

**MINUTES OF THE MEETING**  
**CORPORATE GOVERNANCE COMMITTEE**  
**BETHEL GENERAL INSURANCE AND SURETY CORPORATION**  
**BETHEL GEN CONFERENCE ROOM AT 9:45 A.M. FEBRUARY 28, 2025**

**PRESENT:**

Ms. Vida T. Chiong	-	Chairperson
Mr. Joselito C. Bantayan	-	Member
Mr. Efren C. Laxamana	-	Member

**ALSO PRESENT:**

Atty. Dyandell G. Mendoza	-	Corporate Secretary
Mr. Rudy E. Mahinay, Jr.	-	Compliance Officer
Ms. Dominga Garcia	-	Independent Director
Ms. Jemery Gajopo	-	Paralegal
Ms. Mebelyn Navarro	-	Minute taker

**I. CALL TO ORDER**

The Meeting was called to order by the Chairperson of the Corporate Governance Committee at 9:45 in the morning of February 28, 2025 at Bethel Gen Conference Room, all attendees were present in person. Ms. Navarro took the minutes of the meeting.

**II. DETERMINATION OF QUORUM**

The Corporate Secretary reported that, in accordance with the provisions of the Corporation Code and the Amended By-Laws of the Company, written notice was served to all members of the Corporate Governance Committee. All of the committee are present to validly transact business at today's meeting.

**III. MATTERS ARISING FROM THE PREVIOUS MEETING**

The Corporate Secretary discussed that as mentioned in the last Board Meeting, it was suggested to not entertain any comments or reviews regarding our services of users online if such comments are posted in unofficial forums. It was also established that a platform must have an identifiable user preface and is well-known, for the Company to formally respond and address the issue.

**IV. SUMMARY OF WEBSITE CONTENTS**

The Paralegal presented the website to the Committee for the purpose of showing its contents, the discussed focused on the Corporate Governance

- For Corporate Governance policies, the Chairman stated that the whistleblowing policy must be emphasized to the employees and staff as indicated in the Code of Business Conduct.

- The upcoming Board Evaluation should be conducted through a self-assessment. Whereas, there will be a set of questionnaires to be distributed to the Board Members which they will evaluate and rate themselves accordingly.
- The Committee also explored the third-party evaluator, questionnaire design and other possibilities to conduct the evaluation and to comply with the requirements of the Commission.
- The commitment of the company to Social Development Goals (SDG) was encouraged since it is mandated by the SEC and Insurance Commission such as making projects and reporting as part of the Corporate Governance Manual.
- The Code of Ethics was also revisited to perceive whether the context of the provisions has changed over time, if they are still applicable and relevant to the status quo.
- The Committee recommended to develop a strategy for ensuring full compliance with the ACGR, as well as how to inform the board about any non-compliance with certain provisions of the ACGR and seek their feedback or suggestions on how to achieve full compliance.
- The Board Committee Meetings can be utilized through online such as Zoom Meetings. However, if such requires urgency, it can also be conducted face-to-face.

#### **V. ADJOURNMENT**

The meeting was adjourned at 10:45 in the morning.

Certified Correct:

  
**ATTY. DYANDELL G. MENDOZA**  
Corporate Secretary