



REPUBLIC OF THE PHILIPPINES  
**SECURITIES AND EXCHANGE COMMISSION**

Ground Floor, Secretariat Building, PICC  
City Of Pasay, Metro Manila

COMPANY REG. NO. A199915750

**CERTIFICATE OF FILING OF AMENDED BY LAWS**


KNOW ALL PERSONS BY THESE PRESENTS:

THIS IS TO CERTIFY that the Amended By-Laws of the

**CENTER FOR AGRICULTURE AND RURAL  
DEVELOPMENT (CARD) MUTUAL BENEFIT  
ASSOCIATION, INC.**

copy annexed, adopted on November 04, 2021 by majority vote of the Board of Trustees and by the vote of at least two-thirds of the members of the corporation, and certified under oath by the Corporate Secretary and a majority of the said board was approved by the Commission on this date pursuant to the provisions of Section 47 of the Revised Corporation Code of the Philippines, Republic Act No. 11232, which took effect on February 23, 2019, and copies thereof are filed with the Commission.

IN WITNESS WHEREOF, I have set my hand and caused the seal of this Commission to be affixed to this Certificate at Pasay City, Metro Manila, Philippines, this 18<sup>th</sup> day of March, Twenty Twenty Two.

  
DANIEL P. GABUYO  
Assistant Director  
SO Order 1188 Series of 2018

CS/qba



# COVER SHEET

## for Applications at COMPANY REGISTRATION AND MONITORING DEPARTMENT

Nature of Application

AMENDMENT

SEC Registration Number

A 1 9 9 9 1 5 7 5 0

Former Company Name

CENTER FOR AGRICULTURE AND RURAL  
DEVELOPMENT (CARD) MUTUAL BENEFIT  
ASSOCIATION, INC.

AMENDED TO:  
New Company Name

Principal Office (No./Street/Barangay/City/Town)Province)

120 M. PAULINO ST. COR. BURGOS  
ST., BRGY. VII-D, SAN PABLO CI  
TY, LAGUNA 4000

Company Email Address

jpredublo@cardmri.com

COMPANY INFORMATION

Company's Telephone Number/s

Mobile Number

09288048333

### CONTACT PERSON INFORMATION

The designated person **MUST** be a Director/Trustee/Partner/Officer/Resident Agent of the Corporation

Name of Contact Person

MAIDA M. Abrenilla

Email Address

maida.abrenilla@gmail.com

Telephone Number/s

049525620

Mobile Number

09656378516

Contact Person's Address

To be accomplished by CRMD Personnel

Date

Signature

Assigned Processor

Document I.D.

Received by Corporate Filing and Records Division (CFRD)

Forwarded to:

☐  
☐  
☐  
☐  
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Corporate and Partnership Registration Division  
Green Lane Unit  
Financial Analysis and Audit Division  
Licensing Unit  
Compliance Monitoring Division



## TRUSTEES' CERTIFICATE

### KNOW ALL MEN BY THESE PRESENTS:

We, the undersigned majority of the Trustees and the Corporate Secretary of the CENTER FOR AGRICULTURE AND RURAL DEVELOPMENT (CARD) MUTUAL BENEFIT ASSOCIATION, INC., do hereby certify that the By-Laws of said corporation was amended by a unanimous vote of the trustees and the vote of two-thirds (2/3) of its membership at a meeting held on November 4, 2021 at the principal office of the corporation.

The amended provisions of the attached Amended By-Laws refer to the following:

### BY-LAWS

#### ARTICLE III – OFFICERS

**Section 1. Officers--** The officers of the association shall be a President, a Vice-President, a Secretary, and a Treasurer. They shall be elected by the Board of Trustees from among themselves except the Secretary. The Secretary shall not be a member of the Board and must also be a separate individual from the Compliance Officer.

IN WITNESS WHEREOF, we have hereunto signed this certificate this JAN 26 2022 at San Pablo City, Laguna.

*[Signature]*  
OLIVIA ORNALES  
TIN: 766-125-774

TRUSTEE  
*[Signature]*  
MYLIN CHOZAS  
TIN: 495-212-015  
TRUSTEE  
*[Signature]*  
GINA CABILES  
TIN: 772-074-006  
TRUSTEE

*[Signature]*  
MARLIE JEAN GIMENO  
TIN: 403-250-761

TRUSTEE  
MARILYN MARAVILLA  
TIN: 772-089-819  
TRUSTEE  
*[Signature]*  
JOVELYN CAPUYAN  
TIN: 125-182-259  
TRUSTEE

*my*  
ALICE GREGORY  
TIN: 283-356-475  
TRUSTEE

FILDA TOLEN  
TIN: 928-901-178  
TRUSTEE

BEVERLY SINADJAN  
TIN: 364-274-622  
TRUSTEE

*MS. Chong*  
VIDA CHONG  
TIN: 101-107-761  
TRUSTEE

FRANCIS PUZON  
TIN: 132-082-491  
TRUSTEE

ROWENA BAYUGA  
TIN: 734-393-178  
TRUSTEE

*ma*  
MARJORIE QUISOY  
TIN: 238-994-442  
TRUSTEE

JENELYN SANCHEZ  
TIN: 602-945-844  
TRUSTEE

ROLANDO ROBLES  
TIN: 115-775-392  
TRUSTEE

COUNTERSIGNED:

*J. J. Aquino*  
ATTY. JOMER AQUINO  
CORPORATE SECRETARY  
TIN: 208-350-525

SUBSCRIBED AND SWORN to before me this JAN 26 2022  
by the above-named persons who exhibited to me their competent  
evidence of identities indicated under respective names.

Doc No. 391  
Page No. 80  
Book No. Lxxv  
Series of 2022.

*Anatalia F. Buena Ventura*  
**ANATALIA F. BUENAVENTURA**

NOTARY PUBLIC  
M.L. QUEZON ST., SAN PABLO CITY  
UNTIL DECEMBER 31, 2022  
ATTORNEY'S ROLL No. 44313  
IBP LIFETIME OR NO. 1038422/ 11-03-2016  
PTR No. 1241119 / 01/05/2022 / SPC  
TIN: 155-679-194  
MCLE COM. CERT. NO. VI-0023535 ISSUED ON 03/27/2019



**AMENDED BY-LAWS**  
**OF**  
**CENTER FOR AGRICULTURE AND RURAL DEVELOPMENT**  
**(CARD)**  
**MUTUAL BENEFIT ASSOCIATION, INC.**

**ARTICLE I**

**MEETINGS**

**Section 1. Annual Meetings--** The annual meeting of the members shall be held at the principal office of the association on September 09 of each year. The President shall render his/her annual report to the members regarding the activities of the association. The election of trustees shall also be held during this annual meeting. (As amended on 16 January 2012 and 8 March 2012)

**Section 2. Special Meetings--** Special meetings of the members shall be called as the need thereof arises, by the Board of Trustees or the President or upon petition of 1/3 of the general membership.

**Section 3. Notices --** Notices of the time and place of annual and special meetings of the members shall be given either personally or by special delivery mail, at least twenty eight (28) days before the date set for such meeting. The notice of every special meeting shall state briefly the purpose or purposes of the meeting. (As amended on September 5, 2016)

**Section 4. Quorum--** A quorum for any meeting of the members shall consist of a majority of the members and a majority of such quorum may decide any question at the meeting, except those matters where the Corporation Code requires the affirmative vote of the greater proportion.

**Section 5. Order of Business--** The order of business at the annual meeting of the members shall be as follows:

- a. Proof of services of the required notice of the meeting.
- b. Proof of the presence of the quorum.
- c. Reading and approval of the minutes of the previous annual meeting.
- d. Unfinished business.

- e. Report of the President.
- f. Election of the Trustees for the ensuing year.
- g. Other matters.

**Section 6. Voting Proxy--** Members shall be entitled to one vote, and they may vote either in person or by proxy which shall be in writing and filed with the Secretary of the association before the scheduled meeting.

## ARTICLE II

### TRUSTEES

**Section 1. Board of Trustees –** The corporate powers of the association shall be exercised, its business conducted and its property controlled by the Board of Trustees.

**Executive Committee and Other Committees—**The Board may create an Executive Committee, composed of not less than three members of the board to be appointed by the board, and other special committees or other bodies it may deem advantageous and necessary in running the affairs of the association. (As amended on March 9, 2013 and March 20 to May 15, 2013)

**Section 2. Composition of the Board of Trustees—** the Board of Trustees shall be composed of 15 members, three (3) of which shall be Independent Trustees. (As amended on September 6, 2018)

**Section 3. Qualifications—**Except for Independent Trustees, the following are the minimum qualifications to be elected as a member of the board:

1. Must be from the group of a female member of CARD MBA;
2. Must be eighteen (18) to sixty five (65) years old;
3. Must possess leadership skills and competence necessary to execute the duties of a Trustee;
4. Be an active MBA Coordinator for at least one year at the time of her nomination as Board of Trustee and whose term not expiring on the date of the election;
5. A recognized active beneficiary member of the Center for Agriculture and Rural Development (CARD) Mutual Benefit Association, Inc. or any of its affiliates for at least five (5) years;
6. Has consistently performed very satisfactorily as member of CARD MBA's affiliated institutions with 100% repayment rate and at least 90% attendance rate in the center meeting for at least three (3) years;
7. Has ongoing business/es funded by loan from any of CARD MBA's affiliates;

8. Willing to perform the functions of a trustee without any remuneration.  
(As amended on September 5, 2016)

An officer or an employee of CARD MBA or any of its affiliates may also be elected as a member of the Board of Trustees provided that, she/he has served the CARD MBA or any of its affiliate/s as an officer or an employee for at least three (3) years, and is also willing to perform functions of a trustee without any remuneration.

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

A member shall also be disqualified being a Trustee or Officer if he/she has conflict of interest or is engaged in any business or activity similar to or in competition with the businesses of or services offered by CARD MBA or any of its affiliates except for the business of or services offered by CARD-Business Development Services Foundation, Inc. and if he/she has pending administrative, civil or criminal case. (As amended on September 5, 2016)

**Section 5. Term of Office of Trustees**— Both the twelve (12) Trustees and the three (3) Independent Trustees shall hold office for two (2) years until their successors are duly elected and qualified; Provided, that the twelve (12) Trustees shall serve for staggered terms of office, with half or six (6) of them shall be elected at each annual meeting and shall hold office until their successors are duly elected and qualified.

The twelve (12) Trustees are eligible for re-election only until at least one year has elapsed after serving the two-year term.

An Independent Trustee shall serve for a maximum cumulative term of nine (9) years and shall be perpetually barred from any re-election. **(As amended on September 6, 2018)**

**Section 6. Vacancy in the Board** – Any vacancy occurring in the board of trustees other than by removal by the members or by expiration of the term, may be filled by the vote of at least a majority of the remaining trustees, if still constituting a quorum; otherwise, said vacancies must be filled by the members in a regular or special meeting called for that purpose. A trustee so elected to fill a vacancy shall hold office only for the unexpired term of his predecessor in office. **(As amended on March 9, 2013 and March 20 to May 15, 2013)**

## ARTICLE III

### OFFICERS

**Section 1. Officers**-- The officers of the association shall be a President, a Vice-President, a Secretary and a Treasurer. They shall be elected by the Board of Trustees from among themselves except the Secretary. The Secretary shall not be a member of the Board and must also be a separate individual from the Compliance Officer. **(As amended on November 4, 2021)**

The Board may combine compatible offices in a single person.

**Section 2. Term of Office of Officers**-- All officers of the association shall hold office for two years and until their successors are duly elected and qualified.

## ARTICLE IV

### FUNCTIONS AND POWERS OF OFFICERS

**Section 1. President** -- The President shall be the Chairman of the Board . She/He shall preside in all meetings of the members of the association. **(As amended on September 5, 2016)**

She/He shall execute all resolutions of the Board of Trustees. She/He shall be charged with directing and overseeing the activities of the association. She/He shall submit to the Board as soon as possible after the close of each fiscal year, and to the members of each annual meeting, a complete report of the activities and operations of the association for the fiscal year under her/his term.

**Section 2. Vice-President**-- The Vice-President, if qualified, shall exercise all powers and perform all duties of the President during the absence or incapacity of the latter and shall perform duties that may be assigned by the Board of Trustees.

**Section 3. Secretary**-- The Secretary shall give all notices required by these by-laws and keep the minutes of all meetings of the members of the Board of Trustees in a book kept for the purpose. She/He shall keep the seal of the association and affix such seal to any paper or instrument requiring the same. She/He shall have custody of the members' register and the correspondence files of the association. She/He shall also perform all such other duties and work as the Board of Trustees may from time to time assign to her/him.

**Section 4. Treasurer**-- The Treasurer shall have charge of the funds, receipts and disbursements of the association. She/He shall keep all moneys and other valuables of the association in such banks as the Board of Trustees may designate. She/He shall keep and have charge of the books of accounts. She/He shall also perform such other duties and functions as may be assigned to her from time to time by the Board of Trustees. She/He shall post a bond in



such amounts as may be fixed by the Board of Trustees.

## ARTICLE V

### MEMBERS

**Section 1. Qualifications for Membership**— The Board shall determine the qualifications of an applicant for membership.

**Section 2. Classes of Members**—Membership in the association shall either be Voting or Non-Voting. Voting members are those who are required to attend regular center meetings while Non-Voting members are those who are not required to attend the regular center meetings. **(As amended on March 9, 2013 and March 20 to May 15, 2013)**

**Section 3. Rights of Members**— A Voting member shall have the following rights:

1. To participate in all deliberations/meetings of the association;
2. To avail of all the facilities of the association; and,
3. To examine all the records or books of the association during business hours.
4. To exercise the right to vote on all matters relating to the affairs of the association; and,
5. To be eligible to any elective or appointive office of the association.

On the other hand, a Non-Voting member shall have the following rights:

1. To participate in all deliberations/meetings of the association without any voting right;
2. To avail of all the facilities of the association; and,
3. To examine all the records or books of the association during business hours. **(As amended on March 9, 2013 and March 20 to May 15, 2013)**

**Section 4. Duties and Responsibilities of Members**—A member shall have the following duties and responsibilities:

1. To obey and comply with the by-laws, rules and regulations that may be promulgated by the association from time to time;
2. To attend all meetings that may be called by the Board of Trustees;
3. To pay membership dues and other assessments of the association.

## ARTICLE VI

### SUSPENSION, EXPULSION AND TERMINATION OF MEMBERSHIP

Suspension, expulsion and termination of membership, shall be in accordance with the rules and regulations of the association.

## ARTICLE VII

### FUND

**Section 1. Funds--** The funds of the association shall be derived from admission fees, annual dues and special assessments of members, gifts or donations.

**Section 2. Disbursements--** Withdrawal from the funds of the association, whether by check or any other instrument shall be signed by the Treasurer and countersigned by the President. If necessary, the Board of Trustees may designate other signatories.

**Section 3. Fiscal Year--** The fiscal year of the association shall be from January 1<sup>st</sup> to December 31<sup>st</sup> of each year.

## ARTICLE VII CORPORATE SEAL

**Section 1. Form--** The corporate seal of the association shall be in such form and design as may be determined by the Board.

## ARTICLE IX

### AMENDMENT OF THE BY-LAWS

**Section 1. Amendments--** These by-laws, or any provision thereof, may be amended, repealed or new by-laws adopted by a majority vote of the members and a majority vote of the Trustees at any regular or special meeting duly held for the purpose.

Adopted this 10<sup>th</sup> day of September 1999 in San Pablo City, Laguna by the affirmative vote of the undersigned members representing a majority of the members of the association in a special meeting duly held for the purpose.

(Sgd.) AGNES GAVANES

(Sgd.) ARACELI SUZARA

(Sgd.) MERLITA LARROSA

(Sgd.) JANE DELAVIN IBANEZ

(Sgd.) CRESENCIA M. BRUCAL