# Republic of the Philippines Office of the President

# COCONUT INDUSTRY INVESTMENT FUND OIL MILS GROUP (CIIF-OMG)

# (LEGASPI OIL COMPANY, INC., SAN PABLO MANUFACTURING CORPORATION, SOUTHERN LUZON COCONUT OIL MILL, INC., CAGAYAN DE ORO OIL COMPANY, INC., GRANEXPORT MANUFACTURING CORPORATION, ILIGAN

4th floor, Palacio Del Gobernador, Gen. Luna St. Intramuros Manila

# COCONUT INDUSTRY INVESTMENT FUND OIL MILLS GROUP BOARD OF DIRECTORS' ACCOMPLISHMENT REPORT FOR THE YEAR 2023

**COCONUT INDUSTRIES, INC.)** 

January 12, 2023 Special Board Meeting

# Members Present:

Emilio S. Teng – Chairman Ramon A. Salvilla, Sr. Edgar B. Perez Aquilino D. Trinidad Oscar T. Pialago, Sr. Reena Lilma N. Nieva Elmer C. Beltejar Ferdinand M. Sacmar Jose Saturnino O. Velasco Vianney D. Garol Jamil Hadji Usman Nelbert Poculan Alvin Jose B. Felizardo Alexander Martos

# **Matters Discussed:**

# 1. Finance, Budget and Remuneration Committee

- a. 2023 Corporate Budget Presentation
- b. Request for Approval of Landbank's *Template Secretary's Certificate* (Re: Landbank's Online Payment Facility)
- c. Designation of the General Accounting Manager (Ms. Amelita S. Orate) as the Duly Authorized Signatory and Online Payment Processor/Approver of All Tax Payments of the CIIF Companies through Landbank's Online Facility

- a. Presentation of Memorandum of Agreement and Deed of Confirmation (Re: Private Warehouse Being Occupied by the Palawan CBS)
- b. Update (Re: Transfer of the CIIF Employees' Social Insurance/Social Security Coverage from SSS to GSIS)
- c. Update (Re: Draft Supply Agreement for SPMC's Production of Private Label Margarine)
- d. Designation of Ms. Fatima Gal as SPMC's Authorized Representative in the NLRC Settlement Conference (Re: Case of Mr. Pepe Polleros)
- e. Procurement-Related Concerns
- e.1. Request for Approval of Procurement Contracts Pending Review of the OGCC
  - i. Transport of Legaspi Oil's CNO to SPMC Plant
  - ii. Procurement of Activated Carbon
  - iii. Procurement of Activated Bleaching Earth
  - e.2. Authorization of the Acting President/CEO to Sign Certificates of RA 9184 Compliance on Behalf of the HOPE (OGCC Requirement)
  - f. Reconstitution of the Committee on Anti-Red Tape
- 3. Core Business Development and Coconut Farmers' Welfare Committee
  - a. Oil Milling Performance for the Month of December 2022
  - b. Minola Sales Update (January to December 2022)

# January 27, 2023 Regular Board Meeting

# Members Present:

Emilio S. Teng - Chairman

Carlo Luis Peralta Rabat - Acting President and CEO

Ramon A. Salvilla, Sr.

Edgar B. Perez

Aquilino D. Trinidad

Oscar T. Pialago, Sr.

Reena Lilma N. Nieva

Elmer C. Beltejar

Ferdinand M. Sacmar

Danilo V. Arocena

Jose Saturnino O. Velasco

Vianney D. Garol

Jamil Hadji Usman

Nelbert Poculan

Alvin Jose B. Felizardo

Alexander Martos

#### **Matters Discussed:**

#### 1. Risk and Audit Committee

- a. Summary of Internal Audit Reports (1 November 2022 to 31 December 2022)
- b. 2023 Audit Plan
- c. Amendment of BOD Resolution No. 2022-214 [Re: Claims of Mr. Angelito Aton]
- d. Designation of Authorized Representative to Sign and Execute the Packing List Associated with the Transactions with Mitsui
- e. Approval of Procurement Contracts Incorporating the Revisions and Comments of the OGCC/ Issuance of the Corresponding Notices to Proceed
  - e.1. SPMC's Procurement of Ammonia Compressor
  - e.2. SPMC's Procurement of Screw Compressor
  - e.3. SPMC's Procurement of Butter Flavoring for Butter Oil Substitute
- f. Amendment of BOD Resolution No. 2022-229 [Re: Authority to Settle Issues Relating to the CPDA]/Ratification of Terms of Settlement [Re: Issues Relating to the CPDA]

# 2. Finance, Budget and Remuneration Committee

- a. Lapsing Schedule and Financial Ratios
- b. Financial Performance for the Month that Ended on 31 December 2022
- c. Financial Performance as of 31 December 2022
- d. Copra Buying Performance as of 31 December 2022
- e. Cash Position as of 25 January 2023
- f. 2023 Annual Procurement Plan Presentation
- g. Request for Updating of Bank Signatories
  - g.1. Valhalla Properties Limited, Inc.
  - g.2. TODA Holdings, Inc.
  - g.3. Legaspi Oil Company, Inc.

# 3. OTHER MATTERS

- 1. Updates
  - i. Ombudsman Complaint Filed by a Former SPMC Employee
  - ii. Draft Supply Agreement [Re: SPMC's Production of Private Label Margarine]
- 2. Designation of the respective Resident Plant Managers as authorized signatory to the Sworn Statement for insurance claims

# February 10, 2023 Special Board Meeting

# Members Present:

Emilio S. Teng - Chairman

Carlo Luis Peralta Rabat - Acting President and CEO

Ramon A. Salvilla, Sr.

Edgar B. Perez

Aquilino D. Trinidad

Oscar T. Pialago, Sr.

Reena Lilma N. Nieva

Elmer C. Beltejar

Ferdinand M. Sacmar

Jose Saturnino O. Velasco

Vianney D. Garol

Jamil Hadji Usman

Nelbert Poculan

Alvin Jose B. Felizardo

**Alexander Martos** 

#### **Matters Discussed:**

# 1. Finance, Budget and Remuneration Committee

- a. Proposed Amendment of the 2023 Corporate Budget
- b. Matters Relating to CIIF-OMG's Annual Procurement Plan for 2023
  - b.1. Amendment of SPMC and Granexport's Annual Procurement Plan
  - b.2. Presentation of Legaspi Oil's Annual Procurement Plan for 2023
- c. Designation of SPMC as Procuring Agent of Granexport, Legaspi Oil, SOLCOM and CAGOIL
- d. Feasibility Study (Re: Courses of Actions that Could be Taken to Address the Losses Being Sustained by the Legaspi Oil-Arimbay Plant)
- e. Proposed Amendment to the CAPEX Policy

- a. Procurement-Related Concerns
  - a.1. Ratification of CIIF-OMG's Capital Expenditures
  - a.2. Resort of the CIIF Companies to Negotiated Procurement Direct Retail Purchase
  - a.3. Renewal of the Technical Working Groups' Delegated Authority to:(1) Conduct CIIF-OMG's Shopping and Small Value Procurement;and (2) Sign the Corresponding Abstract of Quotations

- a.4. Designation of Authorized Signatories to the Certificate of Availability of Funds that Correspond to CIIF-OMG's Procurement of Goods and Services
  - Head-Cash Management Unit (For Small Value and Shopping)
  - a.4.2. Corporate Treasurer (For Competitive Bidding and Alternative Modes of Procurement Other than Small Value and Shopping)
- Matters Relating to the Insurance of Legaspi Oil's Davao City Plant b. **Properties**
- Presentation of Draft Memorandum of Agreement (Re: Supply of Copra c. to the CIIF Companies)
- d. Dissolution and Liquidation of the 14 Holding Companies
- Updating of CIIF OMG's Representative to the GOCC Leadership e. Management System (GLMS) under the Integrated Corporate Reporting System (ICRS)
- f. Updating of the CIIF Companies' Representatives for Transactions with the Intellectual Property Office
- Designation of Signatories to LBP's WeAccess System g.
- Designation of Authorized Representative/s for Processing of Legaspi Oil-Davao City Plant's Request for Copies of Building and Occupancy **Permits**
- i. Matters Relating to Manila Refining Corporation's Subscription to Landbank's Internet Banking Facility

# 3. Core Business Development and Coconut Farmers' Welfare Committee

- a) Oil Milling Performance for the Month of January 2023
- b) SPMC Sales Update (as of January 2023)
- c) Presentation of Feasibility Study (Re: Masbate Copra Buying Station)

# February 27, 2023 Regular Board Meeting

#### Members Present:

Emilio S. Teng – Chairman Carlo Luis Peralta Rabat - Acting President and CEO Ramon A. Salvilla, Sr. Edgar B. Perez Aquilino D. Trinidad Oscar T. Pialago, Sr. Reena Lilma N. Nieva Elmer C. Beltejar

Ferdinand M. Sacmar

Jose Saturnino O. Velasco

Vianney D. Garol Jamil Hadji Usman Nelbert Poculan Alvin Jose B. Felizardo Alexander Martos

#### **Matters Discussed:**

#### 1. Risk and Audit Committee

- a. Immediate Approval of Procurement Contracts/Issuance of the Corresponding Notices to Proceed, Subject to the Comments and Recommendations of the OGCC
- a.1. SPMC's Procurement of Activated Carbon
- a.2. SPMC's Procurement of Hydrogenated RBD Palm Oil Stearin
- b. Labor Claim of Mr. Teofilo Prada
- c. Issues and Concerns (Re: Lease of Private Warehouse Being Occupied by the Palawan CBS)
- d. Presentation of Draft Copra Supply Agreement with Consolidators
- e. Liquidation of ILICOCO, SOLCOM and 14 Holding Companies
- f. Amendment of Board Resolution (Re: Designation of Authorized Signatories to the Certificate of Availability of Funds that Correspond to CIIF-OMG's Procurement of Goods and Services)

# 2. Finance, Budget and Remuneration Committee

- a. Financial Performance for the Month Ended on 31 January 2023
- b. Copra Buying Performance as of 31 January 2023
- c. Cash Position as of 22 February 2023
- d. Updating of Bank Signatories
  - d.1. Granexport (Surigao Branch)
  - d.2. Legaspi Oil Company, Inc. (Davao Branch)
  - d.3. SPMC (Batangas Branch)
  - d.4. 14 Holding Companies
- e. Application of Corporate Credit Card with the Land Bank of the Philippines
- f. Award of Contracts
  - f.1. Lease of Parking Spaces
  - f.2. Engagement of Highly Confidential/ Technical Consultants for the Office of the CIIF-OMG President
    - f.2.1. For Operations
    - f.2.2. For Administration, External Affairs, Research and Linkages
  - f.3. Presentation of Feasibility Studies:

- f.3.1. Masbate Copra Buying Station
- f.3.2. Legaspi Oil-Arimbay Plant
- g. Acceptance of Atty. Nancy S. Siy's Resignation as Vice President for Sales and Marketing/Corporate Treasurer
- h. Designation of Mr. Carlos Jason T. Silva as Corporate Treasurer
- i. Nomination of Ms. Marilyn S. Antonino as Vice President for Sales and Marketing
- j. Renewal of License Membership Subscription with GS1 Philippines (For Retention of Barcodes/Company Numbers Assigned to SPMC)
- k. Correction of Allied Board Resolutions (To Expressly Include Approval of Portex Hub's Request to Carry Out its Petroleum Terminal Project on the Leased Premises)
- 1. Outstanding Balance to Globe Telecommunication
- m. Designation of Pres. Carlo Luis P. Rabat as Corporate Designee to the Tagaytay Midlands replacing Director Danilo V. Arocena

# March 10, 2023 Special Board Meeting

# Members Present:

Emilio S. Teng - Chairman
Carlo Luis Peralta Rabat - Acting President and CEO
Ramon A. Salvilla, Sr.
Edgar B. Perez
Aquilino D. Trinidad
Oscar T. Pialago, Sr.
Reena Lilma N. Nieva
Elmer C. Beltejar

Elmer C. Beltejar Fordinand M. Sag

Ferdinand M. Sacmar

Jose Saturnino O. Velasco

Vianney D. Garol

Jamil Hadji Usman

Nelbert Poculan

Alvin Jose B. Felizardo

Alexander Martos

#### **Matters Discussed:**

- 1.a. Updating of Signatories to CIIF-OMG's Bank Accounts, Loans and Foreign Exchange Transactions
- 1.b. Updating of CIIF-OMG's Representatives to the GOCC Leadership Management System (GLMS) component of the Integrated Corporate Reporting System (ICRS)
- 1.c. Reconstitution of the CIIF-OMG Board Committees
- 1.d. Presentation of the Updated Charter of the Governance and Legal Committee
- 1.e. Procurement-Related Concerns

- 1.e.1. Request for the Immediate Approval of the Contract/s Covering the Lease of Parking Spaces/Issuance of the Corresponding Notice to Proceed, Subject to the Revisions and Comments of the OGCC
- 1.e.2. Procurement of Electronic Invoicing System Being Required by the Bureau of Internal Revenue
- 1.e.3. Proposed Amendment to the Annual Procurement Plan [Re: Change in the Mode of Procurement of Items that are Not Available in the PS-DBM]

# 1.f. Updates

- 1.f.1. Alcuizar v. Granexport Manufacturing Corporation
- 1.f.2. Zoning Ordinance Issues Affecting the Palawan Copra Buying Station
- 1.f.3. Issues and Concerns (Re: Pagadian Copra Buying Station)
- 1.f.4. Business Tax Concerns of the Masbate Copra Buying Station
- 1.g. Continuation of Management Study (Re: Closure of the Masbate Copra Buying Station)
- 1.h. Presentation of Draft Memorandum of Agreement (Re: Supply of Copra to the CIIF Companies)
- 1.i. Ratification of Mr. Keith Navarro's Authority to Act as Custodian of Legaspi Oil Arimbay Plant's Petty Cash, Copra and Solid Fuel Revolving Funds
- 1.j. Designation of Ms. Chona Fernadez as CAGOIL's Representative to the PPA
- 1.k. Director Jamil Hadji Usman's Draft Letter to the OP (Re: Increase in the Rates of the Directors' Per Diems)
- 1.l. Update (Re: Globe Telecom's Waiver of Past Internet Charges)

#### 2. Core Business Development and Coconut Farmers' Welfare Committee

- 2.a. Copra Buying and Oil Milling Performance for the Month of February 2023
- 2.b. SPMC Sales Update (as of February 2023)
- 2.c. Director Jamil Hadji Usman's Proposal to Market SPMC's Minola Products in Brunei Darussalam

#### 3. Other Matters

Proposed Amendment to the March and April 2023 Committee Meetings

# March 24, 2023 Regular Board Meeting

# Members Present:

Emilio S. Teng - Chairman

Carlo Luis Peralta Rabat - Acting President and CEO

Ramon A. Salvilla, Sr.

Edgar B. Perez

Aquilino D. Trinidad

Oscar T. Pialago, Sr.

Reena Lilma N. Nieva

Elmer C. Beltejar

Ferdinand M. Sacmar

Jose Saturnino O. Velasco

Vianney D. Garol

Jamil Hadji Usman

Nelbert Poculan

Alvin Jose B. Felizardo

Alexander Martos

#### **Matters Discussed:**

#### 1. Risk and Audit Committee

- a. Issues and Concerns
  - a.1. Lease of Private Warehouse Being Occupied by the Palawan CBS
  - a.2. Change in the Corporate Designee of Manila Refining Corporation's Shares in Tagaytay Midlands Golf Club, Inc.
- b. Presentation of Draft Agreements
- b.1. Supply Agreement (Re: Private Label Margarine)
- b.2. Memorandum of Agreement (Re: OJT of City University of Pasay's Students)

# 2. Finance, Budget and Remuneration Committee

- a. Financial Performance for the Month That Ended on 28 February 2023
- b. Financial Performance as of 28 February 2023
- c. Copra Buying Performance as of 28 February 2023
- d. Cash Position as of 22 March 2023
- e. Matters Relating to Granex USA's (GUSA) Account with CitiBank N.A, Fort Lee, New Jersey, USA.
- f. Report on CIIF-OMG's US Dollar Accounts
- g. Approval of the Revised Charter of the Finance, Budget and Remuneration Committee.

- h. Designation of the Executive Vice President as Alternate Class A Signatory for US Dollar Sales to Land Bank of the Philippines (LBP)
- i. Proposed Amendment to the Annual Procurement Plan

#### 3. Other Matters

Matters Relating to CAGOIL's Unpaid Foreshore Lease Rentals

# April 17, 2023 Special Board Meeting

# Members Present:

Emilio S. Teng – Chairman

Carlo Luis Peralta Rabat - Acting President and CEO

Ramon A. Salvilla, Sr.

Edgar B. Perez

Aquilino D. Trinidad

Oscar T. Pialago, Sr.

Reena Lilma N. Nieva

Elmer C. Beltejar

Ferdinand M. Sacmar

Jose Saturnino O. Velasco

Vianney D. Garol

Jamil Hadji Usman

Nelbert Poculan

Alvin Jose B. Felizardo

Alexander Martos

## **Matters Discussed:**

# 1. Governance and Legal Committee

- a. BIR's Preliminary Assessment Notice (Re: SPMC 2019 LOA)
- b. Presentation of Updated Supply Agreement (Re: Production of Private Label Margarine)
- c. Presentation of CIIF-OMG's Organizational Structure and Staffing Pattern (OSSP)
- d. Draft Memorandum of Agreement (Re: LBP Salary Loan)
- e. Issues and Concerns (Re: Palawan Copra Buying Station)

# 2. Core Business Development and Coconut Farmers' Welfare Committee

- a. Oil Milling Performance for the Month of March 2023
- b. SPMC Sales Update (as of March 2023)

#### 3. Other Matters

Update (Re: Procurement of Security Services)

# April 28, 2023 Regular Board Meeting

# Members Present:

Emilio S. Teng - Chairman Ramon A. Salvilla, Sr. Edgar B. Perez Aquilino D. Trinidad Oscar T. Pialago, Sr. Reena Lilma N. Nieva Elmer C. Beltejar Ferdinand M. Sacmar Jose Saturnino O. Velasco Vianney D. Garol Jamil Hadji Usman Nelbert Poculan Alvin Jose B. Felizardo Alexander Martos

#### **Matters Discussed:**

#### 1. Risk and Audit Committee

- a. Proposed Amendment to Board Resolution (Re: LBP Credit Lines of SPMC, Granexport and Legaspi Oil Company, Inc.)
- b. Approval of Affidavit of Undertaking (Re: Palawan CBS)
- c. Procurement-Related Concerns
- c.1. SPMC's Procurement of Filter Leaves
- c.1.1. Request for Approval of the Contract Incorporating the Revisions and Comments of the OGCC
- c.1.2. Request for Authority to Issue the Corresponding Notice to Proceed
- c.2. Lease of Private Warehouse for the Pagadian (Dumalinao) CBS
- c.2.1. Request for Approval of the Contract and Authority to Issue the Corresponding Notice to Proceed Subject to the Conditions Prescribed under OGCC Opinion No. 044 Series of 2023
- c.3. Updates
- c.3.1. SPMC's Procurement of Bunker Fuel
- c.3.2. SPMC's Procurement of Diesoline
- c.3.3. Granexport's Procurement of Coco Shell and Firewood
- c.3.4. Granexport's Procurement of Diesoline

# d. Presentation of Draft Supply Agreement with Copra Consolidators

# 2. Finance, Budget, Nominations and Remuneration Committee

- a. Financial Performance for the Month that Ended on 31 March 2023
- b. Financial Performance as of 31 March 2023
- c. Copra Buying Performance as of 31 March 2023
- d. Cash Position as of 25 April 2023
- e. Closure of Granexport's LBP Account in Masbate
- f. Designation of Authorized Representative for the Purpose of Making Inquiries in Connection with GUSA's Citibank Account in Texas, USA

# May 12, 2023 Special Board Meeting

# Members Present:

Emilio S. Teng - Chairman Carlo Luis Peralta Rabat - Acting President and CEO Ramon A. Salvilla, Sr.

Edgar B. Perez

Aquilino D. Trinidad

Oscar T. Pialago, Sr.

Reena Lilma N. Nieva

Elmer C. Beltejar

Ferdinand M. Sacmar

Vianney D. Garol

Jamil Hadji Usman

Nelbert Poculan

Alvin Jose B. Felizardo

Alexander Martos

Jose Saturnino O. Velasco

# **Matters Discussed:**

- a. Proposed Amendment of Board Resolution (Re: CIIF Companies' Credit Lines with LBP)
- b. Request for Ratification of the Policy Endorsement (Re: Deletion of the Residential Occupancy Warranty Provision of the GSIS IAR Policy Covering the Plants of Legaspi Oil)
- c. Presentation of Draft Memorandum of Agreement with Copra Consolidators
- d. Procurement-Related Concerns
  - d.1. SPMC, Granexport, Legaspi Oil and SOLCOM's Procurement of Security Services
  - d.2. SPMC's Procurement of RBD Palm Olein

- d.3. SPMC's Procurement of Butter Flavoring
- d.4. Re-grinding/Reconditioning of Granexport's Flaker Rollers and Expeller Tip Cone

# e. Management Requests

- e.1 Updating of Signatories to the Retirement Trust
- e.2. Updating of the Registered User of LBP's WeAccess System

# 2. Core Business Development and Coconut Farmers' Welfare Committee

- a. Salient Points of the CIIF-OMG Operations and Copra Buying Report
- b. SPMC Sales Update

#### 3. Other Matters

- **1.** Portex Hub's Request to Dismantle the Refinery and Pellet Mill Facilities of Legaspi Oil-Davao Plant.
- 2. Issues and Concerns (Re: CIIF-OMG's Malagamot Properties)

# May 26, 2023 Regular Board Meeting

# Members Present:

Emilio S. Teng - Chairman

Carlo Luis P. Rabat - Acting President and Chief Executive Officer

Ramon A. Salvilla, Sr.

Edgar B. Perez

Aquilino D. Trinidad

Oscar T. Pialago, Sr.

Reena Lilma N. Nieva

Elmer C. Beltejar

Ferdinand M. Sacmar

Jose Saturnino O. Velasco

Vianney D. Garol

Jamil Hadji Usman

Nelbert Poculan

Alvin Jose B. Felizardo

#### **Matters Discussed:**

#### 1. Risk and Audit Committee

- a. Discussion on OGCC Issuances
  - a.1. OGCC Opinion No. 067 Series of 2023 (Re: Reconveyance of CIIF-OMG Shares to the Republic of the Philippines)

- a.2. OGCC Memorandum Circular No. 2023-03-A (Re: Supplemental Guidelines for OGCC Contract Review)
- b. Presentation of Draft Supply Agreement with Copra Consolidators
- c. Initial Discussion on SEC's Acquisition of CIIF-OMG's Corporate Headquarters

# 2. Finance, Budget, Remuneration and Nomination Committee

- a. Financial Performance for the Month that Ended on 30 April 2023 (Actual vs. Budget)
- b. Financial Performance as of 30 April 2023 (Actual vs. Budget)
- c. Copra Buying Performance as of 30 April 2023
- d. Cash Position as of 24 May 2023
- e. Designation of Authorized Representative/s in Applying for a PPA Permit to Operate/Provisional Authority to Operate Granexport-Iligan Plant's Port Facility
- f. Updating of the List of Signatories to Granexport's Bank Account with the Land Bank of the Philippines Brookes Point, Palawan Branch
- g. Procurement-Related Concerns

# June 9, 2023 Special Board Meeting

# Members Present:

Emilio S. Teng - Chairman

Carlo Luis Peralta Rabat - Acting President and CEO

Ramon A. Salvilla, Sr.

Edgar B. Perez

Aquilino D. Trinidad

Oscar T. Pialago, Sr.

Reena Lilma N. Nieva

Elmer C. Beltejar

Ferdinand M. Sacmar

Vianney D. Garol

Jamil Hadji Usman

Nelbert Poculan

Alvin Jose B. Felizardo

Alexander Martos

Jose Saturnino O. Velasco

#### **Matters Discussed:**

- a) Proposed Amendment to BOD Resolution No. 2022-243 (Re: Interim Authority of the Executive Vice President)
- b) Proposed Revisions to the MOA with Copra Consolidators

- c) Procurement-Related Concerns
  - c.1. Request for Immediate Execution of Contracts/Issuance of the Corresponding Notices to Proceed
    - c.1.1. SPMC, Legaspi Oil, Granexport and SOLCOM's Procurement of Security Services
    - c.1.2. SPMC's Procurement of Automotive Diesel Oil
    - c.1.3. Granexport's Procurement of:
      - i. Hexane
      - ii. Activated Bleaching Earth
      - iii. Activated Carbon
      - iv. Automotive Diesel Oil
  - c.2. Procurement Updates
    - c.2.1. SPMC's Procurement of:
      - i. Corrugated Carton
      - ii. Hydrogenated RBD Palm Oil Stearin (in Flakes)
    - c.2.2. Granexport's Procurement of:
      - i. Automotive Diesel Oil (Diesoline)
      - ii. Alternative Fuel (Coco Shell and Firewood)
  - c.3. Presentation of Supplemental APP (Re: Lease of Office Space)
- d) Updating of Signatories/Account Numbers of Selected Bank Accounts
  - b) Core Business Development and Coconut Farmers' Welfare Committee
    - a. Study on the Continued Operation of Legaspi Oil-Arimbay Plant
    - b. Payment of the Notarial Fees Associated with the Pagadian (Dumalinao) CBS's Lease Contract
    - c. Amendment of Board Resolution (Re: Payment of Expenses Incurred during the 30 January 2020 Coconut Farmers Regionwide Leaders Forum)
    - d. Salient Point of Business Reports
      - d.1. Oil Milling Performance for the Month of May 2023
      - d.2. Minola Sales Update (as of May 2023)
  - c) Other Matters
    - 1. Presentation of Draft LBP Credit Line Agreement
    - 2. NLRC Complaint of Ms. Rosario Gutierrez

# <u>June 29, 2023</u> <u>Regular Board Meeting</u>

#### Members Present:

Emilio S. Teng – Chairman

Carlo Luis P. Rabat - Acting President and CEO

Ramon A. Salvilla, Sr.

Edgar B. Perez

Oscar T. Pialago, Sr.

Reena Lilma N. Nieva

Elmer C. Beltejar

Ferdinand M. Sacmar

Jose Saturnino O. Velasco

Vianney D. Garol

Jamil Hadji Usman

Nelbert Poculan

Alvin Jose B. Felizardo

Alexander Martos

# **Matters Discussed:**

#### 1. Risk and Audit Committee

- a. Amendment of Board Resolutions (Re: LBP Loan)
- b. Designation of CAGOIL's Authorized Representative (Re: Application for Renewal of Foreshore Lease)

# 2. Finance, Budget, Remuneration and Nomination Committee

- a. CIIF-OMG's Financial Performance as of 31 May 2023
- b. CIIF-OMG's Copra Buying Performance as of 31 May 2023
- c. Cash Position as of 26 June 2023
- d. Procurement Related Concerns
  - d.1. Request for the Approval of Legaspi Oil, Granexport and SPMC's Supplemental APP for Year 2023
  - d.2. 2<sup>nd</sup> Public Bidding for Legaspi Oil, Granexport and SPMC's Procurement of EIS
  - d.3. 2<sup>nd</sup> Public Bidding for Granexport's Procurement of Low Sulfur Fuel Oil
  - d.4. 2<sup>nd</sup> Public Bidding for Procurement of Alternative Fuel (Uncrushed Cocoshell and Firewood)
  - d.5. Request for Extension (Re: CIIF-OMG's Manpower Services)

# e. Presentation of Feasibility Studies and Draft Agreements

- e.1. Restructured Tolling Arrangement Between SPMC and Legaspi Oil
- e.2. Toll Crushing Agreement Between Samar Coco and Legaspi Oil

#### 3. Other Matters:

- 1. Delegation to the Acting President/CEO of the HOPE's Authority to Approve the Release of the BAC Members, TWG Members and other concerned personnel's Honoraria for Successful Public Bidding Activities
- 2. Updating of Authorized Representatives (Re: NLRC Case of Mr. Edmund Alcuizar)
- 3. Expression of Profound Sympathy and Sincere Condolences on the Passing of Director Trinidad
- 4. Appointment of Ms. Ma. Teresa Roa Antonio as New Acting Chairperson of the CIIF-OMG

# July 19, 2023 Special Board Meeting

# Members Present:

Ma. Teresa Roa Antonio- Acting Chairperson
Carlo Luis P. Rabat – Acting President and CEO
Ramon A. Salvilla, Sr.
Edgar B. Perez
Oscar T. Pialago, Sr.
Reena Lilma N. Nieva
Elmer C. Beltejar
Ferdinand M. Sacmar
Jose Saturnino O. Velasco
Vianney D. Garol
Jamil Hadji Usman
Nelbert Poculan
Alvin Jose B. Felizardo
Alexander Martos

# **Matters Discussed:**

- 1. Governance and Legal Committee/Ad Hoc Committee on Legal Matters and Tax Issues
- a. Election of Ms. Ma. Teresa Roa Antonio as Acting Chairperson of CIIF-OMG
- b. Reconstitution of CIIF-OMG Board Committees
- c. Change in CIIF-OMG's Corporate Designee in Makati Sports Club
- d. Case Updates
  - d.1. SPMC 2019 LOA
  - d.2. Retirement Claims
    - i. Mr. Antonio Agus
    - ii. Ms. Rosario Gutierrez

#### iii. Mr. Edmund Alcuizar

# e. Approval/Ratification of Contracts

- e.1. Tolling Agreement with Arimbay Agriventure Corporation
- e.2. Restructured Toll Arrangement Between Legaspi Oil and SPMC
- e.3. Memorandum of Agreement with SEC (Minolakas Program)
- f. Procurement-Related Concerns
- g. Renewal of MOA with OGCC
- h. Resignation of Atty. Jesus Erick F. Sta. Barbara as CIIF-OMG's Vice President for Legal and Compliance

# 2. Finance, Budget, Nomination and Remuneration Committee

- a. Budget Amendment for SPMC, Legaspi Oil and Granexport
- b. Annual Procurement Plan Supplement and Revision for SPMC, Legaspi Oil and Granexport

# 3. Core Business Development and Coconut Farmers' Welfare Committee

- a. Oil Milling and Copra Buying Performance for the Month of June 2023
- b. Minola Sales Update (as of June 2023)

#### 4. Other Matters

- 1. Dispute in Malagamot Properties
- 2. Landbank Loan
- 3. Theft Incident in Arimbay Plant
- 4. Request for Approval of Contract Agreement for the Procurement of HRIS and Payroll with Timekeeping System

# <u>July 31, 2023</u> <u>Regular Board Meeting</u>

# Members Present:

Ma. Teresa Roa Antonio - Acting Chairperson

Carlo Luis Peralta Rabat - Acting President and CEO

Ramon A. Salvilla, Sr.

Edgar B. Perez

Oscar T. Pialago, Sr.

Reena Lilma N. Nieva

Elmer C. Beltejar

Ferdinand M. Sacmar

Jose Saturnino O. Velasco

Vianney D. Garol

Jamil Hadji Usman

Nelbert Poculan

Alvin Jose B. Felizardo

#### Alexander Martos

#### **Matters Discussed:**

#### 1. Risk and Audit Committee

- a. Presentation of Internal Audit Reports
- b. Reconstitution of Board Committees (To Align with the Provisions of the Code of Corporate Governance for GOCCs)
- c. Ratification of Tolling Agreement with Arimbay Agriventure Corporation

# 2. Finance, Budget, Nominations and Remuneration Committee

- a. Copra Buying Performance as of 30 June 2023
- b. Financial Performance for the Month that Ended on 30 June 2023
- c. Financial Performance as of 30 June 2023
- d. Cash Position as of 27 July 2023
- e. Amendment of Board Resolution No. 2023-53 dated 27 February 2023 (Re: Closure/Transfer of Granexport Manufacturing Corporation's LBP Account from Surigao Branch to Surigao San Nicolas Branch
- f. Procurement-Related Concerns
- g. Matters Relating to SPMC's Budget
- h. Supplemental Annual Procurement Plan
- i. Resignation of Atty. Jesus Erick F. Sta. Barbara as CIIF-OMG's Vice President for Legal and Compliance

#### 3. Other Matters

- 1. Update (Re: Reconveyance of CIIF-OMG's Shares to the Republic of the Philippines)
- 2. Memorandum of Agreement with the OGCC
- 3. Updating of Granexport's Representatives in Voluntarily Satisfying the Judgment Award in the Alcuizar Case

# August 11, 2023 Special Board Meeting

# Members Present:

Ma. Teresa Roa Antonio – Acting Chairperson

Carlo Luis Peralta Rabat - Acting President and CEO

Ramon A. Salvilla, Sr.

Edgar B. Perez

Oscar T. Pialago, Sr.

Reena Lilma N. Nieva

Elmer C. Beltejar

Ferdinand M. Sacmar

Jose Saturnino O. Velasco

Vianney D. Garol Jamil Hadji Usman Nelbert Poculan Alvin Jose B. Felizardo Alexander Martos

#### **Matters Discussed:**

# 1. Governance and Legal Committee

- a. Retirement Claims of Ma. Rosario Gutierrez and Edmund Alcuizar
- b. Reconveyance of Shares to the Republic of the Philippines and Request for Retention of Directors' Share
- c. Transfer of CIIF OMG Head Office to Palacio Del Gobernador
- d. Amendment of Various Resolution Relating to the Positions Previously Held by Atty. Jesus Erick F. Sta. Barbara
- e. Procurement-Related Concerns
- f. Memorandum of Agreement of the Re-Structure Tolling Agreement between SPMC and Legaspi Oil Company, Inc.

## 2. Core Business Development and Coconut Farmers' Welfare Committee

- a. Oil Milling and Copra Buying Performance for the Month of July 2023
- b. Minola Sales Update (as of July 2023)

# August 30, 2023 Regular Board Meeting

#### Members Present:

Ma. Teresa Roa Antonio - Acting Chairperson

Carlo Luis Peralta Rabat - Acting President and CEO

Ramon A. Salvilla, Sr.

Edgar B. Perez

Oscar T. Pialago, Sr.

Reena Lilma N. Nieva

Elmer C. Beltejar

Ferdinand M. Sacmar

Jose Saturnino O. Velasco

Vianney D. Garol

Jamil Hadji Usman

Nelbert Poculan

Alvin Jose B. Felizardo

Alexander Martos

#### **Matters Discussed:**

#### 1. Risk and Audit Committee

- a. Presentation of Internal Audit Reports
- b. Case Updates
  - b.1. Ma. Rosario Z. Gutierrez
  - c.1. Antonio E. Agus
- c. Reconveyance of Shares to the Republic of the Philippines
- d. Updating of CIIF-OMG's Representative/s to the GOCC Leadership Management System (GLMS) under the Integrated Corporate Reporting System (ICRS)
- e. Updating of the CIIF Companies' Representatives for Transactions with the Intellectual Property Office
  - i. For the "Minola Mark"
  - ii. For the CIIF OMG Coconut Design; and
  - iii. For the "SPMC Mark"

# 2. Finance, Budget, Nominations and Remunerations Committee

- a. Financial Performance for the Month Ended July 31, 2023 (Actual vs. Budget)
- b. Financial Performance as of July 31, 2023 (Actual vs. Budget)
- c. Accounts Receivables Ageing
- d. Copra Buying Performance as of July 31, 2023
- e. Cash Position as of 24 August 2023
- f. Confirmation of the Appointment of Vice President for Legal and Compliance
- g. Designation of Authorized Signatory for the Closure of Asia United Bank (AUB) Credit Card Lines
- h. Budget Related Concerns
- i. Procurement-Related Concerns

# 3. Other Matters

- 1. Disposal of Scrap Metals at Granexport-Iligan Plant
- 2. Proposed Amendments to BOD Resolution No. 2021-186 dated 15 September 2021 Re: Freedom of Information Manual
- 3. Approval of Loan with Landbank of the Philippines
- 4. Cost Reduction Proposal

# September 8, 2023 Special Board Meeting

#### Members Present:

Ma. Teresa Roa Antonio - Acting Chairperson Carlo Luis Peralta Rabat - Acting President and CEO

Ramon A. Salvilla, Sr.

Edgar B. Perez

Oscar T. Pialago, Sr.

Reena Lilma N. Nieva

Elmer C. Beltejar

Ferdinand M. Sacmar

Jose Saturnino O. Velasco

Vianney D. Garol

Jamil Hadji Usman

Nelbert Poculan

Alvin Jose B. Felizardo

Alexander Martos

#### **Matters Discussed:**

# 1. Joint Meeting of the Governance and Legal Committee and Ad Hoc Committee on Legal Matters and Tax Issues

- a. 2019 SPMC LOA
- b. Amendment of BOD Resolution No.2023-27 dated 27 January 2023 (Re: Designation of Authorized Signatory to the Sworn Statement for Insurance Claims)
- c. Update (Re: CIIF Companies' Procurement Activities)
- d. Interim Authority of the President and CEO/Acting President and CEO in cases when the Chairperson/Acting Chairperson is on Official Leave
- e. Amendment on the Re-Structured Tolling Agreement between San Pablo Manufacturing Corporation and Legaspi Oil Company, Inc.
- f. Updating of Bank Signatory to Granexport Manufacturing Corporation's Account with Land Bank of the Philippines Pagadian Branch

#### 2. Core Business Development and Coconut Farmers' Welfare Committee

- a. Oil Milling and Copra Buying Performance for the Month of August 2023
- b. Minola Sales Update (as of August 2023)

#### 3. Other Matters

1. Meeting with the National Housing Authority on Matters Relating to Malagamut Property

# September 29, 2023 Regular Board Meeting

# Members Present:

Ma. Teresa Roa Antonio – Acting Chairperson Carlo Luis Peralta Rabat – Acting President and CEO Ramon A. Salvilla, Sr. Edgar B. Perez Oscar T. Pialago, Sr. Reena Lilma N. Nieva

Elmer C. Beltejar

Ferdinand M. Sacmar

Jose Saturnino O. Velasco

Vianney D. Garol Jamil Hadji Usman

Nelbert Poculan

Alvin Jose B. Felizardo

Alexander Martos

#### **Matters Discussed:**

#### 1. Risk and Audit Committee

- a) Procurement Related Concerns
  - a.1. Reconstitution of the Bids and Awards Committee and Technical Working Group
  - a.2. Request for HOPE Approval of the following BAC Resolution Recommending Award of Contract for Various Expeller Parts for Granexport
- b) Request for Immediate Execution subject to OGCC Review of the following:
  - b.1. Caustic Soda and Industrial Salt
  - b.2. Aluminum Sulfate
  - b.3. Water Treatment Chemicals
  - b.4. Various Expeller Parts
  - b.5. Manpower for SPMC and LegOil

# 2. Finance, Budget, Nominations and Remuneration Committee

- a. Copra Buying Performance as of August 31, 2023
- b. Financial Performance for the Month Ended August 31, 2023 (Actual vs. Budget)
- c. Financial Performance as of August 31, 2023 (Actual vs Budget)
- d. Account Receivables Ageing

- e. Cash Position as of September 26, 2023
- f. Matters Relating to Executive Order No.150 Series of 2021 Re: Compensation and Position Classification System (CPCS)
- g. Matters Relating to the Budget of the Office of the Corporate Secretary
- h. Budget-Related Concerns
- i. Procurement-Related Concerns
- j. Amendment of BOD Resolution No.2020-237 re: Designation of Authorized Representatives to the Philippine Ports Authority for the Renewal of Cagayan De Oro Oil Company, Inc.'s Foreshore Lease
- k. Designation of Authorized Representative/s for the filing of an Application for the Replacement of "Ask for Receipt" Notice to "Notice to Issue Receipt/Invoice" under RMO No.43-2022 and RMC No.75-2023.
- 1. Designation of President Carlo Luis Rabat as Signatory for all the GUSA IRS E-Filing
- m. Update: Matters Relating to the GUSA Dollar Account

# October 6, 2023 Special Board Meeting

#### Members Present:

Ma. Teresa Roa Antonio - Acting Chairperson

Carlo Luis Peralta Rabat - Acting President and CEO

Ramon A. Salvilla, Sr.

Edgar B. Perez

Oscar T. Pialago, Sr.

Reena Lilma N. Nieva

Elmer C. Beltejar

Ferdinand M. Sacmar

Jose Saturnino O. Velasco

Vianney D. Garol

Jamil Hadji Usman

Nelbert Poculan

Alvin Jose B. Felizardo

**Alexander Martos** 

#### **Matters Discussed:**

- 1. Governance and Legal Committee
  - a. Election of the Chairman and President of the 14 Holding Companies

- b. Updates on Account Receivables
- c. Designation of Authorized Representative to the Philippine Ports Authority for the Renewal of Certificate of Registration/Permit to Operate Covering Legaspi Oil Company, Inc's Private Port Facility located at Sasa, Davao City
- d. OGCC Opinion on the Propriety of Engaging Former Vice President for Legal and Compliance Atty. Jesus Erick F. Sta. Barbara as Corporate Secretary
- e. Matters Relating to the Issuance of Notice of Change of Address of CIIF OMG's Corporate Headquarters to the Palacio Del Gobernador, Intramuros Manila
- f. Procurement-Related Concerns

# 2. Core Business Development and Coconut Farmers' Welfare Committee

- a. Oil Milling and Copra Buying Performance for the Month of September 2023
- b. Minola Sales Update (as of September 2023)

#### 3. Other Matters

- 1. Designation of Authorized Representative for Filing Prospective Amnesty Application with the Security and Exchange Commission
- 2. CIIF-OMG Cases (Re: Mooring Dolphin Incident and Usurpation of Malagamot Properties)

# October 27, 2023 Regular I Board Meeting

#### Members Present:

Ma. Teresa Roa Antonio - Acting Chairperson Carlo Luis Peralta Rabat - Acting President and CEO

Ramon A. Salvilla, Sr.

Edgar B. Perez

Oscar T. Pialago, Sr.

Reena Lilma N. Nieva

Elmer C. Beltejar

Ferdinand M. Sacmar

Jose Saturnino O. Velasco

Vianney D. Garol

Jamil Hadji Usman

Nelbert Poculan

Alvin Jose B. Felizardo

Alexander Martos

#### Matters Discussed and Approved:

#### 1. Risk and Audit Committee

- a. Internal Audit Accomplishment Reports (21 September 2023 25 October 2023)
- b. Updates on CIIF OMG Properties and Insurance Policies

# 2. Finance, Budget, Nominations and Remunerations Committee

- a. Copra Buying Performance as of September 30, 2023
- b. Financial Performance for the Month Ended September 30 2023 (Actual vs. Budget) and Financial Performance as of September 30, 2023
- c. Updates on Account Receivables
- d. Cash Position as of October 24, 2023
- e. Opening of Peso and Dollar Accounts with the Development Bank of the Philippines ("DBP")
- f. Updating of Signatories for Banco De Oro ("BDO")
- g. Budget-Related Concerns
- h. Procurement-Related Concerns
- i. Presentation of 2021 Audited Financial Statements of the 14 Holding Companies
- j. Compensation of the Corporate Secretary
- k. Matters Relating to Tax Compliance

# November 10, 2023 Special Board Meeting

# Members Present:

Ma. Teres Roa Antonio - Acting Chairperson

Carlo Luis Peralta Rabat - Acting President and CEO

Ramon A. Salvilla, Sr.

Edgar B. Perez

Oscar T. Pialago, Sr.

Reena Lilma N. Nieva

Elmer C. Beltejar

Ferdinand M. Sacmar

Iose Saturnino O. Velasco

Vianney D. Garol

Jamil Hadji Usman

Nelbert Poculan

Alvin Jose B. Felizardo

Alexander Martos

#### **Matters Discussed:**

- a. Matters Relating to the Compensation of the Corporate Secretary
- b. Updates:
  - i. Misappropriation of Corporate Funds by a Former Employee of Legaspi Oil-Arimbay
  - ii. Amendment of the Articles of Incorporation of the Companies Comprising the CIIF-OMG

c. Procurement-Related Concerns

# 2. Core Business Development and Coconut Farmers' Welfare Committee

- a. Oil Milling and Copra Buying Performance for the Month of October 2023
- b. Minola Sales Update (as of October 2023)

# November 24, 2023 Regular Board Meeting

# Members Present:

Ma. Teresa Roa Antonio – Acting Chairperson
Carlo Luis Peralta Rabat – Acting President and CEO
Ramon A. Salvilla, Sr.
Edgar B. Perez
Oscar T. Pialago, Sr.
Reena Lilma N. Nieva
Elmer C. Beltejar
Ferdinand M. Sacmar
Jose Saturnino O. Velasco
Vianney D. Garol
Jamil Hadji Usman
Nelbert Poculan
Alvin Jose B. Felizardo

#### **Matters Discussed:**

Alexander Martos

# 1. Finance, Budget, Nominations and Remunerations Committee

- a. Copra Buying Performance as of October 2023
- b. Financial Performance for the Month Ended 31 October 2023 and Financial Performance as of 31 October 2023
- c. Cash Position as of 22 November 2023
- d. Budget-Related Concerns
- e. Procurement-Related Concerns

## 2. Risk and Audit Committee

- a. Internal Audit Reports (26 October 2023-22 November 2023)
- b. Request for Designation of Authorized Representatives to the City Environment and Natural Resources Office (CENRO), Department of

Environment and Natural Resources for the Application of Miscellaneous Lease Agreement for Cagayan De Oro Oil Company, Inc.

- c. Request for Designation of Engr. Keith S. Navarro as Authorized Representative of Legaspi Oil-Arimbay Plant to the Bureau of Fire Protection and National Water Resources Board (NWRB) for the following transactions:
  - i. Renewal of Fire Safety Inspection Certificate (FSIC)
  - ii. Application for Water Permit

# <u>December 15, 2023</u> <u>Special Board Meeting</u>

# Members Present:

Ma. Teresa Roa Antonio – Acting Chairperson
Carlo Luis Peralta Rabat – Acting President and CEO
Ramon A. Salvilla, Sr.
Edgar B. Perez
Oscar T. Pialago, Sr.
Reena Lilma N. Nieva
Elmer C. Beltejar
Ferdinand M. Sacmar
Jose Saturnino O. Velasco
Vianney D. Garol
Jamil Hadji Usman
Nelbert Poculan
Alvin Jose B. Felizardo
Alexander Martos

#### **Matters Discussed:**

- a. Amendment of the Articles of Incorporation of the Companies Comprising the CIIF-OMG re: Meeting with the Bureau of the Treasury and Office of the Trust Fund Manager.
- b. Misappropriation of Corporate Funds Committed by a former Employee of Legaspi Oil-Arimbay Plant.
- c. Request for Updating of Signatories to the Escrow Account of TODA Holdings, Inc. (Trust Account No. 05-0073) [50758-24837-13-01] and Valhalla Properties Limited, Inc. (Trust Account No.05-0074) [50759-24831-13-01] with Land Bank of the Philippines.

- d. Request for Confirmation of the Audited Financial Statement of the 14 Holding Companies for the year 2022 that includes the Statement of Management's Responsibility.
- e. Procurement-Related Concerns

#### 2. Core Business Development and Coconut Farmers' Welfare Committee

- i. Oil Milling and Copra Buying Performance for the Month of November 2023
- ii. Minola Sales Update (as of November 2023)

#### 3. Other Matters:

- a. Request for Designation of Representatives as Signatories to the Verification of San Pablo Manufacturing Corporation's Position Paper in the case entitled, "Antonio E. Agus vs. San Pablo Manufacturing Corporation."
- b. Request for Designation of Mr. John Paule Pasion (Tax Supervisor) and Mr. Antonio Peligro, Jr. (Finance Assistant) as Authorized Representatives to the City Treasurer's Office, Makati City Hall, for the retirement of business of the CIIF OMG Companies and 10 Copra Trading Companies.
- c. Update Re: Malagamot Properties

# <u>December 29, 2023</u> <u>Regular Board Meeting</u>

#### Members Present:

Ma. Teresa Roa Antonio - Acting Chairperson Carlo Luis Peralta Rabat - Acting President and CEO

Ramon A. Salvilla, Sr.

Edgar B. Perez

Oscar T. Pialago, Sr.

Reena Lilma N. Nieva

Elmer C. Beltejar

Ferdinand M. Sacmar

Jose Saturnino O. Velasco

Vianney D. Garol

Jamil Hadji Usman

Nelbert Poculan

Alvin Jose B. Felizardo

Alexander Martos

#### **Matters Discussed:**

# 1. Finance, Budget, Nominations and Remunerations Committee

- a. Copra Buying Performance as of 30 November 2023
- b. Financial Performance for the Month Ended 30 November 2023 (Actual vs. Budget) and Financial Performance as of 30 November 2023
- c. Cash Position as of 27 December 2023
- d. Approval of the 2024 Corporate Budget
- e. Approval of the 2024 Annual Procurement Plan (APP)
- f. Matters Relating to the Cessation of Operation/Retirement of Business of the CIIF OMG Companies and 10 Copra Trading Companies with the City Treasurer's Office, Makati City Hall
- g. Matters Relating to the Application of New Business with the City of Manila and change/amendment of the Principal Address with the Bureau of Internal Revenue.
- h. Matters Relating to GUSA
- i. Budget-Related Concerns
- j. Procurement-Related Concerns

## 2. Risk and Audit Committee

a. Internal Audit Report (23 November 2023-19 December 2023)

#### 3. Other Matters

a. Schedule of Committee and Board Meetings for the Year 2024

----Nothing Follows----