



13 July 2018

MEMORANDUM No. 2018-045

FOR : ALL ELECTRIC COOPERATIVES

SUBJECT : **FILING OF AMENDED ARTICLES OF INCORPORATION/
CONVERSION OF ELECTRIC COOPERATIVES (ECs) FOR
EXTENSION OF COOPERATIVE TERM**

The Electric Cooperatives (ECs) have presented to the National Electrification Administration (NEA) its Articles of Incorporation/Conversion and By-Laws pursuant to Presidential Decree No. 269, as amended. Thereafter, in accordance with Section 34 of PD 269, the NEA issued Certificate of Registration to Electric Cooperatives (ECs) after finding that such Articles of Incorporation/Conversion and By-Laws have complied with the provisions of the said law. Such Certificate of Registration took effect on the day it was issued.

The original Articles of Incorporation/Conversion of some ECs which were presented to NEA provided for the term for which the cooperative is to exist from the date of its incorporation. Currently, there are ECs whose term of existence are to expire as provided in its Articles of Incorporation/Conversion. For this purpose, the original Articles of Incorporation/Conversion of the concerned ECs including those without cooperative term shall be amended and if necessary, its By-Laws and present the same to NEA for the issuance of Certificate of Registration.

In accordance to Section 27 of PD 269, the EC may amend its Articles of Incorporation/Conversion by complying with the following requirements:

1. The proposed amendment shall be presented to a meeting of the member-consumer owners (MCOs), the notice of which shall set forth or have attached thereto the proposed amendment or an accurate summary thereof;
2. The proposed amendment should be approved by the affirmative vote of the MCOs of not less than two-thirds of the total votes cast thereon at such meeting;
3. The articles of amendment shall be executed and acknowledged on behalf of the EC by its president or vice-president and its seal be affixed thereto and attested by its secretary;
4. The articles of amendment shall recite that they are executed pursuant to PD 269 and shall state the following:
 - (a) The name of the EC;
 - (b) The address of its principal office; and
 - (c) The amendment to its Articles of Incorporation/Conversion

5. The EC president or the vice-president executing such articles of amendment shall make the annex thereto an affidavit stating that the provisions of Section 27 of PD 269, with respect to the amendment set forth in such articles were duly complied with.

The amended Articles of Incorporation/Conversion when executed and acknowledged and accompanied by such affidavit as required under Section 27 of PD 269 shall be presented to the Administrator pursuant to Section 34 of PD 269 for filing in the records of the Institutional Development Department (IDD), NEA. The Certificate of Registration and filing of the amended Articles of Incorporation/Conversion shall be issued by the Administrator if such amended articles conforms to the requirements of PD 269 and upon issuance of the Certificate of Registration the same shall be in effect.

No extension of the cooperative term can be made earlier than five (5) years prior to the original or subsequent expiry date(s) unless there are justifiable reasons for an earlier extension as may be determined by NEA.

For your guidance and compliance.


EDGARDO R. MASONGSONG
Administrator



NEA-OA254447

Handwritten initials and date
7/18/18