



**Armed Forces and Police
Mutual Benefit Association, Inc.**
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NOTICE OF ANNUAL GENERAL MEMBERSHIP MEETING

NOTICE IS HEREBY MADE that, in light of the COVID-19 pandemic and the current community quarantine regulations being enforced in the country, the Annual General Membership Meeting (AGM) of the Armed Forces and Police Mutual Benefit Association, Inc. (AFPMBAI) will be conducted on 11 July 2020 at 9 A.M. via video conference.

The Order of Business of the meeting is as follows:

1. Call to Order

The Chief of Staff of the Armed Forces of the Philippines and Chairman of the AFPMBAI will preside over the meeting and call the meeting to order.

2. Proof of Notice of the Meeting

The Corporate Secretary will confirm that the Notice and Order of Business for the Annual General Membership Meeting (AGM) on 11 July 2020 was duly published in at least two (2) newspapers of general circulation, and that the Association has complied with the required notices pursuant to Article V, Section 3 of the Bylaws.

3. Proof of Presence of Quorum by the Corporate Secretary

The Corporate Secretary will certify the existence of a quorum, in accordance with Article V, Section 4 of the Bylaws, by stating the number of regular members virtually present and by proxy as of the end of the registration period. He will also introduce each member of the Board of Trustees to the members virtually present.

4. Opening Remarks

The Chairman of the Board will deliver his opening remarks to the members.

5. Approval of the Minutes of the AGM held on 18 May 2019

The members virtually present and by proxy will be asked to approve the Minutes covering the AGM held on 18 May 2019. A summary of the Minutes has been uploaded in the AFPMBAI website (www.afpmbai.com.ph) shortly after the 2019 AGM.

6. Matters Arising from the Minutes of the Previous Meeting

The Chairman and presiding officer of the AGM will ask the members virtually present if they have matters to raise regarding the Minutes of the 2019 AGM. If there

are matters raised, these will be discussed thoroughly, with the members of the Board and of Management responding to all queries.

7. Report of the President and CEO

The President of AFPMBAI will deliver a detailed assessment of the Association's performance from January to December 2019, including significant accomplishments, operational milestones and financial performance. The members virtually present will also be given an opportunity to ask questions and clarify issues before the report is noted by the body.

8. Ratification of the Acts and Resolutions of the Board of Trustees, Corporate Officers, and Management

The members virtually present will be asked to ratify the acts and resolutions of the Board of Trustees, Corporate Officers, and Management covering the period April 1, 2019 to June 30, 2020.

9. Report of the Audit Committee

The Chairman of the Audit Committee shall report on AFPMBAI's external auditor, internal audit quality assessment, control environment and activities, and risk assessment.

10. Report of the Governance Committee

The Chairman of the Governance Committee shall report matters pertaining to the Bylaws of the Association, as well as on the performance of the Board for CY 2019.

11. Report of the Nomination Committee

The Chairman of the Nomination Committee will present the roster of candidates for trustees, as well as trustees seeking re-election, including their profiles. He will also explain the nomination process to the members.

12. Election of the Members of the Board of Trustees

The members virtually present and by proxy will be given the opportunity to individually elect the members of the Board of Trustees for CY 2020-2021. The Chairman of the Committee on Election (COMELEC), who will come from the Judge Advocate General Service (JAGS), will explain to the body the rules on election of the members of the Board, after which the floor shall be open for election of the fifteen (15) members of the Board of Trustees, including three (3) independent trustees. After the votes for each Board seat has been counted, the Chairman of the COMELEC shall proclaim the duly elected members of the Board.

13. Oath-Taking of the Members of the Board of Trustees

The COMELEC Chairman will officiate the oath-taking of the newly-elected members of the Board of Trustees.

14. Other Matters

The Chairman of the Board of Trustees will inquire from the members virtually present if there are other matters they would like to raise or issues they would like to discuss regarding AFPMBAI. If there are matters raised, the members of the Board and Management will respond to each query.

15. Adjournment

After all the matters in the Order of Business have been taken up and resolved, and should there be no other matters to discuss, the meeting will be adjourned by the Chairman upon the agreement of the members present.

All Regular Members of the Association as of 30 April 2020 are entitled to attend. Pre-registration for the video conference will begin on 11 June 2020 at 12 Noon and end on 18 June 2020 at 12 Noon through: <https://afpmbai-agm.outsystemscloud.com/AGM2020/registration.aspx> Only those regular members who have successfully pre-registered may attend the meeting virtually and will have access to the materials for the meeting by 12 Noon of 1 July 2020.

Pre-registered members are requested to start voting immediately after receiving an official invitation through e-mail by 12 Noon of 10 July 2020, or not later than 7 AM of 11 July 2020. Upon voting, the member will be considered registered for the event and will receive a confirmation notice together with the link to the virtual meeting. Members who are not able to vote by 7 AM of 11 July 2020 will not be included in the list of registered members who can join the AGM on 11 July 2020.

Registered members are requested to be in the virtual meeting room by 7:30 AM of 11 July 2020 by clicking the link to the meeting sent to their e-mail addresses. Registered members who are not able to come into the meeting room by 7:30 AM of 11 July 2020 will no longer be able to join the meeting.

Further instructions on the conduct of the meeting and voting procedures may be found in the AFPMBAI website: www.afpmbai.com.ph.

Proxy forms are available at our Head Office, Branches and Extension Offices, and the AFPMBAI Website, for those who will not be able to attend the meeting. The Corporate Secretary may be reached at bd.relations@afpmbai.com.ph for the submission of duly-accomplished proxy forms. Deadline for the submission of duly accomplished proxy forms is at 12 Noon of 18 June 2020.

ATTY RENATO A DAVID
Corporate Secretary