefit.
- 1893 ➤ When a Dayong member dies beyond the 90-day grace period, instead of full Dayong
1894 Benefit, proportionate benefit shall be given depending on the number of years of
1895 continuous contribution prior to date of the death of member. Continuous contribution
1896 shall mean at least 85% of the assessed contributions for the year was paid.
- 1897

1898 On motion of Ms. Paz Y. Barcena (CID No. 0001-0010333-2, Monteverde Branch), duly
1899 seconded by Ms. Estrella D. Sayson (CID No. 0001-0007707-2, Monteverde Branch), it was
1900 moved to adopt;

1901 **GENERAL ASSEMBLY RESOLUTION NO. 024-2025**

1902 **RESOLUTION APPROVING THE REVISED DAYONG POLICY**

1903 **RESOLVED, AS IT IS HEREBY RESOLVED**, to approve the Revised Dayong Policy

1904 **APPROVED**

1905 Member Godofredo Rangas inquired about any existing plans for the consolidated statement
1906 amounting to ₱34 million. He expressed his intent to propose a resolution for the purchase of
1907 memorial lots.

1908 COO Salazar clarified that the Dayong Savings Fund had a balance of ₱14,734,000 as of
1909 December 31, 2024. This represents the total savings of all members enrolled in the Dayong
1910 Program. Meanwhile, the fund referred to as Mortuary Fund B had a balance of ₱19,337,687
1911 as of the same date. One of the major projects funded under Mortuary Fund B is the
1912 acquisition of four (4) Dayong Vans, which serve as a return service to members. The use of
1913 the Dayong Van is offered free of charge to the family whenever a member passes away.

1920
1921 Dir. Lisondra acknowledged that while the proposal to purchase memorial lots is
1922 commendable, the Board of Directors has a different strategic plan for the fund. The current
1923 allocation is intended to support services that provide direct benefit or return service to the
1924 members.
1925
1926 Nonetheless, the Chairperson noted the suggestion and assured that it will be considered.
1927
1928 Member Rodilina B. Marte (CID No. 0001-0016211-4, Monteverde Branch) raised a point of
1929 clarification, noting that the Dayong contribution used to be fixed at ₱10.00, but now offers
1930 two options: ₱5.00 and ₱10.00. She inquired about the implications of this change,
1931 particularly pointing out that under the ₱10.00 contribution, the highest benefit reached was
1932 ₱299,000.00. She questioned what would happen under the ₱5.00 contribution, emphasizing
1933 that with members pledging different amounts, the benefit payout could be affected,
1934 potentially reducing the benefits for those pledging the lower amount.
1935
1936 Dir. Lisondra confirmed that this would indeed be the case. If a member has pledged ₱5.00,
1937 then the contribution to the Dayong benefit will also be based on that amount, resulting in a
1938 proportionately lower benefit. She further explained that the Board of Directors will review
1939 the performance and outcomes of the Dayong Program at the end of 2025, and periodically
1940 thereafter, to assess the effects of the ₱5.00 and ₱10.00 contribution options.
1941
1942 Meanwhile, Member Rosalina Avila (CID No. 0001-0003435-4, Monteverde Branch) expressed
1943 concern about her neighbor—a member of the cooperative for 55 years and reportedly
1944 active—who received only a small amount of Dayong benefit upon her passing.
1945
1946 Dir. Lisondra advised her to visit the office and check the records of the concerned member.
1947 She explained that the full Dayong benefit is dependent on consistent contributions, and there
1948 may have been missed payments. Only the official records can confirm the complete history
1949 and determine the reason for the reduced benefit.
1950
1951 A member raised an inquiry regarding the computation of Dayong benefits, noting that with
1952 47,000 Dayong members and a contribution of ₱10.00 per member, a simple calculation would
1953 suggest a benefit of ₱470,000. However, as previously mentioned, the actual benefits
1954 distributed vary, with some beneficiaries receiving only ₱200,000 or ₱100,000.
1955
1956 The member further commented that with the introduction of the ₱5.00 and ₱10.00 pledge
1957 options, it becomes difficult for the beneficiaries to audit or estimate the expected benefits.
1958 For instance, if only 5,000 members are contributing ₱10.00 and the rest are contributing
1959 ₱5.00, there is no straightforward way for a beneficiary to determine the final amount to be
1960 received.
1961
1962 Dir. Lisondra responded that not all Dayong members are active contributors to the fund.
1963 Contributions vary, and not all are up to date. The member was advised to visit the office for
1964 further assistance and a more detailed explanation of the specific case.
1965
1966 Another member requested a brief moment to express a concern regarding the new Dayong
1967 policy, specifically the use of the "date of reckoning" as a basis for determining benefits, which
1968 are now applied through a bracketing system.
1969
1970 The Chairperson explained that the bracketing of benefits is meant to address cases where
1971 members have missed contributions. In such cases, any deficiency in the expected benefit
1972 amount is considered a donation from SAMULCO. To comprehensively address all related
1973 concerns, the Chairperson proposed the conduct of an ownership meeting focused solely on
1974 the Dayong Program.
1975
1976 Furthermore, the Chairperson addressed concerns raised on the online platform, particularly
1977 a comment suggesting that SAMULCO's financial position may be at risk. The Chairperson
1978 reassured the assembly that the cooperative recently received an unqualified opinion from
1979 one of the country's largest auditing firms. This opinion affirms that there were no material
1980 misstatements in the financial statements, and that all figures are supported by complete
1981 documentation. Despite operational challenges, the management successfully met its targets.
1982

1983 Lastly, the Chairperson proudly announced that SAMULCO received the prestigious **Aurora Award** in October 2024, recognizing it as one of the "Liquid Billionaire Cooperatives" in the country. According to the Cooperative Development Authority (CDA), SAMULCO remains one of the most financially stable and liquid cooperatives in Davao City.

RESULTS OF THE PROPOSED AMENDMENT ON ARTICLE OF COOPERATION AND BY-LAWS.

PROPOSED AMENDMENT ON AOC AND BY-LAWS	YES	NO
1. Membership Age Limit	4100	1454
2. Membership Share Subscription	4210	1298
3. Membership Notification of Termination	4943	469
4. Board of Directors New Disqualification	5136	293
5. Board of Directors New Disqualification	4910	509
6. Composition of Audit Committee	4,884	603
7. Qualification of Audit Committee Members	5275	219
8. Composition of Election Committee	4775	664
9. Qualification of Election Committee Members	5292	145
10. Capital Build-up Contribution	4257	1269

1990 The Members Entitled to Vote for this General Assembly is 10,039, and the 2/3 votes shall reach 6,693. Unfortunately, not a single proposed amendment reached the 2/3 vote. With the result, the proposed amendments for 2025 are not carried.

RESULTS OF THE ELECTION OF THE BOARD OF DIRECTORS AND COMMITTEE OFFICERS

Proclamation of the Winning Candidates

Before announcing the winners for this year election, ELECOM Vice-Chairperson Bautista read first the notice of disqualification. This addressed to one of the candidates in Election Committee, Ms. Normelita Mosinabre. The Election Committee hereby notifies Ms. Mosinabre of her disqualification for the Election Committee in the recently concluded SAMULCO ARGAM Elections 2025 for violating the Article 4, section 3 letter f of SAMULCO the By-laws which states must not be delinquent in paying loans and other obligations during the calendar year prior to the General Assembly subject to the specific guidelines promulgated by the Board of Directors.

Based on the records, Ms. Mosinabre incurred delinquency in her financial obligations with SAMULCO on three (3) occasions in the cooperative year 2024 which constitutes a violation of the aforementioned provision. As a result, she is deemed ineligible to hold an elective position in the Election Committee. Furthermore, all votes acquired under her name during the SAMULCO ARGAM 2025 shall be declared stray and shall not be counted in the official election result.

Moving on, ELECOM Chairperson announced and declared the official winners of the 2024 SAMULCO Election.

CANDIDATES	CAST VOTES	REMARKS
Board of Directors		
1. Judy Ramirez Vasquez	4,280	Elected and Proclaimed
2. Glenn Remorosa Villacuer	4,240	Elected and Proclaimed
3. Tessie Millan Librando	4,187	Elected and Proclaimed
4. Leo Belleza Delgra	4,161	Elected and Proclaimed
5. Daisy Tomas Obero	4,096	Elected and Proclaimed
Audit Committee		
1. Nelly Lisondra Esperanza	3,581	Elected and Proclaimed
2. David Dela Cruz Joves	3,471	Elected and Proclaimed
3. Rebecca Salvo Caslib	3,229	
Election Committee		
1. Reynaldo Malto Sajolan	4,607	Elected and Proclaimed

2017

2018 With the authority granted to Election Chairperson Erlinda M. Tuble, she officially proclaimed
2019 the 55th General Assembly Meeting elections winners for the Board of Directors, Audit
2020 Committee, and Election Committee.

2021
2022 The Chairperson of the Board Annabelle I Opamin, CPA thanked the members and the officers
2023 for attending the 56th General Assembly.

2024
2025 **ADJOURNMENT:** The business assembly ended at 04:04 p.m. followed by the Raffle Draw.

2026

2027

2028

2029 Prepared by:

2030

2031

2032

2033

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2035

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2037

2038

2039

2040

2041

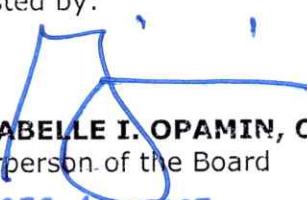
2042

2043


AIREEN L. OXALES

Acting Board Secretary

Attested by:


ANNABELLE I. OPAMIN, CPA.

Chairperson of the Board

SEP 15 2025

SUBSCRIBED AND SWORN to before me this SEP 15 2025 in Davao City,
Philippines, by **AIREEN L. OXALES** who exhibited to me her TIN # at Davao City, Philippines.

Doc No. 282

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Book No. 5

Series of 2025



ATTY. NIEL VIC T. SUAYBAGUIO

Serial No. 2025-254-2026

Notary Public for Davao City
until December 31, 2026

Roll No. 87511

IBP No. 481409 • 12-06-2024 • Davao City

PTR No. 0669037 • 01-06-2025 • Davao City
G/F, District 301-E Lions Foundation Bldg.,
Candelaria St., Ecoland, Davao City

56th General Assembly Minutes