

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

ALVIERA COUNTRY CLUB, INC.

via remote communication

Held on June 28, 2021, 2:00PM

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:

Alfred C. Callueng
John Marcial R. Estacio
Peterson Y. Mañalac
Johann V. Ramirez
Angelica Joan Recto

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. MATTER FOR APPROVAL – APPLICATION WITH THE ENHANCED ELECTRONIC SALES (“eSALES”) SYSTEM OF THE BUREAU OF INTERNAL REVENUE (“BIR”)

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 the application of the Corporation with the Bureau of Internal Revenue (“BIR”) Enhanced Electronic Sales (“eSales”) System;

“RESOLVED, FURTHER, that the Corporation be authorized and empowered to report its gross monthly sales to the BIR using Cash Register Machine (“CRM”), Point of Sales (“POS”) Machines and Other Sales Machines (“OSM”) or any other similar devices through different channels as may be recognized by the BIR, and for this purpose, to designate the following as duly authorized users and representatives to have access to the eSales System:

Finance Manager
Peterson Y. Mañalac

Cost Controller
Alfred C. Callueng

“RESOLVED, FURTHERMORE, that the authorization previously issued to Mr. Avner Joy T. Martin as authorized user be revoked;

“RESOLVED, FURTHERMORE, that the President or Treasurer of the Corporation be authorized to perform any of the following acts:

- a. To designate or replace its representatives having access to the eSales System for the reporting of the Corporation’s gross monthly sales; and
- b. To make the necessary application, execution, and delivery of any and all documents on behalf of the Corporation in connection herewith, and to perform all other acts necessary and incidental thereto.

“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

**28 JUNE 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