



Republika ng Pilipinas  
**Pambansang Pantagasiwaan ng Patubig**  
(NATIONAL IRRIGATION ADMINISTRATION)  
Lungsod ng Quezon

OFFICE ADDRESS: NATIONAL GOVERNMENT CENTER  
E. DE LOS SANTOS AVENUE  
QUEZON CITY PHILIPPINES

TELEPHONE NOS.:  
CABLE  
TELEX

97-60-71 to 78  
NIAPHIL  
42802 NIA PM

OUR REFERENCE:

MC No. 26 S. 1987

MEMORANDUM CIRCULAR

TO : THE REGIONAL IRRIGATION MANAGERS, PROJECT/  
OPERATION MANAGERS, IRRIGATION SUPERINTENDENTS,  
PROVINCIAL IRRIGATION ENGINEERS AND ALL OTHERS  
CONCERNED

SUBJECT : REVISED GUIDELINES AND PROCEDURES IN THE  
REGISTRATION OF IRRIGATORS ASSOCIATIONS WITH  
THE SECURITIES AND EXCHANGE COMMISSION (SEC)

It has been noted that the major cause of delay in the registration of IAs with the SEC is due to omission of some detailed information and inconsistencies particularly on the signatures of the incorporators which are sometimes overlooked in the preparation of required documents. Such oversights could be minimized, if not totally avoided by adhering closely to the procedures outlined in the attached guidelines prepared for this purpose. Also attached is a pro-forma Articles of Incorporation and By-Laws including required attachments.

It must be pointed out, however, that the contents of the pro-forma Articles of Incorporation and By-Laws could be modified to suit individual needs of the IAs provided, however, that provisions of the corporation law have been complied with accordingly.

It is therefore directed that these Guidelines and Procedures prescribed herein be disseminated to all personnel concerned particularly those involved in institutional development including the irrigators association for their information and guidance. For speedy processing of IA registration papers and in order to establish an efficient monitoring of registered IAs, please use the Transmittal Format herewith enclosed.

Please be guided accordingly.

  
FEDERICO N. ALDAY, JR.  
Administrator

*signed by FNA - 5-5-87*

(Date)

F O R : The Manager  
Institutional Development Department  
NIA Quezon City

F R O M : \_\_\_\_\_

SUBJECT : REQUEST FOR REGISTRATION OF  
IRRIGATORS ASSOCIATION

Forwarded herewith are documents and pertinent papers of \_\_\_\_\_ (Name) Irrigators' Association, Inc. of \_\_\_\_\_ Irrigation Project/System for registration with the Securities and Exchange Commission. Initial information pertinent to the IA are as follows:

1. Office Address: \_\_\_\_\_
2. Type of System (National or Communal) \_\_\_\_\_
3. Membership: Present \_\_\_\_\_ Potential \_\_\_\_\_
4. Area Irrigated (ha.) Present \_\_\_\_\_ Potential \_\_\_\_\_
- 5.\* Supply Canals: \_\_\_\_\_ Canal Length Km: \_\_\_\_\_
6. Expected date of contract signing: \_\_\_\_\_

Enclosed also is Postal Money Order No. \_\_\_\_\_ in the amount of \_\_\_\_\_ (P \_\_\_\_\_) to defray registration expenses and purchase of corporate books.

Attachments: 1/

- \_\_\_\_\_ 5 copies, duly notarized Articles of Incorporation
- \_\_\_\_\_ 3 copies, letter of Undertaking to change corporate names
- \_\_\_\_\_ 3 copies, Modus Operandi
- \_\_\_\_\_ 3 copies, IA Board Resolution signed by the majority of BOD and certified correct under oath by the IA Secretary
- \_\_\_\_\_ 3 copies, membership list of the association containing their customary signature and certified correct by the IA Secretary
- \_\_\_\_\_ 5 copies, duly notarized Treasurers' Sworn Statement
- \_\_\_\_\_ 5 copies, Registration Data Sheet indicating the name of incorporators and their corresponding tax account number (TAN)
- \_\_\_\_\_ 5 copies, list of initial contributors duly certified by the Treasurer
- \_\_\_\_\_ 4 copies, By-Laws
- \_\_\_\_\_ 3 copies, duly notarized minutes of the First Meeting of BOD
- \_\_\_\_\_ 3 copies, General Information Sheet
- \_\_\_\_\_ 3 copies, duly notarized Minutes of the Organizational Meeting

\* For National systems/projects only.

1/ To be checked by the ID Division as to completeness and consistency prior to forwarding the documents to Central IDD.

REVISED GUIDELINES AND PROCEDURES IN THE REGISTRATION  
OF IRRIGATORS ASSOCIATIONS WITH THE  
SECURITIES AND EXCHANGE COMMISSION (SEC)

For the information and guidance of IAs and NIA personnel involved in the preparation of documents for IA registration, outlined hereunder are the steps to be followed and the required documents to be prepared and submitted for filing with the Securities and Exchange Commission. The guidelines include mode of filing, amount of registration fees and annual SEC requirements. Also included are sample Articles of Incorporation, By-Laws and the necessary attachments.

I. PROCEDURE AND REQUIREMENTS

Step 1 - The IA shall prepare and accomplish the Articles of Incorporation and By-Laws including the attachments with the assistance of NIA personnel in the irrigation system/project office or provincial irrigation offices.

A. Articles of Incorporation - An Article of Incorporation is a "written agreement embodying the purposes and other terms and conditions of the association of a number of persons for the prosecution of a joint enterprise". It is an agreement duly executed by the IAs and approved by the SEC to have the full force of a charter under general corporation laws. It includes a notarized acknowledgment.

Submit five (5) copies of this document. Upon filing, the 5th copy is returned to the filer and the rest are kept by SEC for processing. Once approved, SEC gives the duplicate copy to the Association and keeps the original and the other 2 copies on their file. Together with the Articles of Incorporation, the following shall also be submitted as attachments:

(1) Letter of Undertaking, 3 copies. This is a letter addressed to the SEC Chairman declaring willingness of the Association's authorized representative to change the corporate name in the event that another person, firm or entity has acquired a prior right to use the same name. List at least 3 alternative names from which the representative could choose from in case the

proposed name has to be changed (Appendix 1).

(2) Modus Operandi, 3 copies. A statement of how, or the manner by which the Association shall operate in the attainment of its purposes or objectives (Appendix 2).

(3) Notarized Board Resolution No. 1, 3 copies. This is an excerpt from the minutes of the first BOD meeting stating among others that the association shall comply with the SEC requirements for non-stock corporations in the course of its operation (Appendix 3).

(4) Notarized Treasurer's Sworn Statement. Submit 5 copies which are properly subscribed and sworn to before a notary public. The date of the election of the treasurer shall be stated in the sworn statement which should not be earlier than the signing of the Articles of Incorporation (Appendix 4).

(5) List of Capital Contribution, 5 copies. A list of members with their respective amounts of contribution to the initial capital of the association certified correct by the treasurer. This is required for non-stock corporation in lieu of the paid-up capital which should be indicated in the registration data sheet if the corporation or association is a stock corporation (Appendix 5 ).

(6) List of Present Members, 5 copies. The list should include all the members, officers and incorporators of the association. It should be prepared as much as possible in alphabetical order and numbered consecutively to avoid duplication of entry. It should also bear the signatures of the members opposite the printed names and certified correct by the Secretary (Appendix 6).

(7) Registration Data Sheet, 5 copies. Provides basic information about the association. The incorporators with their nationality and tax account numbers shall be listed here (Appendix 7).

B. By-Laws - The By-Laws is a set of laws, ordinances or regulations made by a public or a private corporation or an association or unincorporated society for the regulation of its own local or internal affairs and its dealings with others for the government of its members.

Submit 4 copies including the original. The fourth copy is returned to filer upon filing and the other 3 copies are kept by SEC for processing. As in the case of the Articles of Incorporation, the second copy is given to the Association upon approval. The By-Laws has 3 attachments:

(1) Notarized Minutes of the Organizational Meeting, 3 copies. Among others, the result of the election of the members of the Board of Directors should be shown here (Appendix 8).

(2) Notarized Minutes of the first BOD Meeting, 3 copies. The result of the election of the Officers of the Association shall be contained here (Appendix 9).

(3) General Information Sheet, 3 copies. Contains basic information about the association, the members of the Board shall be listed here (Appendix 10).

Step 2 - Forward registration papers to the regional/project office Attn: ID Division for the review as to completeness of the required documents and correctness of the entries. This is important as the corrections could be made immediately before the documents are endorsed to Central Office IDD.

Step 3 - The Regional/Project Office shall endorse the registration papers to Central Office. Pre-processing of the papers is done by IDD-CO prior to filing with SEC. If not found order, the regional office will be notified by radio to provide assistance to the IA in completing the requirements. In case of defects which could not be remedied at CO the papers will be sent back to the regional/project office for rectification by the IA.

Step 4 - IDD-CO shall file and follow-up registration papers with SEC. Expected approval is from 15 days to 1 month if the papers are in order. However, if there are corrections to be made, SEC will notify thru a conference letter the association thru IDD-CO to effect the necessary corrections. Said notice/conference letter is usually scheduled one month after sending such notice. If IDD-CO could effect the corrections, the papers will not be sent back to the field office. Presentation of corporate books for stamping by SEC shall be undertaken upon approval of the registration papers.

Step 5 - IDD-CO shall transmit the approved papers and stamped corporate books to the IA thru the Regional Office.

## II. MODE OF FILING

The Articles of Incorporation and the By-Laws could either be filed at the same time (simultaneous) or one after the other depending on who adopted the By-Laws.

1. Sequential Filing - The Articles of Incorporation can be filed first if the intention of the IA is for the By-Laws to be approved by majority of the members. Within one month upon approval of the Article of Incorporation, the By-Laws should be filed. In this case, there is a need for a notarized certification of the Board of Directors to the effect that the document is a true and correct copy of the By-Laws duly adopted by majority of the members in one of its meetings. The Certification should be countersigned by the Secretary of the Association.

The fact that the By-Laws could only be filed after the approval of the Articles of Incorporation, the date of its adoption and the execution of the attachments should not be earlier than the date the Articles of Incorporation was approved by SEC. There is also a need to notarize the General Information Sheet.

2. Simultaneous Filing - Both documents, the Article of Incorporation and the By-Laws, together with all the required attachments may be filed at the same time if the By-Laws have been adopted by all of the incorporators and majority of the members or by all the incorporators alone. There is no more need for the Directors' certification and the notarization of the General Information Sheet. In this case, the signing of the Articles of Incorporation by the incorporators, the adoption of the By-Laws and the execution of all attachments must be on the same date.

III. REVISED FEES AND CHARGES FOR IA REGISTRATION

A. ARTICLES OF INCORPORATION

- |    |   |   |         |           |
|----|---|---|---------|-----------|
| 1) | Registration Fee  | - | P100.00 |           |
| 2) | Legal Research Fee  | - | 10.00   |           |
| 3) | Documentary & Science stamps to be affixed to the notarized supplemental documents: |   |         |           |
| a) | Acknowledgment  | - | 4.00    |           |
| b) | Treasurer sworn Statement   | - | 4.00    |           |
| c) | Board Resolution  | - | 4.00    |           |
| d) | Certificate Cover   | - | 4.00    | = P126.00 |

B. BY-LAWS

- |    |                                   |   |        |           |
|----|-----------------------------------|---|--------|-----------|
| 1) | Filing Fee                        | - | 100.00 |           |
| 2) | Legal Research Fee                | - | 10.00  |           |
| 3) | Documentary & Science Stamps for: |   |        |           |
| a) | Minutes of organizational meeting | - | 4.00   |           |
| b) | Minutes of 1st BOD meeting        | - | 4.00   |           |
| c) | General Information Sheet         | - | 4.00   | = P122.00 |

C. CORPORATE BOOKS

- |    |                  |   |       |           |
|----|------------------|---|-------|-----------|
| 1) | Procurement Cost | - | 54.00 |           |
| 2) | Registration Fee | - | 25.00 | = P 79.00 |

GRAND TOTAL = P327.00

IV. IA REGISTERED WITH SEC OFFICES

The Regional and Project Offices should submit to IDD-CO the list of IA registered directly with the Regional Offices of SEC which shall include the name and registration number, the General Information Sheet and the Registration Data Sheet.

V. ANNUAL SEC REQUIREMENT

The herein requirements shall be submitted directly to SEC, not later than 120 days after the end of the association's fiscal year.

1. Financial Statement (under oath and stamped "received" by the local BIR),  
3 copies.
2. Notarized General Information Sheet,  
2 copies.

All documents should bear the registration number of the association.

VI. OTHER REQUIREMENT

All IA papers for registration with SEC should be forwarded to the Institutional Development Department using the herewith enclosed Transmittal Format. For proper presentation, each set of registration documents should be placed in a folder and labelled properly



ARTICLES OF INCORPORATION OF  
\_\_\_\_\_ IRRIGATORS' ASSOCIATION, INC.

KNOW ALL MEN BY THESE PRESENTS:

THAT WE, the undersigned, all of legal age, Filipinos and residents of the Municipality of \_\_\_\_\_ Province of \_\_\_\_\_, Philippines, have on this day voluntarily associated ourselves for the purpose of forming a non-stock, non-sectarian and non-profit association under the laws of the Philippines.

ARTICLE I

The name of the Association shall be \_\_\_\_\_  
Irrigators' Association, Inc.

ARTICLE II

That the purpose for which the Association is organized are:

1. To initially serve as a foundation in strengthening agrarian reform and cooperative development programs of the government.
2. To cooperate and eventually assume the operation and maintenance of the irrigation system or a portion thereof under such terms and conditions that the NIA Board may impose.
3. To serve as a channel for the government and private agencies in providing technical and financial assistance and other essential services concerning irrigated agriculture.
4. To act as the catalyzer for payment of loans, land amortizations, irrigation service fees, or for outright sale of farm produce to pre-determined buyer, as well as in distribution of farm supplies intended for farmers and to facilitate similar farm transactions between the farmers and the concerned parties.
5. To encourage participation of the farmer-irrigators in promoting a wholesome community life.
6. To promote continuous group action/cooperative work thereby enhancing the execution of farm activities to benefit the water-users.
7. To implement planned thrift and saving programs among its members, and initiate fund-raising activities for IA capital build-up provided authorized by existing laws.

8. To promote the conduct of continuing education and training programs for IA members/officers as part of the development process.
9. To cooperate or federate with similar Associations to spearhead the growth and development process of cooperativism.

### ARTICLE III

That the principal office of the association shall be established in \_\_\_\_\_  
(Barrio-Municipality-Province)

### ARTICLE IV

That the term of the Association shall be \_\_\_\_\_ ( ) years from and after the date of the issuance of the certificate of incorporation.

### ARTICLE V

That the names, nationality and residence of the incorporators are as follows:

|     | <u>NAMES</u> | <u>NATIONALITY</u> | <u>RESIDENCE/ADDRESS</u> |
|-----|--------------|--------------------|--------------------------|
| 1.  | _____        | _____              | _____                    |
| 2.  | _____        | _____              | _____                    |
| 3.  | _____        | _____              | _____                    |
| 4.  | _____        | _____              | _____                    |
| 5.  | _____        | _____              | _____                    |
| 6.  | _____        | _____              | _____                    |
| 7.  | _____        | _____              | _____                    |
| 8.  | _____        | _____              | _____                    |
| 9.  | _____        | _____              | _____                    |
| 10. | _____        | _____              | _____                    |
| 11. | _____        | _____              | _____                    |
| 12. | _____        | _____              | _____                    |
| 13. | _____        | _____              | _____                    |
| 14. | _____        | _____              | _____                    |
| 15. | _____        | _____              | _____                    |

### ARTICLE VI

That the names, nationalities and residences of the contributors to the capital of this Corporation together with their respective contributions are indicated in "Annex A" attached to this document.

#### ARTICLE VII

That the members of the Board of Directors shall be \_\_\_\_\_ who shall serve until their successors shall have been elected and qualified as provided for in the By-Laws. They are as follows:

|     | NAMES | NATIONALITY | RESIDENCE/ADDRESS |
|-----|-------|-------------|-------------------|
| 1.  |       |             |                   |
| 2.  |       |             |                   |
| 3.  |       |             |                   |
| 4.  |       |             |                   |
| 5.  |       |             |                   |
| 6.  |       |             |                   |
| 7.  |       |             |                   |
| 8.  |       |             |                   |
| 9.  |       |             |                   |
| 10. |       |             |                   |
| 11. |       |             |                   |
| 12. |       |             |                   |
| 13. |       |             |                   |
| 14. |       |             |                   |
| 15. |       |             |                   |

#### ARTICLE VIII

That the Association being non-stock, non-sectarian and non-profit shall derive and maintain its funds from any or all of the following:

- a. Membership fees
- b. Annual dues
- c. NFA assemblage fees
- d. Voluntary contribution from members only
- e. Fines, charges and other such funds as may be received by the IA from partnership and other entities whether domestic or foreign provided authorized by the existing laws.

#### ARTICLE IX

That the present member-irrigators are those appearing in the attached list of farmers/members. List of additional members shall be submitted from time to time to the Securities and Exchange Commission.

ARTICLE X

That the capital of the Association is 'P \_\_\_\_\_ (See Annex A).

ARTICLE XI

That \_\_\_\_\_ has been elected by the incorporators as Secretary-Treasurer of the association to act as such, until his successor is duly elected and qualified in accordance with the By-Laws and as such Treasurer, he/she has been authorized to receive all fees, dues, fund properties and contributions as may be received by the Association from members and to issue the corresponding receipts in its name.

IN WITNESS HEREOF, we have hereunto affixed our signature in \_\_\_\_\_, Philippines this \_\_\_\_\_ day of \_\_\_\_\_, 198\_\_.

INCORPORATORS

|     | NAMES | NATIONALITY | RESIDENCE |
|-----|-------|-------------|-----------|
| 1.  | _____ | _____       | _____     |
| 2.  | _____ | _____       | _____     |
| 3.  | _____ | _____       | _____     |
| 4.  | _____ | _____       | _____     |
| 5.  | _____ | _____       | _____     |
| 6.  | _____ | _____       | _____     |
| 7.  | _____ | _____       | _____     |
| 8.  | _____ | _____       | _____     |
| 9.  | _____ | _____       | _____     |
| 10. | _____ | _____       | _____     |
| 11. | _____ | _____       | _____     |
| 12. | _____ | _____       | _____     |
| 13. | _____ | _____       | _____     |
| 14. | _____ | _____       | _____     |
| 15. | _____ | _____       | _____     |

SIGNED IN THE PRESENCE OF:

\_\_\_\_\_  
(Printed Name)

\_\_\_\_\_  
(Printed Name)

ACKNOWLEDGMENT

REPUBLIC OF THE PHILIPPINES )  
PROVINCE OF \_\_\_\_\_ ) S.S.  
MUNICIPALITY \_\_\_\_\_

In the Municipality of \_\_\_\_\_ Province  
of \_\_\_\_\_ this \_\_\_\_\_ day of \_\_\_\_\_ 19\_\_\_\_  
before me, a Notary Public in and for the province of \_\_\_\_\_  
personally appeared:

|     | <u>NAME</u> | <u>RES. CERT. NO.</u> | <u>DATE &amp; PLACE OF ISSUE</u> |
|-----|-------------|-----------------------|----------------------------------|
| 1.  |             |                       |                                  |
| 2.  |             |                       |                                  |
| 3.  |             |                       |                                  |
| 4.  |             |                       |                                  |
| 5.  |             |                       |                                  |
| 6.  |             |                       |                                  |
| 7.  |             |                       |                                  |
| 8.  |             |                       |                                  |
| 9.  |             |                       |                                  |
| 10. |             |                       |                                  |
| 11. |             |                       |                                  |
| 12. |             |                       |                                  |
| 13. |             |                       |                                  |
| 14. |             |                       |                                  |
| 15. |             |                       |                                  |

KNOWN TO ME and to me KNOWN to be the same persons who executed  
the foregoing Articles of Incorporation and who acknowledged to me  
that the same is their free will and voluntary act and deed.

WITNESS my hand and seal on the date at the place last above  
written.

\_\_\_\_\_  
NOTARY PUBLIC

DOC. NO. \_\_\_\_\_  
PAGE NO. \_\_\_\_\_  
BOOK NO. \_\_\_\_\_  
Series No. \_\_\_\_\_

APPENDIX 1

\_\_\_\_\_, 19\_\_\_\_

The Chairman  
Securities and Exchange Commission  
EDSA, Mandaluyong  
Metro Manila

S i r :

In connection with the registration of the Articles  
of Incorporation of \_\_\_\_\_ Irrigators'  
Association, Inc. I the undersigned representative and in  
behalf of the organizers thereof, hereby manifest our  
willingness to change its corporate name in the event another  
person, firm or entity has acquired a prior right to use the  
same name or one similar to it.

Very truly yours,

\_\_\_\_\_  
\_\_\_\_\_  
(Address)

## MODUS OPERANDI OF

Irrigators' Association, Inc.

This Irrigators Association, Inc. is a non-stock, non-sectarian, and non-profit association voluntarily formed by farmer-water-users within the irrigable service area of \_\_\_\_\_ Irrigation System/Project.

The members shall abide by the terms and conditions of membership; its funds shall be derived from membership fees, penalties, fines paid by members, grain marketing assemblage fees, donation and contributions from other sources as legally authorized;

The association shall conduct a continuing education and training for its members with emphasis on improved water management, modern agricultural production for increased productivity, IA management and leadership development; shall properly and efficiently operate and maintain irrigation facilities and structures; and shall adopt at all times cooperative principles and practices in the management of the affairs of the association;

The association shall serve as the point of convergence of financial and technical assistance and other services from the government and the private sector, and shall oversee its proper disposition and utilization;

The association shall, in close cooperation with other agencies concerned, act as the facilitator for the members' repayment of loan, land amortization (MAR OLT) irrigation fees, etc.;

The association shall formulate and implement a scheme for capital build-up, savings and other thrift programs to generate capital; shall serve as the assembly point of the farmers' produce for higher price; and shall federate with similar associations to accelerate growth and development to best serve its members and finally, to attain a full cooperative status, thus making it possible to venture in small-scale business activities.

---

 Secretary

EXCERPTS FROM THE MINUTES OF THE MEETING OF \_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

PRESENT:

PRINTED NAMESSIGNATURE

Resolution No. \_\_\_\_\_

WHEREAS, the \_\_\_\_\_ Irrigators Associations Inc. has agreed to form a non-stock corporation under the existing laws of the Philippines;

WHEREAS, the Association understands the operation of non-stock corporation and shall abide by its rules and regulations;

RESOLVED, that the Association or Corporation shall comply with the Securities and Exchange Commission (SEC) requirements for a non-stock corporation dated May 34, 1963, in the course of its operations;

RESOLVED FURTHER, that copy of this resolution be furnished the Regional Irrigation Director/Project/Operations Manager, National Irrigation Administration \_\_\_\_\_ Region

I HEREBY CERTIFY to the correctness of the aforesaid resolution.

\_\_\_\_\_  
Secretary-Treasurer



## TREASURER'S SWORN STATEMENT

Republic of the Philippines )  
 Province of )  
 Municipality of )

I, \_\_\_\_\_ after being duly sworn, deposes and says that on \_\_\_\_\_ I was elected by the members named in the foregoing Articles of Incorporation as Treasurer of the Association to act as such until my successor has been duly elected and qualified in accordance with the By-Laws of the Association and that as such treasurer, I was authorized by the members to receive for the Association all fees, dues, contributions, funds and property due and as may be required by the Association and actually transferred to me in trust and received by me for the benefit and to the credit of the Association.

\_\_\_\_\_  
 Treasurer

SUBSCRIBED AND SWORN TO BEFORE ME THIS \_\_\_\_\_ day of \_\_\_\_\_  
 19\_\_\_\_ at \_\_\_\_\_ affiant exhibiting  
 to me his Residence Certificate No. A \_\_\_\_\_ issued on \_\_\_\_\_  
 \_\_\_\_\_, 19\_\_\_\_ at \_\_\_\_\_.

\_\_\_\_\_  
 NOTARY PUBLIC

Doc. No. \_\_\_\_\_  
 Page No. \_\_\_\_\_  
 Book No. \_\_\_\_\_  
 Series of \_\_\_\_\_

## LIST OF IA CAPITAL CONTRIBUTIONS

| NAME   | NATIONALITY | RESIDENCE | AMOUNT CONTRIBUTED |
|--|-------------|-----------|--------------------|
| <div style="text-align: center;"> TOTAL-----P </div> |             |           |                    |

CERTIFIED CORRECT:

Treasurer

LIST OF PRESENT MEMBER-IRRIGATORS

|     | <u>PRINT NAMES</u> | <u>ADDRESS</u> | <u>SIGNATURE</u> |
|-----|--------------------|----------------|------------------|
| 1.  |                    |                |                  |
| 2.  |                    |                |                  |
| 3.  |                    |                |                  |
| 4.  |                    |                |                  |
| 5.  |                    |                |                  |
| 6.  |                    |                |                  |
| 7.  |                    |                |                  |
| 8.  |                    |                |                  |
| 9.  |                    |                |                  |
| 10. |                    |                |                  |
| 11. |                    |                |                  |
| 12. |                    |                |                  |
| 13. |                    |                |                  |
| 14. |                    |                |                  |
| 15. |                    |                |                  |
| 16. |                    |                |                  |
| 17. |                    |                |                  |
| 18. |                    |                |                  |
| 19. |                    |                |                  |
| 20. |                    |                |                  |

CERTIFIED CORRECT:

---

SECRETARY

REGISTRATION DATA SHEET

Registration No. \_\_\_\_\_

Date \_\_\_\_\_

|                                |   |                         |             |
|--------------------------------|---|-------------------------|-------------|
| <input type="checkbox"/> Stock | (Name of Company)<br>_____ Irrigators Asso.<br>Inc. |                         | Do not fill |
|                                | (Address)<br>_____                                  |                         | URBAN CODE  |
|                                | (Nature of Business)<br>_____                       |                         |             |
| Authorized                     | Subscribed Capital                                  | Paid-up Capital         |             |
| Subscribed Capital<br>Stock    |   | Paid-up Capital         |             |
| NATIONALITY<br>FILIPINO        | AMOUNT  | NATIONALITY<br>FILIPINO | AMOUNT      |

Incorporators  
(Start with Incorporators with highest share holding)

| NAME | POSITION | NATIONALITY | TAX ACCOUNT # |
|------|----------|-------------|---------------|
| 1.   |          |             |               |
| 2.   |          |             |               |
| 3.   |          |             |               |
| 4.   |          |             |               |
| 5.   |          |             |               |
| 6.   |          |             |               |
| 7.   |          |             |               |
| 8.   |          |             |               |
| 9.   |          |             |               |
| 10.  |          |             |               |
| 11.  |          |             |               |
| 12.  |          |             |               |
| 13.  |          |             |               |
| 14.  |          |             |               |
| 15.  |          |             |               |

I hereby certify that the information given in the foregoing  
is true and correct.

BY-LAWS OF

IRRIGATORS' ASSOCIATION, INC.

KNOW ALL MEN BY THESE PRESENTS:

That we, the undersigned, all of legal age, Filipino Citizens, residents of \_\_\_\_\_, Philippines, together constituting the majority of the entire membership of \_\_\_\_\_ Irrigators' Association, Inc., do hereby promulgate the herein By-Laws:

ARTICLE I

NAME, DOMICILE & PURPOSE

The name, domicile and purposes of the Association are those set forth in the Articles of Incorporation.

ARTICLE II

MEMBERSHIP

Section I. QUALIFICATION FOR MEMBERSHIP - Membership shall be open to any person of legal age, who is an agricultural lessee, amortizing owner, owner-cultivator and other lawful possessor of agricultural lands situated within the irrigable service area of \_\_\_\_\_ and is actually engaged in farming.

Section 2. APPLICATION FOR MEMBERSHIP - The application for membership shall be made in writing on the prescribed forms and shall be submitted to the Board of Directors through the Association Secretary-Treasurer. Such membership application shall be subject to the provisions of Section I of this Article; a majority of the Board of Directors shall admit the applicant to membership. Notice of admission shall be sent by the secretary to the applicant within five (5) days after the Board's action.

Section 3. MEMBER IN GOOD STANDING - A member in good standing is one faithfully complies with the duties set forth in Article III, Section 2 of this By-Laws as well as the terms and conditions of the membership Agreement.

ARTICLE III

RIGHTS AND DUTIES OF MEMBERSHIP

Section I. RIGHTS OF MEMBERS

1. To exercise the right to vote on all matters affecting and related to the Association.
2. To be eligible to any elective positions of the Association to which he is qualified.

3. To participate in all deliberations during membership meetings, and to exercise his opinions or ideas on any matter under discussion.
4. To make use of any assistance, service and benefits of the Association upon compliance with the conditions and requirements thereof; and
5. To thoroughly examine the records of the Association at reasonable times any business day.

Section 2. DUTIES OF MEMBERS

1. To faithfully obey and comply with the By-Laws and such other rules and regulations as may be promulgated by the Board of Directors and/or by competent authority;
2. To regularly attend all meetings, conferences and seminars that may be called by the Board of Directors and/or any government agency engaged in food productions;
3. To promptly pay his irrigation service charge and other dues;
4. To willingly contribute personal services for the welfare of the association;
5. To willfully participate in the procurement, processing and marketing of farm products that may be initiated by the Association;
6. To work jointly with the irrigators in proper management, operations use and maintenance of terminal irrigation facilities and other appurtenant structures within the Association's jurisdiction;
7. To religiously adopt and apply modern and proven farm techniques as may be suggested, taught and directed by government technicians engaged in food production;
8. To comply with the agreed decisions of duly constituted authority and the Board regarding the type/nature of crops to be planted; the area to be planted as well as the timing of planting; and
9. To closely coordinate and assist in other related group activities on irrigation matters like in farm ditches and drainages maintenance.

ARTICLE IV.

TERMINATION AND SUSPENSION OF MEMBERSHIP

Section I. Any member may be suspended or terminated on the following grounds:

1. Loss of membership...

2. Willful failure to pay membership fee, irrigation service fee and other dues for three (3) times without reasonable cause and wallowing the carabaos, pigs, throwing of dead animals empty bottles, grasses and etc. along the MC/Lateral and farm ditches canal.
3. Failure to comply with any of the duties of the membership;
4. Failure to comply with the terms and conditions of the membership agreement;
5. Acts or omissions injurious or prejudicial to the affairs of the Association, eg. destruction and obstruction of irrigation canals, farm ditches and other structures preventing the free and smooth conveyance of the water; and
6. Violation of any of the provisions of the By-Laws and other rules and regulation promulgated by the Board. Any member who has resigned was suspended or terminated shall no obstruct or intervene in any manner in all operational activities of the Association.

#### ARTICLE V

##### MEMBERSHIP FEES, DUES/CHARGES AND OTHER CONTRIBUTIONS

- Section 1. MEMBERSHIP FEES - Every prospective member shall pay a membership fee of \_\_\_\_\_ (P \_\_\_\_\_) upon his admission to the Association.
- Section 2. ANNUAL DUES - An annual dues of \_\_\_\_\_ (P \_\_\_\_\_) shall be paid by every member in harvesting time January of each year.
- Section 3. IRRIGATION FEES - Every member of the Association shall pay such amount per harvest season planted to rice or for crops other than rice, in accordance with the prevailing and duly authorized NIA irrigation service fee rates.
- Section 4. CONTRIBUTIONS - The Association may raise funds through contributions or donations from member irrigators either in the form of cash labor or in kind, and through benefit program considered appropriate and legal for the purposes.
- Section 5. GENERAL FUND - All penalties or fines paid by members as well as donations, contributions and monies derived from members shall be part of the general fund of the Association.

ARTICLE VI

MEMBERSHIP MEETINGS

- Section 1. FISCAL YEAR - The fiscal year of the Association shall commence on the first day of January and ends on the last day of December.
- Section 2. ANNUAL MEETINGS - The members shall meet at least once a year on every .....
- Section 3. SPECIAL MEETINGS - Special meetings of members may be called any time by the Board of Directors or upon written request of at least five (5) members in good standing or a majority of the members.
- Section 4. NOTICE OF MEETING - Notice of every annual or regular meeting shall be delivered personally to all members. In addition, a copy of such notice shall be posted for such period in conspicuous or frequented places within the premises of the Association's Office. Such notice shall include the purpose, the date, time and meeting place.
- Section 5. QUORUM AND VOTING - Except in cases when the Corporation Law requires the affirmative vote of a greater proportion, a majority of the entire membership shall constitute a quorum. The meeting of the members may adjourn from time to time until the quorum shall be present. In every meeting of the entire membership, each member shall be entitled to one vote.
- Section 6. ORDER OF BUSINESS - The order of business in every meeting shall as far as possible, be as follows:
1. Roll call and proof of quorum
  2. Proof of the notice;
  3. Reading of and action on the minutes of the last meeting;
  4. Report of Officers and committees;
  5. Recommendations and proposals;
  6. Approval of the budget for the ensuing year;
  7. New Business;
  8. Election of directors and/or officers; and
  9. Adjournment



ARTICLE VII

BOARD OF DIRECTORS AND COMMITTEES

Section 1. NUMBER OF DIRECTORS AND QUALIFICATIONS -

The affairs and business of the Association shall be administered by a Board of five (5) members; However, the number of Directors may be increased according to the need and in accordance with law. Any member of the Board must possess the following qualifications;

1. He must be a Filipino Citizen;
2. He must be a member in good standing;
3. He must know how to read and write;
4. He must be of good moral character and reputation in the community;
5. He must be engaged in actual farming within the area of operation of the Association; and
6. He must not be holding any elective position in the government higher than a barangay councilman nor actively engaged in partisan politics.

Section 2. ELECTION AND TERM OF OFFICE - Directors shall be elected at the annual meeting on every \_\_\_\_\_ of January by secret ballot. Elected Directors shall hold office for a term of one (1) year until the election and qualification of their successors;

No Director shall be elected for more than two (2) consecutive terms.

Section 3. ELECTION OF OFFICERS - The Board of Directors immediately after election shall meet together with the FIGS chairman and elect IA officers from among themselves by secret ballot; the President, Vice President, Secretary, Treasurer and Auditor, each of whom shall hold office until the election and qualification of his successor, unless sooner removed for cause.

Section 4. VACANCIES - Whenever a vacancy occurs in the position of a Director through death, resignation or removal, the member of the Association shall meet to elect a successor who shall serve only the unexpired term; provided, that where such vacancy occurs within two (2) months immediately preceeding the next regular election of Directors, the vacancy shall be filled at such regular election.

Section 5. REMOVAL OF DIRECTORS - Any member of the Association may bring charges against a Director by Filling the same in writing with the Secretary of the Association, together with a petition signed by at least five (5) members in good standing of the Association. The Board of Directors must call a special meeting of the Association to consider the removal. The affirmative votes of two thirds(2/3) of the entire membership entitled to vote shall be necessary to remove the Directors in question. The Director against whom charges have been brought shall be informed in writing of the charges against him.

the meeting called for the Page 6

the meeting called for the the purpose. The person or persons bringing the charges shall have the same opportunity.

Section 6. REIMBURSEMENT OF EXPENSES - The Board of Directors shall serve the Association without any compensation or honorarium. However, as far as practicable, they may be reimbursed for actual and necessary expenses incurred by them for activities directly related with the Association.

Section 7. COMMITTEES AND OFFICERS - Four (4) standing committees are hereby created, to wit;

1. Membership, Education and Training Committee

Manner of Selection - consists of ten (10) members, with the Secretary automatically serving as Chairman. Ten (10) members are the FIGs Secretary (Farmers Irrigators Group Secretary) appointed by the Board of Directors, during the first meeting.

2. Service Committee

Manner of Selection - consists of ten (10) members, with the Vice-President automatically serving as chairman, Ten (10) members are the Farmer-Irrigators Group (FIG) Asst. leader appointed by the Board of Directors, during the first meeting.

3. Finance and Income Committee

Manner of Selection - consist of ten (10) members, with the Treasurer automatically serving as Chairman. Ten (10) members are the Farmer-Irrigators Group (FIG) Treasurer appointed by the Board of Directors, during first meeting.

4. Audit and Inventory Committee

Manner of Selection - consist of ten (10) members, with the Auditor automatically serving as Chairman. Ten (10) members are the Farmer-Irrigators Group (FIG) Auditor appointed by the Board of Director, during the first meeting.

Section 8. REGULAR MEETING - Regular meetings of the Board of Directors shall be held at the principal office of the Association on the ~~1st~~ 1st ~~of the month~~, or such other place as the Board may determine,

Section 9. SPECIAL MEETING - A special meeting of the Board of Directors shall be held whenever called by the President or by majority of the Board of Directors on three (3) days written notice to all Director, such notice shall state the time, place and purpose

of the meeting:

Section 10. QUORUM - A majority of the Board of Director shall constitute a quorum of at any meeting thereof and a majority vote of the Directors present in any Board meeting at which there is a quorum shall be enough to decide any question except for the election of officers which shall require a majority vote of all the members of the Board.

Section 11. RESPONSIBILITIES OF THE BOARD - The Board of Directors shall have entire charge of the affairs and properties of the Association and general management of its activities and operation. The Board of Director shall have the following responsibilities:

1. The Board of Directors has the ultimate responsibilities for all operation and members of the Board have to serve to the best interest of all the members rather than its own.
2. The Board has to set-up goals, long and short term objectives;
3. The board must established policies, regulations and programs and that they are implemented once they have been approved by the members of all FIGs.
4. The board must keep members fully informed of the activities of the association and do their utmost to ensure that the organization maintains the spirit of service to and respect for the members.

Section 12. POWERS OF THE BOARD - Whatever powers which may be possessed by the board are conferred on them by the members and written in the by-laws. The supreme authority lies in the membership of all FIGs taken as a whole. In other words, the members voluntarily transfer their powers to a smaller group, the board which is chosen from their own members.

The board is given the following powers to run the Association.

1. The board of directors shall have the power to conduct, manage and control the affairs of the association and to make rules consistent with the articles of incorporation and by-laws of the association.
2. To enter into contract and incur indebtedness the terms and amount to be fixed by the board.
3. To appoint and remove for cause officers and employees of the association and shall prescribed their duties and fix their compensation.
4. To prescribed the forms, extend and nature of the financial reports to the members.

5. To propose changes in the by-laws
6. To elect officers of the Board.
7. To submit to membership through the FIG chairman the audited financial statements of the association.
8. To decide on the disposition of surplus funds in case of dissolution and/or liquidation of the association with the concurrence of two thirds vote of all members of all FIGs in any regular or special meeting called for the purpose.
9. To act on the application for membership/
10. To create other committees as it deemed necessary.

## ARTICLE VIII

### OFFICERS

Section 1. DUTIES AND POWERS OF THE PRESIDENT - The president who must be a member of the Board shall represent the association in all social and economic activities. As chairman of the Board, he shall preside over all meetings of the Board. He shall prepare in consultation with the standing committee yearly program of activities for the association and other duties as the Board may prescribed from time to time.

Section 2. DUTIES AND POWER OF THE VICE-PRESIDENT - The Vice-President if qualified shall assume the responsibilities of the President during the latter's absence and will serve as the chairman of the Service Committee.

Section 3. DUTIES AND POWER OF THE SECRETARY - The Secretary shall keep a complete list of the members and maintain a correct record of all the meetings of the Board of Directors; give notice of all meetings and keep other pertinent records of the association; he will serve as the chairman of the Membership, Education and Training Committee. The Secretary must be a resident and Citizen of the Philippines.

Section 4. DUTIES AND POWER OF THE TREASURER - The treasurer shall serve as the custodian of the assets and finances of the association and keep a complete record of financial transaction. He will concurrently serve as chairman of the Finance committee. He shall post a bond in such amount as the Board may impose.

Section 5. DUTIES AND POWER OF THE AUDITOR - The auditor shall conduct monthly audit of the book of accounts of the association and render report on the results to the Board of Directors. He shall head the committee on Audit and Inventory.

ARTICLE IX

STANDING COMMITTEE AND FUNCTIONS

MEMBERSHIP, EDUCATION AND TRAINING COMMITTEE

The membership, education and training committee shall have the following functions:

1. Receive, process and recommends to the Board of Director all applications for membership for approval;
2. Prepares an annual program of activities for the education and training of members;
3. Holds meeting once a month and renders report of accomplishment to the board of director;
4. Manages membership, education and training related conflicts at the IA level;
5. Recommends amendments to the Articles of Incorporation and by-laws as situation warrants.
6. Renders monthly status report on membership;
7. Formulates strategies for membership expansion;
8. Undertakes with assistance of other committees the preparation, completion and filling of IA registration documents to the Securities and Exchange Commission.
9. Establish criteria for awards to outstanding member, officers and FIG.

ARTICLE X

SERVICE COMMITTEE

The service committee shall have the following functions:

1. Evaluates and recommends policies and procedures to the board of director on appropriate suitable cropping calendar;
2. Evaluates and recommends ways and means for efficient water delivery and distribution;
3. Evaluates and recommends policies and procedures on on in-season maintenance;
4. Monitors and consolidates the list of planted and irrigated area.
5. Evaluates and recommends policies and procedures on managing water crisis.
6. Recommends policies and procedures in settling irrigation related conflicts;
7. Formulates in consultation with NIA personnel policies and procedures to enforce discipline among members.
8. Evaluates O&M plan before and after each cropping season

9. Holds meeting once a month and render monthly status of accomplishments to the Board of Directors.

#### ARTICLE XI

##### FINANCE COMMITTEE

The finance committee shall have the following functions:

1. Formulates policies and procedures regarding the business affairs and improvement in the finance of the association.
2. Evaluate and recommends policies and procedures for effective irrigation service fee collection.
3. Studies proposed projects/activities and recommends appropriate action to the Board of Directors;
4. Consolidates list of members with back accounts;
5. Consolidates actual receipts and expenditures of the Association and FIG and render monthly report to the Board; and
6. Hold meeting once a month.

#### ARTICLE XII

##### AUDIT AND INVENTORY COMMITTEE

The Audit and Inventory Committee shall have the following functions:

1. Evaluates and recommends policies and procedures to safeguard the assets and properties of the association; and
2. Conducts monthly audit and report findings to the Board of Directors.

#### ARTICLE XIII

##### DISSOLUTION & LIQUIDATION

Section 1: CAUSES OF DISSOLUTION - The association may be dissolved by resolution adopted by a two-thirds (2/3) affirmative vote of all member and by majority of the Board in a regular or special meeting called for the purposes for any cause provided by existing laws.

##### Section 2. ORDER OF PAYMENT OR LIQUIDATION

After dissolution, the assets of the association shall be used to pay liquidation expenses and all debts of the Association. Any surplus assets may be donated to any community project, whether economic; educational, cultural or social.

ARTICLE XIV

MAINTENANCE OF IRRIGATION FACILITIES AND STRUCTURES

AT FARM LEVEL

All terminal irrigation facilities and other appurtenant structures within the Association's jurisdiction shall be maintained by rendering voluntary and personal services either individually or jointly. Members of the Association must see to it that irrigation ditches and canal are in good condition and free of silted deposits and vegetative growth as to have free and smooth conveyance of irrigation water in their area.

ARTICLE XV

OTHER RULES AND REGULATIONS

The Board of Director may deem necessary to promulgate such other rules and regulations governing the relationship of members among themselves in line with the rendition of personal or joint services, distribution and use of irrigation water, construction of dikes, ditches and such other matters as may be involved in the operation of irrigation systems within the Association's jurisdiction. All members shall abide and comply with such rules and regulations. Violation of such rules and regulations as well as those of the By-Laws may subject the offender to a penalty in an amount not exceeding. Twenty five pesos (P25.00).

ARTICLE XVI

USE AND DISPOSITION OF ASSOCIATION FUNDS

Section 1. Funds derived by the Association in the form of required fees, dues and other contributions considered legal for the purpose, shall be part of the General Fund and may be used for;

- a. Payment of charges and obligations of the Association;
- b. Payment of cost of maintenance and repairs of terminal facilities and other irrigation structures;
- c. Payment of such other expenses that may arise in the conduct and operation of its activities.

The above-mentioned accumulated funds shall be deposited with the nearest depository bank in the name of the Association. Withdrawal of the said fund shall only be made on the signature of any officer or officers of the association as may be designated by the Board of Directors.





IA Form #5

IRRIGATORS ASSOCIATION INC.IRRIGATION SYSTEM

CATEGORY: NATIONAL  
COMMUNAL  
FOREIGN-FUNDED

## MINUTES OF THE ORGANIZATIONAL MEETING:

\_\_\_\_\_ IRRIGATORS' ASSOCIATION, INC. held  
at \_\_\_\_\_ on \_\_\_\_\_, 19\_\_\_\_.

The meeting was called to order at \_\_\_\_\_ o'clock A.M./P.M.  
with \_\_\_\_\_ temporary secretary.

The secretary called the roll of the Incorporators.

The following were present:

|       |       |
|-------|-------|
| _____ | _____ |
| _____ | _____ |
| _____ | _____ |
| _____ | _____ |
| _____ | _____ |

The majority of the Incorporators were present. The presiding officer declared meeting legally constituted.

After thorough discussion and on a motion duly seconded, the Articles of Incorporation and By-Laws were unanimously approved together with the following data:

1. The name of the Association, shall be \_\_\_\_\_  
Irrigators' Association, Inc.
2. The principal office of the Association shall be located at \_\_\_\_\_.
3. The area of operation shall be within \_\_\_\_\_  
\_\_\_\_\_ River Irrigation System.

IRRIGATORS' ASSOCIATION, INC.

IRRIGATION SYSTEM

CATEGORY: NATIONAL

COMMUNAL

FOREIGN-FUNDED

MINUTES OF THE ORGANIZATIONAL MEETING:

IRRIGATORS' ASSOCIATION, INC. held at [redacted] 6H [redacted] 19[redacted]

The meeting was called to order at [redacted] 6:00 clock P.M. with [redacted] as presiding officer and [redacted] temporary secretary.

The Secretary called the roll of the incorporators:

The following were present:

|            |            |
|------------|------------|
| [redacted] | [redacted] |
| [redacted] | [redacted] |
| [redacted] | [redacted] |
| [redacted] | [redacted] |
| [redacted] | [redacted] |
| [redacted] | [redacted] |

Majority of the incorporators were present. The presiding officer declared meeting legally constituted.

After a thorough discussion and on a motion duly seconded, the Articles of Incorporation and By-laws were unanimously approved together with the following data:

1. The Name of the Association shall be IRRIGATORS' ASSOCIATION, INC.
2. The principal office of the Association shall be located at [redacted]
3. The area of operation shall be within [redacted] River Irrigation System.
4. The extent of membership (who may become members) covers irrigation end-users at [redacted]
5. The term for which the Association is to exist is fifty (50) years (or other decision of the General Assembly).
6. The number of directors shall be [redacted]
7. The membership fee shall be [redacted]
8. The annual general assembly shall be held on [redacted] (Date) at [redacted] (Time).

The election of the Board of Directors, Chairman and Members of the different Committees was held. The results of the election were as follows:

| BOARD OF DIRECTORS |                   | No. OF VOTES | BOARD OF DIRECTORS |                   | No. OF VOTES |
|--------------------|-------------------|--------------|--------------------|-------------------|--------------|
| 1.                 | <u>[REDACTED]</u> | <u>5</u>     | 5.                 | <u>[REDACTED]</u> | <u>5</u>     |
| 2.                 | <u>[REDACTED]</u> | <u>5</u>     | 6.                 | <u>[REDACTED]</u> | <u>5</u>     |
| 3.                 | <u>[REDACTED]</u> | <u>5</u>     | 7.                 | <u>[REDACTED]</u> | <u>5</u>     |
| 4.                 | <u>[REDACTED]</u> | <u>5</u>     | 8.                 | <u>[REDACTED]</u> | <u>5</u>     |

A. FINANCE AND DEVELOPMENT COMMITTEE

Chairman: [REDACTED]  
Members: 1. [REDACTED] 2. [REDACTED]

B. AUDIT AND INVENTORY COMMITTEE

Chairman: [REDACTED]  
Members: 1. [REDACTED] 2. [REDACTED]

C. COMPLAINT COMMITTEE

Chairman: [REDACTED]  
Members: 1. [REDACTED] 2. [REDACTED]

The presiding officer then proclaimed the newly-elected members of the Board of Directors, Chairman, and Members of the Finance and Development, Audit and Inventory, and Complaint Committee.

There being no more business to be taken up, the meeting was adjourned at 6:15 o'clock AM/PM.

I hereby certify to the correctness of the above minutes.

[Signature]  
Temporary Secretary

ATTESTED:

[Signature]  
Presiding Officer

SUBSCRIBED AND SWORN TO before me this 10th day of April 1984 at [REDACTED]. Affiant exhibiting to me His Residence Certificate No: [REDACTED] issued on [REDACTED] at [REDACTED].

[Signature]  
Notary Public

Doc. No: [REDACTED]  
Page No: [REDACTED]  
Book No: [REDACTED]  
Series No: 1984

Notary Public  
State of [REDACTED]  
My Comm. Expires 1984



ADDRESS

MINUTES OF THE FIRST MEETING OF THE BOARD OF DIRECTORS

held at Calaveras County Courthouse, Calaveras, California on May 15, 1957 at 8:00 PM Irrigators' Association, Inc.

PRESENT :

|                           |                          |
|---------------------------|--------------------------|
| <u>James H. Hinkle</u>    | <u>Charles H. Hinkle</u> |
| <u>Frederick Van Dine</u> | <u>Alvin H. Hinkle</u>   |
| <u>Arnold C. Hinkle</u>   | <u>Alvin H. Hinkle</u>   |
| <u>Edna C. Hinkle</u>     | <u>Alvin H. Hinkle</u>   |
| <u>Alvin H. Hinkle</u>    | <u>Alvin H. Hinkle</u>   |
| <u>Alvin H. Hinkle</u>    | <u>Alvin H. Hinkle</u>   |

The meeting was called to order at 8:00 PM with Frederick Van Dine as a temporary presiding officer and Alvin H. Hinkle as a temporary secretary.

The Board organized itself by electing the following officers :

- |   |   |
|---|---|
| 1. President : <u>James H. Hinkle</u>         | 4. Treasurer : <u>Charles H. Hinkle</u> |
| 2. Vice President : <u>Frederick Van Dine</u> | 5. Auditor : <u>Alvin H. Hinkle</u>     |
| 3. Secretary : <u>Alvin H. Hinkle</u>         | 6. PRS : <u>Alvin H. Hinkle</u>         |

The Board appointed the respective chairman and members of the Education and Training, Irrigation Management and Agricultural Supervision Committees :

- |  |
|--|
| 1. Education and Training Committee :                      |
| Chairman : <u>Frederick Van Dine</u>                       |
| Members : <u>James H. Hinkle</u> <u>Alvin H. Hinkle</u>    |
| 2. Irrigation Management Committee :                       |
| Chairman : <u>James H. Hinkle</u>                          |
| Members : <u>Frederick Van Dine</u> <u>Alvin H. Hinkle</u> |
| 3. Agricultural Supervision Committee :                    |
| Chairman : <u>Alvin H. Hinkle</u>                          |
| Members : <u>James H. Hinkle</u> <u>Alvin H. Hinkle</u>    |

On a motion duly seconded, the Board designated the Bank as the official depository of the Association's funds. The withdrawal of any amount shall be supported by a Board Resolution and an authority to withdraw such amount by the President and the Vice President, in case of the former's absence, and that withdrawal shall be made only for the purpose stated in the By-Laws.

On a motion duly seconded, it was unanimously approved that the Treasurer be authorized to disburse the necessary amounts for the purchase of the accounting forms, records and other office supplies needed for the initial operation of the Association.

On a motion duly seconded, it was approved that the Board would convene for its next meeting on May 22, 1957 at 8:00 PM at Calaveras County Courthouse, Calaveras, California.

Republika ng Pilipinas  
Department of Trade  
SECURITIES AND EXCHANGE COMMISSION  
Manila

GENERAL INFORMATION SHEET  
as of 1987, 19 1987

1. Name of Association CALIPAHAN  
2. Nature of Business Real Estate Development  
3. Office Address 1000 ...  
4. Capital Structure

Authorized Subscribed or  
Outstanding Paid Up

5. Officers :
- |  | NAME       | NATIONALITY | ADDRESS    |
|--|------------|-------------|------------|
| a) President   | <u>...</u> | <u>...</u>  | <u>...</u> |
| b) Vice Pres.  | <u>...</u> | <u>...</u>  | <u>...</u> |
| 1)   | <u>...</u> | <u>...</u>  | <u>...</u> |
| 2)   | <u>...</u> | <u>...</u>  | <u>...</u> |
| 3)   | <u>...</u> | <u>...</u>  | <u>...</u> |
| c) Secretary   | <u>...</u> | <u>...</u>  | <u>...</u> |
| d) Treasurer   | <u>...</u> | <u>...</u>  | <u>...</u> |
| e) Gen. Manager  | <u>...</u> | <u>...</u>  | <u>...</u> |
| f) Auditor   | <u>...</u> | <u>...</u>  | <u>...</u> |
| g) Other officers : (Chairman of Specialized Committees) |            |             |            |
| 1:   | <u>...</u> | <u>...</u>  | <u>...</u> |
| 2:   | <u>...</u> | <u>...</u>  | <u>...</u> |
| 3:   | <u>...</u> | <u>...</u>  | <u>...</u> |
| 4:   | <u>...</u> | <u>...</u>  | <u>...</u> |
| 5:   | <u>...</u> | <u>...</u>  | <u>...</u> |

6. Directors :
- |     |            |            |            |
|-----|------------|------------|------------|
| 1:  | <u>...</u> | <u>...</u> | <u>...</u> |
| 2:  | <u>...</u> | <u>...</u> | <u>...</u> |
| 3:  | <u>...</u> | <u>...</u> | <u>...</u> |
| 4:  | <u>...</u> | <u>...</u> | <u>...</u> |
| 5:  | <u>...</u> | <u>...</u> | <u>...</u> |
| 6:  | <u>...</u> | <u>...</u> | <u>...</u> |
| 7:  | <u>...</u> | <u>...</u> | <u>...</u> |
| 8:  | <u>...</u> | <u>...</u> | <u>...</u> |
| 9:  | <u>...</u> | <u>...</u> | <u>...</u> |
| 10: | <u>...</u> | <u>...</u> | <u>...</u> |

7. Profit ... Dividends declared if any :  
(Amount and Date)  
8. Losses : ...  
(Amount and Date) (Statement and Date)

CERTIFIED CORRECT  
...  
President

Subscribed and sworn to before me this ... day of ..., 1987  
at Manila City, Philippines