



**EXCERPTS FROM THE MINUTES OF
THE SECOND (2nd) REGULAR COMMISSION MEETING,
EMPLOYEES' COMPENSATION COMMISSION AND OCCUPATIONAL
SAFETY AND HEALTH CENTER, SERIES OF 2015,**
*Convened at Ichikawa Hall, OSHC Bldg. Agham cor. North Ave, Quezon City
Monday, 29 February 2016 at 12:00 NN*

BOARD RESOLUTION NO. 16-02-10

***Approving the Creation of the Risk Management and Audit Committees
Under the ECC Board***

WHEREAS, on 28 November 2012, President Benigno S. Aquino III approved the Code of Corporate Governance for GOCCs;

WHEREAS, Section 16 of the said Code of Corporate Governance for GOCCs provide that:

***Sec.16. Board Committees.-** The creation of Board Committees and other such oversight bodies enables the members of the Governing Board to efficiently manage their time and ensure the proper understanding and resolution of all issues affecting the GOCC and the proper handling of all other concerns, and allows the Board to effectively utilize the expertise of its Directors*

WHEREAS, the same Code of Corporate Governance further states that:

***Sec. 16.1-** The Governing Boards of the GOCCs shall therefore constitute the proper committees to assist them in performing their duties and responsibilities, providing each of the committees with written terms of reference defining the duties, authorities and the composition of committees constituted. The committees shall report to the entire Board as collegial body and the minutes of their meetings shall be circulated to all members of the Board. The existence of the committees shall not excuse the Board of Directors/Trustees of its collective responsibility for all matters*

that are within the primary responsibility and accountability of the Board."

WHEREAS, the creation of Board Committees is included in the Corporate Governance Scorecard which the GCG has started implementing in 2015;

WHEREAS, there is a need to establish different committees of the present ECC Board that will cater to the immediate concerns of the ECC and OSHC;

WHEREAS, the Secretariat is recommending the establishment of the Risk Management Committee which will be responsible in acknowledging and identifying all of the risks facing the agency;

WHEREAS, the Secretariat is likewise recommending the establishment of the Audit Committee which will be responsible in the oversight of financial reporting and disclosure;

WHEREAS, the Committees will each be composed of at least three (3) members from among the members of the ECC Governing Board.

NOW THEREFORE, ON MOTION DULY MADE AND SECONDED,

RESOLVED, that the Board of Directors of the ECC hereby establishes the Risk Management and Audit Committees;

RESOLVED FURTHER, that the Risk Management Committee shall be composed of the following members:

Chairman : Board Member from Employees' Sector
Vice Chairman: Board Member from Employers' Sector

Members: Board Member from the Philhealth
Board Member from the GSIS
Board Member from the SSS
Board Member from ECC

RESOLVED FURTHER, that the Audit Committee shall be composed of the following members:

Chairman : Board Member from Employers' Sector
Vice Chairman: Board Member from Employees' Sector

Members: Board Member from the Philhealth
Board Member from ECC

RESOLVED FURTHER, that the Risk Management Committee shall be held at least twice a year and additional meetings may be convened at the request of any one of the members of the Committee.

RESOLVED FURTHER, that the Audit Committee shall be held quarterly and additional meetings may be convened at the request of any one of the members of the Committee.

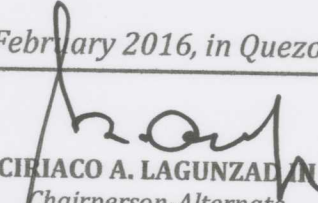
RESOLVED FURTHER, that all actions taken by the Committees will be in full compliance with the rules and regulation of the Governance Commission for GOCCs (GCG).

RESOLVED FURTHER, that Section 10 of Executive Order No. 24 otherwise known as the "Prescribing Rules to Govern the Compensation of Members of the Board of Directors/Trustees in the Government owned or Controlled Corporations Including Government Financial Institution" will be followed for the compensation of the Committee members.

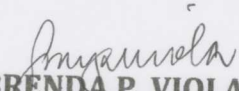
RESOLVED FURTHER, that the Secretariat shall provide each of the members of the committee with written terms of reference defining the duties, authorities and the composition of committees.

RESOLVED FINALLY, that a copy of this Resolution will be furnished to the Systems and concerned agencies.

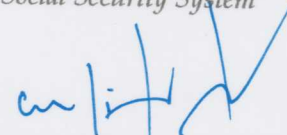
DONE, this 29th day of February 2016, in Quezon City, Philippines.


CIRIACO A. LAGUNZAD JR.
Chairperson-Alternate

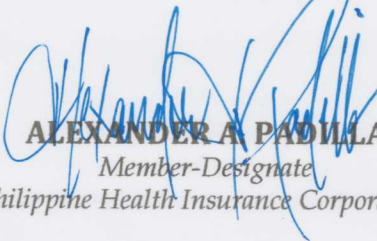
Department of Labor and Employment


BRENDA P. VIOLA
Member-Designate
Social Security System


DIONISIO C. EBDANE, JR.
Member-Designate
Government Service Insurance System


CARLITO P. ROBLE
Member
Employees' Sector

ABSENT
MIGUEL B. VARELA
Member
Employers' Sector


ALEXANDER A. PADILLA
Member-Designate
Philippine Health Insurance Corporation

ABSENT
ROBERT S. MARTINEZ
Member-Designate
Civil Service Commission


STELLA ZIPAGAN-BANAWIS
Member
Employees' Compensation Commission - Secretariat