



NEA BOARD OF ADMINISTRATORS' REGULAR MEETING NO. 5

30 April 2020, 10:00 a.m.

Via ZOOM Conference

RB Resolution No. 2020-45

APPROVAL OF THE UPDATED COMPOSITION OF THE BOARD GOVERNANCE, NOMINATION, AND REMUNERATION COMMITTEE MEMBERS

Pursuant to Section 4(s) of the Presidential Decree (P.D.) No. 269, as amended; and, Section 5 of Republic Act (R.A.) No. 10531 or the *Powers, Functions and Privileges of the National Electrification Administration*, the NEA is authorized and empowered to exercise such powers and do such things as may be necessary to carry out the business and purposes for which the NEA was established, or which from time to time may be declared by the Board of Administrators as necessary, useful, incidental or auxiliary to accomplish such purposes; and Section 5 of P.D. No. 269, all of the powers of the NEA shall be vested in and exercised by the Board of Administrators;

.WHEREAS, as indicated on Sec. 15.2.2 of the NEA Manual of Corporate Governance, the Board Governance, Nomination, and Remuneration Committee (BGNRC) shall assist the Board of Administrators in fulfilling its corporate governance responsibilities;

WHEREAS, in compliance with the Governance Commission for Government-Owned and Controlled Corporations (GCG) requirement, the approval of the updated composition of the Board Governance, Nomination, and Remuneration Committee (BGNRC) members is respectfully endorsed;

WHEREAS, below is the updated composition:

Existing (<i>Based on Resolution No. 148, Series of 2017</i>)	Updated
<p><u>BGNRC:</u> <u>Chairman:</u> Mr. Agustin L. Maddatu <u>Members:</u> Undersecretary Felix William B. Fuentebella Administrator Edgardo R. Masongsong Mr. Rene M. Gonzales Atty. Alipio Cirilo V. Badelles</p>	<p><u>BGNRC:</u> <u>Chairman:</u> Mr. Agustin L. Maddatu <u>Members:</u> <i>Undersecretary Emmanuel P. Juaneza</i> Administrator Edgardo R. Masongsong Mr. Rene M. Gonzales Atty. Alipio Cirilo V. Badelles</p>



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WHEREAS, after deliberation on the matter, the BGNRC agreed to approve and endorse for the approval of the NEA Board of Administrators, the Updated Composition of BGNRC with the amendment to include Usec. Emmanuel P. Juaneza as Member of the Board Credit and Risk Management Committee (BCRMC);

WHEREAS, the BGNRC, in its memorandum to the NEA Board of Administrators dated 20 April 2020, endorsed for the approval of the Updated Composition of BGNRC and BCRMC Members;

WHEREAS, after discussion and deliberation, the NEA Board of Administrators, agreed to approve/confirm the request with the amendment to include Usec. Emmanuel P. Juaneza as Member of the Board Credit and Risk Management Committee (BCRMC);

NOW, THEREFORE, BE IT RESOLVED, the NEA Board of Administrators, in its meeting today, 30 April 2020, hereby approves the Updated Composition of BGNRC Members;

BE IT RESOLVED FURTHER, that the composition of the BCRMC be also updated to include Usec. Emmanuel P. Juaneza as Member of the Board Credit and Risk Management Committee (BCRMC).

Approved this 30th day of April 2020

ALFONSO G. CUSI

Secretary of Energy and Chairman

USEC. EMMANUEL P. JUANEZA

Alternate of the Chairman



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EDGARDO R. MASONGSONG

Member and Administrator

AGUSTIN L. MADDATU

Member

ATTY. ALIPIO CIRILO V. BADELLES

Member

RENE M. GONZALES

Member