



**MINUTES OF THE SPECIAL MEETING  
OF THE BOARD OF DIRECTORS OF**

**ALVIERA COUNTRY CLUB, INC.**

*via remote communication*

Held on April 30, 2021, 2:15PM

**Directors present:**

Bernard Vincent O. Dy - *Chairman*  
Leonardo L. Leonio – *Vice Chairman*  
Anna Ma. Margarita B. Dy – *President*  
Clarissa Teresita L. Asuncion - *Treasurer*  
Augusto D. Bengzon  
Arturo G. Corpuz  
Jose P. De Jesus  
Carlo Leonardo N. Leonio  
Lawrence Conrad N. Leonio  
Oscar S. Reyes  
Maria Cristina Carmen M. Zuluaga

**Others present:**

Amelia Ann T. Alipao  
Ma. Carmela J. Araneta  
John Marcial R. Estacio  
Johann V. Ramirez

**PROCEEDINGS**

**I. CALL TO ORDER**

Ms. Clarissa Teresita L. Asuncion, Acting Chairman of the Board, called the meeting to order and presided over the same. The directors waived the notice and formal requirements.

**II. DETERMINATION OF QUORUM**

Mr. Johann V. Ramirez acted as Secretary of the meeting and recorded the proceedings. There being a quorum, the Board proceeded with the transaction of business.

In compliance with SEC Memorandum Circular 06-2020, a roll call was made, and the directors and attendees stated their full names, position, location, and device they were using. They likewise confirmed that they can completely and clearly hear and see the others and that they received the notice with agenda and materials of the meeting.

**III. MATTERS FOR APPROVAL**

**A. APPOINTMENT OF DATA PROTECTION OFFICER**

Upon motion duly made and seconded, the Board of Directors approved the following resolutions:

**“RESOLVED**, as it is hereby resolved, that the Board of Directors approves and authorizes the appointment of Ms. Amelia Ann T. Alipao as Data Protection Officer of the Corporation who shall be accountable for ensuring the compliance of the Corporation with the Data Privacy Act of 2012, its Implementing Rules and Regulations, the relevant issuances of the National Privacy Commission, and other applicable laws and regulations relating to privacy and data protection, for a period of one (1) year or until her successor shall have been appointed and qualified;

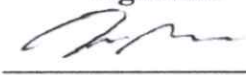
**“RESOLVED FURTHER**, that any Director or Officer of the Corporation be authorized to (i) perform all acts to implement this resolution; and (ii) sign, execute, and deliver any and all statements, contracts, applications, agreements, and other documents as may be necessary to give effect to the foregoing resolutions.”

**B. AVAILMENT OF GLOBE PRODUCTS, FACILITIES AND SERVICES**

Upon motion duly made and seconded, the Board approved the following resolutions:

**“RESOLVED**, that the Corporation be, as it is hereby authorized to enter into transactions and contracts with, and/or avail of products, facilities, services of or through the representation of Globe Telecom, Inc. including, but not limited to, wire-line telephone, wire-line data, wire-line internet, wireless telephone, wireless data services, short message services (“SMS”), general packet radio services (“GPRS”), wireless valued-added services, wireless broadband internet, and other present or future product, facilities and services of Globe Telecom, Inc. as the Corporation’s authorized signatory may deem reasonable, proper, and beneficial for the interest of the Corporation;

**“RESOLVED FURTHER**, that the General Manager of the Corporation whose specimen signature appears below be, as he is hereby authorized to sign, execute, and/or deliver any and all documents, contracts, instruments, for and on behalf of the Corporation, as may be appropriate and required by the foregoing transactions authorized above:

Name	Position	Signature
Johann V. Ramirez	General Manager	

**“RESOLVED FURTHER**, that the foregoing authorized signatory be, as he is hereby authorized to transmit their instructions from time to time via letter correspondence, electronic mail, telecopier (facsimile), and

phone in connection with the exercise of the foregoing powers in accordance with which Globe Telecom, Inc. shall be entitled but not bound to reply and act upon such communications which it believes to be in good faith to be signed and authorized or apparently signed and/or authorized by the authorized signatory of the Corporation; and

**“RESOLVED FINALLY**, that the Corporate Secretary be, and is hereby, authorized to issue certifications covering the foregoing resolutions adopted by the Board of Directors of the Corporation.”

### **C. MANPOWER AGENCIES, UTILITIES, SUPPLIES**

Upon motion duly made and seconded, the Board approved the following resolutions:

**“RESOLVED**, as it is hereby resolved, that the Board of Directors approves and authorizes the procurement and/or renewal of currently existing agreements to which the Corporation is a party for the procurement of goods, services, and works from individuals and entities such as, but not limited to, manpower agencies, public utilities, merchant suppliers, etc., as the incumbent General Manager of the Corporation may deem appropriate and necessary in the ordinary course of business of the Corporation;

**“RESOLVED FURTHER**, that the incumbent General Manager of the Corporation be approved and authorized to sign, execute, and/or deliver any and all documents, contracts, instruments, for and on behalf of the Corporation, as may be appropriate and required by the foregoing transactions authorized above;

**“RESOLVED FINALLY**, that any Director or Officer of the Corporation be authorized to (i) perform all acts to implement this resolution; and (ii) sign, execute, and deliver any and all statements, contracts, applications, agreements, and other documents as may be necessary to give effect to the foregoing resolutions.”

### **IV. OTHER MATTERS AND ADJOURNMENT**

There being no further business to transact and upon motion made and duly seconded, the meeting was adjourned.

Certified by:



**JOHANN V. RAMIREZ**  
*Secretary of the Meeting*

**30 APRIL 2021 MINUTES  
READ AND APPROVED:**



**CLARISSA TERESITA L. ASUNCION**  
*Acting Chairperson of the Meeting*



**LEONARDO L. LEONIO**  
*Director*

**BERNARD VINCENT O. DY**  
*Director*

**AUGUSTO D. BENGZON**  
*Director*

**ARTURO G. CORPUZ**  
*Director*

**ANNA MA. MARGARITA B. DY**  
*Director*

**JOSE P. DE JESUS**  
*Director*



**CARLO LEONARDO N. LEONIO**  
*Director*



**LAWRENCE CONRAD N. LEONIO**  
*Director*

**OSCAR S. REYES**  
*Director*

**MARIA CRISTINA CARMEN  
M. ZULUAGA**  
*Director*

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**MARIA CRISTINA CARMEN  
M. ZULUAGA**  
*Director*