

REMMANVILLE HOMEOWNERS ASSOCIATION., INC.
Lower, Nery Street, Remmanville Executive Village (Annex 30),
Barangay Don Bosco, Parañaque City, Metro Manila

AMENDED BY-LAWS OF
REMMANVILLE HOMEOWNERS ASSOCIATION INC.

ARTICLE I
DOMICILE

Section 1. The domicile and principal office of the Association shall be located and established at Lower, Nery Street, Remmanville Executive Village (Annex 30), Barangay Don Bosco, Parañaque City, Metro Manila

ARTICLE II
DECLARATION OF PURPOSE, POWERS AND DUTIES

Section 1. Purpose of the Association. The purpose of this Association is to provide and/or maintain community facilities and to facilitate the delivery of adequate social services and economic advantages for the association to improve the quality of life and well-being of its members, on a non-profit basis consonant with the provisions set forth on its Articles of Association.

Section 2. An Introduction to the Remmanville Homeowners Association, Inc. The Remmanville Homeowners Association, Inc. (RHAI) was incorporated on the 14th day of May 1985 and was registered with the Home Financing Corporation, then an agency of the Ministry of Human Settlements, as confirmed by Certificate of Registration bearing the Registration No. 04-759. The RHAI was founded and organized by eleven (11) of the pioneer homeowners and residents of the subdivision, who were also its original incorporators. As a homeowners association, the Association is a non-profit corporation under the jurisdiction of the Housing and Land Use Regulatory Board (HLURB) by virtue of Republic Act 9904, otherwise known as the "Magna Carta for Homeowners and Homeowners Associations, And Other Purposes."

Section 3. The Powers and Duties of the Association. The powers and duties of the Association are those set forth in this Article, in Section 10 of Republic Act 9904 (Magna Carta for Homeowners and Homeowners Associations), in Section 49 of the Implementing Rules and Regulations of Republic Act 9904, and in its Articles of Incorporation and any recorded declarations or deed of restrictions encumbering the physical territory of the Association, if not inconsistent with the provision of these By-laws.

The powers and rights of the Association include, but are not limited to the following:

- a. Subject to consultation and with the approval of a simple majority of the members in good standing, adopt and amend the articles of incorporation and bylaws, rules and regulations, pursuant to existing laws and regulations;
- b. In behalf of its members, institute, defend, or intervene in litigation and/or administrative proceedings affecting the welfare of the association and the subdivision/village as a whole, excluding, however, disputes that are not the responsibility of the association;
- c. Regulate the use, maintenance, repair, replacement and modification of common areas and cause additional improvements to be made part of the common areas: Provided, That the aforementioned do not contradict the provisions of the approved subdivision plan;
- d. Regulate access to, or passage through the subdivision/village roads for purposes of preserving privacy, tranquility, internal security, and safety and traffic order: Provided, That: (1) public consultations are held; (2) existing laws and regulations are met; (3) the authority of the concerned government agencies or units are obtained; and (4) the appropriate and necessary memoranda of agreement are executed among the concerned parties;
- e. Hire, discharge or contract managing agents and other employees, agents and independent contractors to ensure the full functioning and operation of the association;

- f. Subject to consultation with and the approval of a simple majority of the association members, acquire, hold, encumber and convey in its own name any right, title to or interest in real or personal property: Provided, That such approval of a simple majority of the association members shall not be required for the acquisition, holding, encumbrance and conveyance of personal properties in amounts not exceeding ten percent (10%) of the association's cash holdings for its use in the course of its normal operations;
- g. Upon consultation, grant easements, leases, concessions and authority to use common areas and petition for or consent to the vacation of streets and alleys: Provided, That the said grant of easements, leases, concessions and authority shall not be applicable to access roads, main interconnecting roads, alleys and sidewalks within the subdivision;
- h. Impose or collect reasonable fees for the use of open spaces, facilities, and services of the association to defray necessary operational expenses, subject to the limitations and conditions imposed under the law, the regulations of the board and the association's bylaws;
- i. Cause compliance with regard to height regulations, easements, use of homes, buildings, edifices, or structures that may be built within the subdivision, in accordance with the National Building Code, zoning laws, HLURB rules and regulations, existing local ordinances, and existing deeds of restriction;
- j. Subject to consultation and with the approval of a simple majority of the association members, allow the establishment of certain institutions such as, but not limited to, schools, hospitals, markets, grocery stores and other similar establishments that will necessarily affect the character of the subdivision/village in terms of traffic generation, and/or opening the area to outsiders which may result in the loss of privacy, security, safety, and tranquility to its residents, in accordance with the National Building Code, zoning laws, existing local ordinances, HLURB rules and regulations, and existing jurisprudence: Provided, That such prior approval shall not be necessary for the establishment of sari - sari stores, home industries and similar small - scale business enterprises within the subdivision/village classified as socialized housing;
- k. Suspend privileges of and services to and/or impose sanctions upon its members for violations and/or noncompliance with the association's bylaws, and rules and regulations;
- l. Exercise any other powers conferred by the bylaws and the HLURB necessary for the governance and operation of the association.

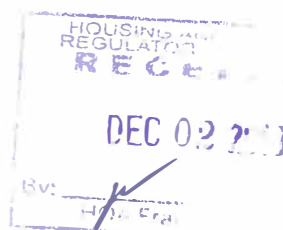
Further, the association has the following duties:

- a. The Association shall maintain financial records in accordance with generally accepted accounting standards and principles. The records shall be open to inspection by Association members or their authorized representatives at reasonable times, and written summaries of such records shall be supplied at least annually to the members or their authorized representatives.

The failure of the Association to permit inspection of its accounting records by members or their authorized representatives entitles any persons prevailing in an enforcement action to recover reasonable attorney's fees from the person in control of the books and records who, directly or indirectly, knowingly denied access to the books and records for inspection.

The records shall include, but not be limited to:

- i. A record of all receipts and expenditures of the Association; and
 - ii. An account for each member, designating the name and current mailing address of the member, the amount of each assessment, the dates on which and amounts in which the assessments come due, the amount paid on the account, and the balance due.
- b. The association shall use its best efforts to obtain and maintain adequate security to protect the Association and its properties.



ARTICLE III
MEMBERSHIP

Section 1. Membership. Every homeowner shall be qualified to be a member of the REMANVILLE HOMEOWNERS ASSOCIATION INC., Unless otherwise provided in the contract to sell, deed of sale, or other instrument of conveyance, or annotated in the title of the property, membership in the association is optional.

The right of membership, including the right to vote and be voted for, shall be exercised by the head of the family or authorized representative of each homeowners, lot owner/buyer, awardees, lease holder of house or lot.

A lessee of a homeowner under a contract with a term of at least one (1) year may qualify to be a member and shall have the right of a member upon complying with the requirements of membership under the by-laws and the law.

Section 2. Member in Good Standing. A member is in good standing if he or she complies with all the duties and obligations of a member as determined by these By-laws. A member in good standing shall enjoy the following rights:

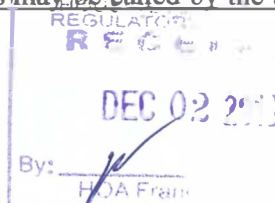
- a. To avail of and enjoy all basic community services and the use of common areas and facilities;
- b. To inspect association books and records during office hours and to be provided upon request with annual reports, including financial statements;
- c. To participate, vote and be eligible for any elective or appointive office of the association subject to the qualifications as provided for in the bylaws;
- d. To demand and promptly receive deposits required by the association as soon as the condition for the deposit has been complied with or the period has expired;
- e. To participate in association meetings, elections and referenda, as long as his/her bona fide membership subsists; and
- f. To enjoy all other rights as may be provided for in the association bylaws.

Section 3. Rights and Privileges of Membership. Every member regardless of standing shall be entitled to participate in all general and special meetings, and has the right to vote on the following matters:

- a. Amendment of the articles of incorporation;
- b. Adoption and amendment of by-laws;
- c. Recall or removal of a director or officer of the Association;
- d. Increases or decreases of Association membership dues or special assessments;
- e. Dissolution of the Association;

Section 4. Duties of Members. Every member of the association shall have the following duties:

- a. To pay his membership fee, association fee, special assessments, and such other fees which may be levied on him by the association;
- b. To participate important activities or social affairs of the association as may be determined by the board of directors or trustees;
- c. To attend all meetings assembly, and seminars as may be called by the association, the board of directors or trustees or its committees;



- d. To obey and comply with this by-laws and such other rules and regulations as may be promulgated by the board of the directors or trustees and approved by the majority of the members.

Section 5. Delinquent Member. Unless otherwise provided in the by-laws, a member who has failed to pay three (3) cumulative monthly dues or membership fees, or other charges/ assessment despite demands by the association or has repeatedly violated the association's by- laws and declared policies, may be declared delinquent by the board of Directors in accordance with the procedure in the succeeding section.

Section 6. Procedure in Declaring a Member Delinquent. The board or a committee assigned by the Board shall observe the following procedure in declaring a member delinquent or member not in good standing:

- a. The Board or the Committee shall determine whether a member (1.) failed to pay at least three (3) cumulative monthly dues, fees or other charges based on the report of the treasurer or as reflected in the association's financial records or (2.) repeatedly or grossly violated the by- laws or policies of the association as reflected in the book of records of the association.
- b. The President or the designated officer of the association shall forthwith notify the said member in writing of the violation and require him to explain in writing within fifteen (15) days from receipt of notice why he should not be declared delinquent.
- c. After the lapse of fifteen (15) days with or without a written explanation, the President of the designated officer shall submit the member to the Board or Committee for hearing and deliberation.
- d. Thereafter, the member may be declared delinquent by the majority of vote of all the members of the board and the Accounting and Financial Management Committee is forthwith directed to initiate the following:
- i. To inform in writing the Delinquent Member on the SUSPENSION or CURTAILMENT of his/her rights and privileges as a member as provided in Section 2. Article III of this By-Laws;
 - ii. To hire the services of a Collection Attorney and/or Collection Service or Agency;
 - iii. To seek HLURB's good offices, arbitration, intervention and police power to persuade or compel the member to pay his/her arrears.

Section 7. Sanctions of the Delinquent Member. All the rights and privileges of a member as provided in Section 2, is suspended upon the declaration of delinquency by the Board.

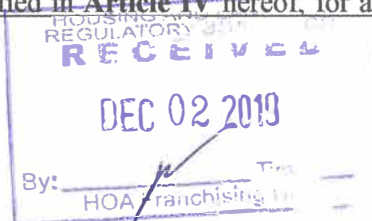
Section 8. Reinstatement of Delinquent Member. The board shall by the majority vote, reinstate the membership of the delinquent member provided that the unpaid dues, fees or charges are paid or the impose sanction are satisfied.

Nothing in these rules shall prevent the association from imposing other sanctions against the delinquent member in accordance with the by-laws.

Section 9. Membership Roll. The association shall keep and maintain under the custody of the Secretary, a membership roll containing the list of all member and such additional members and such additional members as may be admitted from time to time, including information and data which may be required by the board of directors and trustees.

Section 10. Expulsion from the Association. Any member may be expelled from the association on the following grounds:

- a. Default in the payment of association dues specified in Article IV hereof, for a period of thirty (30) days from the written demand;



- b. Ceasing to be a member in good standing, as determined by the board of directors and trustees, after due notice and hearing; and
- c. Repeated violation of any of the provisions of the Articles of Incorporation, this by-laws pr existing rules and regulations of the association and exhibiting conduct inimical to the interest of the association as determined by the board of directors or trustees, after due notice and hearing.

Section 11. Types of Association Member. The members shall consist of homeowners and tenants described in Section 14 and qualified in Section 13 under this Article, and further described hereunder:

- a. **Member in Good Standing** – A homeowner or tenant who consistently complies with all the duties and obligations of a member as determined by Section 4 of this By-Laws.
- b. **Beneficial User** – refers to a non-member homeowner.
- c. **Delinquent Member** – A member who has failed to comply with the duties and obligations of a member or has repeatedly violated the association's by-laws and declared policies, may be declared delinquent by the board of Directors in accordance with the procedure in the succeeding section.

Section 12. Application for Membership. The application for membership shall be in accordance with procedures prescribed by the Board of Directors under the Implementing Rules and Regulation of the By-laws.

Section 13. Eligibility. Any homeowner or tenant as described in the preceding section as approved by the Board of Directors shall be eligible for membership in the Association under the following conditions.

- a. Association membership is not compulsory. The Homeowner or Tenant may choose not to join the Association with a written manifestation to the Board, declaring the same as a Beneficial User.
- b. The homeowner or tenant voluntarily and freely executes an Association Membership Application form duly notarized with all the necessary documents as required by the Association.
- c. The tenant, shall so manifest in his application and attaches a notarized copy of the real property owner's notarized Consent or Authorization, for him to acquire the membership rights, duties and obligations of the owner. The property owner is deemed to have waived his/her rights until such time he/she, in writing, informs the Association of the revocation or cancellation of his consent or authorization. However, according to law the owner and the tenant simultaneously can still enjoy subsection (b) of Section 2 Article III of the By-laws.

Provided, further: That a homeowner or tenant who opted not to apply nor to register, or who resigns, as a member of the association is still required to pay the monthly dues and other assessments for the availment and enjoyment of all basic Association and community services, such as, but not limited to: security, lighting, maintenance, garbage etc., and the use of the common areas and other facilities. Freeloading on these basic services shall not be allowed.

Section 14. Definition of Homeowner and Tenant. For the purpose of the By-Laws, and for clarity and consistency, a Homeowner and a Tenant are defined as follows:

- a. Homeowner – as defined under RA9904, and by this By-laws refers to an owner or purchaser of a residential real property in Remmanville Executive Village, the use of which is primarily for residential purposes.
- b. Tenant – A lessee or Legal Occupant of a residential real property in the village:
 - i. The tenant is required, prior to actual occupancy, to provide the Association a notarized copy of the Lease Contract Agreement between the real property owner/lessor and the tenant/lessee;
 - ii. To submit to the Association, the property owner's notarized/written Consent or Authorization to the tenant to assume the rights, duties and obligations of the owner as set forth under the by-laws. Without such notarized Consent or

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Authorization, the property owner remains/retains his membership in the Association; and

- iii. The tenant in good standing can vote, be voted/elected during the meetings and election for the Board of Directors.

ARTICLE IV MEETINGS

Section 1. Annual Meeting. There shall be an annual meeting of the members on every February of each year, which date and time to be determined by the Board.

Section 2. Special Meeting. A special meeting of the members may be called at any time either by the majority of the Board of Directors or at the instance of at least **TWENTY PERCENT (20%)** of the total number of members in good standing entitled to vote.

Section 3. Place. Annual or special meetings shall be held in the principal office address of the Association.

Section 4. Notice. The secretary of the Association shall serve written notice of at least seven (7) calendar days prior to the date of the annual or special meeting of the members. Such notice is deemed waived if the member nevertheless attends the meeting.

Section 5. Quorum. Unless otherwise provided by law, the presence in person or represented by proxy of a majority of all members in good standing shall constitute a quorum in any meeting.

Section 6. Proxy. At any meeting of members, a member entitled to vote may vote by proxy executed in writing by the member or his duly authorized attorney-in-fact.

ARTICLE V FEES AND DUES

Section 1. Association or Maintenance Dues. Monthly association and/or maintenance dues or FOUR HUNDRED PESOS (Php 400.00 for "West Side" residence) and TWO HUNDRED PESOS (Php 200.00 for "East Side" residence, shall be collected from every member to defray the administrative cost and operational expenses of the association.

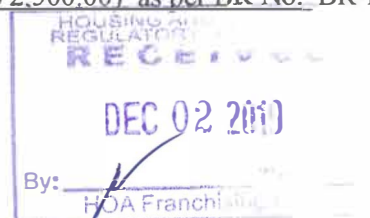
Section 2. Contributions. The association may raise funds for its programs and activities, through contributions, donations and/or other forms.

Section 3. Disbursements. Withdrawal from the funds of the association, whether by check or any other instruments shall be signed by the Treasurer and countersigned by the President. If necessary, the Board of Trustees may designate other signatories.

Section 4. Special Assessments. The board of directors or trustees, may from time to time assess, and collect from each other member, reasonable amounts as may be necessary to fund special community projects for the common good and benefit of the association as approved by the majority of the members of the board and majority of the members.

Section 5. Membership Fee – For an OLD /or Existing resident in "WEST SIDE" with a Single Detach or DUPLEX unit within Remmanville Executive Village who is not yet a member of the REV Homeowners Association Inc. (RHAI) - when decided to be part/or MEMBER of the Association, they shall pay an amount of FIVE THOUSAND PESOS (Php 5,000.00) as per BR No. BR-RHAI-17/19-110.

FOR the residence of Remmanville Executive Village "EAST SIDE" with a Single Detach or DUPLEX unit within Remmanville Executive Village who is not yet a member of the REV Homeowners Association Inc. (RHAI) - when decided to be part/or MEMBER of the Association, they shall pay an amount of TWO THOUSAND FIVE HUNDRED PESOS (Php 2,500.00) as per BR No. BR-RHAI-17/19-110.



For newly constructed Single Detach or Duplex - HOUSE/RESIDENCE both East & West side and shall automatically become a member of the Remmanville Homeowners Association Inc. and shall pay a membership amount of SEVEN THOUSAND FIVE HUNDRED (Php 7,500.00) as per BR No. BR-RHAI-17/19-II 0.

**ARTICLE VI
BOARD OF DIRECTORS OR TRUSTEES**

Section 1. Number of Directors. The Association shall be governed and its affairs managed by a Board of Directors composed of **ELEVEN (11)** members.

Section 2. Term of Office. Members of the Board of Directors shall serve for a term of **TWO (2)** years commencing on the **first day of April** or until their successors have been elected, and they can be qualified and be entitled for re-election but not to exceed a second term.

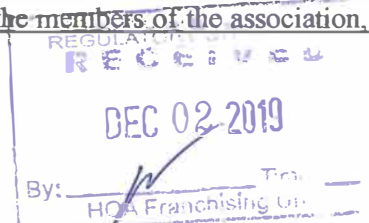
Section 3. Election. The members of the Board shall be elected during the annual meeting of the members. Voting shall be by means of secret ballot and the eleven (11) nominees receiving the largest number of votes shall be immediately proclaimed elected members of the Board of Directors. The plurality votes of the members present shall break any deadlock for the last seat/s in the Board.

Section 4a. Verification and Validation of Petition for Removal of Directors or Trustees. The following procedures shall be observed in case of removal of a director or trustee of an association:

- a. A director or trustee may be removed from office, through a verified petition duly signed by the majority members in good standing of an association, for any cause provided in the by-laws of the association:
- b. The duly signed petition, subscribed and sworn to before a notary public, shall be submitted to the Regional Office of the HLURB for purposes of verification and validation. Within five (5) days from the receipt of the petition, the Regional Office shall determine whether the petition complies with required formalities and based on any of the grounds or causes for removal provided under the by-laws. Upon being satisfied that the petition is sufficient in form and substance, the Regional Office shall determine based on its record, whether the petition is signed by the majority of the members of the association;
- c. If the Regional Office determines that the petition is not signed by the required number of the members of the association, it shall then dismiss the petition and shall inform the member who filed the petition of its decision, furnishing a copy thereof to the board and the director or trustee subject of the petition;

If, on the other hand the petition is signed by the required numbers of the members of the association, the Regional Office shall then proceed with the validation of the petition. The Homeowners Association Administration Division of the Regional Office shall compare the signature appearing in the petition with the records on file with the Regional Office;

- a. The Homeowners Association Administration Division shall then prepare a report on the conduct of validation and submit the same to the Regional Director/Officer shall then issue an order validating the petition and the removal of the director or trustee, furnishing a copy thereof to the director/trustee concerned and the board;
- b. Within sixty (60) days from the receipt of the order from the Regional Director/Officer, an election shall be called by the remainder of the board for the purpose of determining who shall hold office for the unexpired term of the removed director or trustee;
- c. The director or trustee who has been removed shall have the right to question his removal on the sole ground of the validity of the cause relied upon by the members of the association, through a



petition filed before the Regional Office within fifteen (15) days from the receipt of the order of his removal; and,

- d. The pendency of the petition filed by the director or trustee shall not prevent the board from conducting the special election called for the purpose of filing up the vacancy. In the event the HLURB decides that the removal is invalid, the removed director or trustee shall be reinstated to his former position and serve the remainder of his term. The tenure of the person who replaced the removed director from the time of his election up to the time of the reinstatement of the latter shall be respected.

Section 4b. Dissolution of the Board. In the event two-thirds (2/3) of the association's members submit a verified petition for the dissolution of the board, the following procedure shall be observed:

- a. The petition for the dissolution of the board shall be based solely in the grounds or causes provided in the association's by-laws';
- b. The procedure provided in the subsections (b) of the immediately preceding Section shall be observed; and,
- c. Until the new board members shall have been elected and qualified, the HLURB shall designate an Interim Board: Provided, that such Board shall be composed of association members in good standing: Provided, further, that such interim Board members shall not be eligible to run in the election called for the purpose of replacing the member of the dissolved Board.

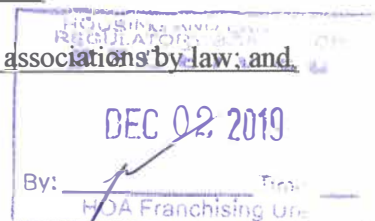
This procedure shall also be adopted if a majority of the members of the Board is removed, which shall be considered as a dissolution of the entire Board.

Section 5. Vacancy. In case of vacancy due to removal, recall, resignation, death or physical inability to perform his/her duties or any other cause, The Board of Directors, if still constituting a quorum, shall elect from among the members in good standing of the Association the person who shall fill such vacancy and who shall serve the unexpired term thereof. The number twelve (12) candidate, of the immediate past election, who still possesses the required qualifications, shall have priority and be offered of the vacant position, subject to his acceptance.

Section 6. Powers and Duties of the Board of Directors. Unless otherwise provided in the articles of incorporation and this by-laws, the powers of this association shall be exercised, all business conducted and all of its property controlled and held by the board of directors or trustees elected from among the members in good standing of this association.

In addition to the duties and responsibilities stated in the by-laws of the association, the board shall have the following duties and responsibilities.

- a. Regularly maintain an accounting system using generally accepted accounting principles and keep books of accounts, which shall be open for inspection to any homeowners and duly authorize representatives of government agencies upon request, during reasonable hours on business day.
- b. Collect reasonable fees, dues, and assessments that may be provided for in the by- laws and approved by the majority of the members.
- c. Collect reasonable charges for assessments, and after due notice and hearing by the board in accordance with the procedures as provided in the by- laws, and rules and regulation adopted by the board, charge reasonable fines for late payments and for violation of the by-laws rules and regulations of the association, in accordance with a previously established schedule adopted by the board and furnished to the homeowners.
- d. Propose measures to raise funds and the utilization of such funds and submit the same for consideration of the members of the association.
- e. Undergo a free orientation by the HLURB or any other competent agency deputized by it on how to conduct meetings, preparation of minutes, handling of accounts, laws and pertinent rules and regulations within thirty (30) days after election or appointment.
- f. Discharge the duties and responsibilities, provided for in the associations by law; and,



- g. Exercise such other powers as may be necessary and proper in accordance with this act and for the accomplishment of the purposes for which the association was organized.

The board shall act in all instances on behalf of the association, except to amend the articles of association, to dissolve the association, to elect members of the board or to determine the qualification, powers and duties, or terms of office of the board, and other instances that require the vote or approval of the members themselves. In the performance of their duties, the officers and members of the board shall exercise the degree of care and loyalty required by such position.

Section 7a. Regular Meeting of the Board. The regular meeting of the Board shall be held on the schedule determined by the Board.

Section 7b. Special Meeting of the Board. Special meeting of the board may be called by the President or majority of the members of the board and it shall thereupon be the duty of the secretary to cause the notice of such meeting to be sent to each Director at least two (2) days before the meeting.

Section 8. Quorum. The presence of a majority of the members of the Board of Directors shall constitute a quorum in any meeting of the Board.

Section 9. Compensation. Members of the Board of Directors shall not be entitled to any compensation or remuneration for services rendered as such. He may be reimbursed for necessary and reasonable expenses incurred for the benefit of the Association.

Section 10. Fidelity Bonds. The Board of Directors shall require the President, Treasurer and Assistant Treasurer of the Association to post Fidelity Bonds, the amount of which shall be determined by the Board of Directors. The premium on such bonds shall be paid by the Association.

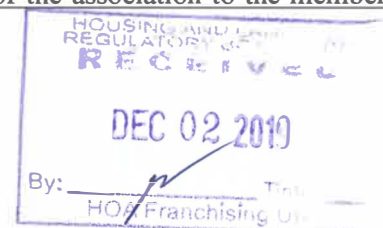
ARTICLE VII OFFICERS

Section 1. Composition and Term of Office. The officers of the Association shall be the President, the Vice President, the Secretary, the Treasurer, the Assistant Treasurer, the Assistant Secretary and the Auditor and such other officers as may hereafter be appointed to an office created by the Board of Directors.

The above-mentioned officers shall be elected from among the members of the Board of Directors in a meeting to be held immediately after their election to the Board. The officers shall hold office a term of TWO (2) years for the first term and shall be entitled for the second term, and until their successors shall have been elected and qualified for the said position.

Section 2 President. The President, who shall automatically be the Chairman of the Board shall preside in all meetings of the members and the Board. The president shall exercise such powers and performs such duties incident to his office and such other duties as may from time to time delegated to him by the Board. Among others, the president shall:

- a. Preside at the meetings of the members and of the board of directors or trustees, and act as a "tiebreaker" in case there is a motion for the division of the house.;
- b. Post a fidelity bond sufficient to answer for the association's cash assets and its equivalent at the time of his/her assumption of office. He/she shall be one of the three (3) authorized signatories of checks, bank drafts, and any bank documents requiring the signatures of the authorized representatives of the association;
- c. Faithfully execute all policies and decisions of the Board and those adopted in the annual or special meetings of the members;
- d. Exercise general and active management of the affairs of the Association, with the power of delegating orally or in writing to any member of the Board of Directors such power as he/she may lawfully delegate;
- e. Prepare and render a complete report of the operations of the association to the members at the annual meeting;



- f. Ensure the association's compliance with the reportorial requirements of HLURB and other government agencies; and
- g. Perform other functions as may be authorized by the Board of Directors.

Section 3. Vice-President. The Vice-President who shall automatically be the Vice-Chairman of the Board shall have the following rights and duties:

- a. Assist the Chairperson/President in the performance of his/her duties;
- b. Take place of the Chairperson/President and perform his or her duties whenever the President shall be absent, unable to act or incapacitated;
- c. If the President or the Vice-President by any reason could not discharge their duties, the Board of Directors may appoint some other members of the Board to do so on an interim basis, or by simple majority declare the position/s vacant and elect from among themselves a new Chairperson or Vice Chairperson;
- d. Perform such other functions as may be requested by the President or assigned and delegated by the Board of Directors from time to time;
- e. Act as one of the three (3) authorized signatories of bank drafts, checks, and any bank documents requiring the signatures of authorized representatives of the Association.

Section 4. Secretary. The Secretary shall be elected by the board of directors from their own number and shall perform the following duties:

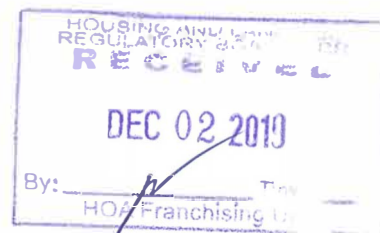
- a. Officer-in-Charge/Administrator of the principal office of the Association, it's up keeping and maintenance of facilities, such as the conference room, the meeting area and comfort rooms for the convenience of the members and visitors transacting business with the Association;
- b. Prepare and disseminate/post notices of meetings;
- c. Keep and maintain the minutes of all meetings;
- d. Keep and preserve the Articles of Incorporation, the By-laws, Rules and Regulations, Board Resolutions, General Services/Security Contracts, and other records, instruments/documents of the Association, except Financial Statements, Banking, Funds, and all other financial records/reports handled by the Treasurer.
- e. Keep and maintain the seal of the Association;
- f. Certify and attest to the authenticity and veracity of all the documents and instruments submitted by the association to the proper authorities;
- g. Keep, maintain and update the master roll/master-list/register of members with the corresponding signatures of the latter;
- h. Make available all necessary governing documents;
- i. Prepare and, upon instruction of the Board of Directors, submit, reportorial requirements and other instruments to HLURB and other government agencies; and,
- j. Perform such other duties as may be assigned by the Board of Directors from time to time.

Section 5. Treasurer. The treasurer shall be elected from their own number and shall have the following duties:

- a. Post a fidelity bond on the amount, to be determined by the Board of Directors at the time of his/her assumption to the office;
- b. Initiate or cause the preparation and distribution of the monthly billings or statements of the account to all members of the Association;



- c. To make daily accounting of collections from main gate entrance fees, ID's issuance fee, car stickers, etc.
- d. Maintain a separate accounting and banking records for construction bonds/deposits;
- e. Prepare the daily bank deposit and withdrawal slips and keep and maintain the bank transaction documents and all financial records and reports of the association;
- f. Take charge/custody of and be responsible for the funds of the association;
- g. Keep a complete and accurate record of receipts and disbursements and other commercial transactions in the corresponding books of accounts of the Association, and see to it that all disbursements and expenditures are evidenced by appropriate vouchers;
- h. Receive monies, checks and other negotiable instruments for the association and issue the corresponding official receipt thereon;
- i. Monitor all delinquencies and send notices on overdue association's dues and/or demand letters;
- j. Render a monthly Financial Report to the Board for its perusal, a quarterly Financial Report to the members and a year-end Financial Report for the annual general membership meeting;
- k. Make available all financial records to the members invoking Section 2 (b) of Article III to inspect Association books and records during office hours and to be provided upon request with annual reports, including financial statements;
- l. During change of administration through election, resignation or removal, or any other reasons for the cessation of the duties and responsibilities of the sitting Treasurer, he/she is mandated by law and of this By-laws to:
 - a. Render a full Financial Turnover Report to the incoming/succeeding Board;
 - b. Turnover of Cash-Currency and Checks, including used/unused checks and passbooks;
 - c. Turnover of all financial records and documents, including, but not limited to:
 - i. Collection Records/Reports on:
 - 1. Association Dues
 - 2. Car Stickers
 - 3. Administrative Income (ID's, Rentals etc.)
 - ii. Construction Bond, including its banking and other records/reports;
 - iii. Toll-Gate Fee Collection, including disbursements from toll-fee, if any;
 - iv. Disbursement – General Fund;
 - d. Membership Record – Masterlist and Member's Ledger Balances – Member's Standing Records;
 - e. Others:
 - i. Payment Received – Official Receipts Issued Summary
 - ii. Accountable Forms/Documentary Inventory
 - iii. Files & Folders – Financial and Administrative
 - iv. Fixed Assets Inventory
 - v. Sundry/Other Items for Turnover



Section 6. The Auditor. The Auditor shall be elected by the board of directors from their own number and shall perform the following duties:

- a. Every quarter, examine and audit all financial transactions of the Association including all the books, ledgers, journals, and other supporting records pertaining thereto; and,
- b. Assess existing and current financial accounting system's conformity to the generally accepted accounting and audit procedures; prepare the corresponding written report to the Board on the deficiencies discovered or noted and recommend measures to correct the same;
- c. Confirm by signature, as true, correct and accurate the Quarterly and Annual Financial Reports of the Treasurer;
- d. Perform all duties incident to the office of the auditor and such other duties as may from time to time be assigned by the Board.

Section 7. Assistant Secretary. The Assistant Secretary shall assist the Secretary. In the absence of the Secretary he/she shall perform the duties and responsibilities of the latter.

Section 8. Assistant Treasurer. The Assistant Treasurer shall assist the Treasurer. In his/her absence the Assistant Treasurer shall perform the duties and responsibilities of the latter. In addition, he/she shall perform the following:

- a. Post a fidelity bond on the amount to be determined by the Board of Directors at the time of his/her assumption to Office;
- b. The sole responsibility of collecting regular and special assessments from the members of the Association and the issuance of official receipts (O.R.) for and on behalf of the Treasurer and of the Association.
- c. Turnover to the Treasurer all collections not later than forty-eight (48) hours from the date of collection according to the procedure, rules and regulation specified under the Board Resolution creating the Assistant Treasurer Position;
- d. In case of vacancy in the position of Treasurer by reason of death, resignation, removed or recalled, illness or temporary incapacity of the Treasurer, the Assistant Treasurer shall perform the powers and duties of the former until a new Treasurer shall have been elected and qualified or the temporary incapacity has been removed as the case may be.
- e. He or she shall be one (1) of the authorized signatories of bank drafts, and any bank documents requiring the signatures of the authorized representatives of the Association;

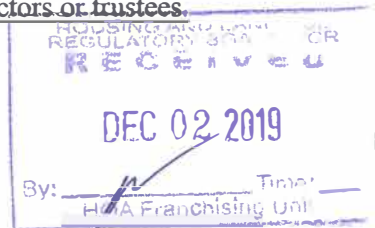
Section 9. Compensation. The officers of the Association who are not members of the Board may receive such honoraria as may be determined by the Board of Directors or trustees.

Section 10. Removal of Officers. Any officer of the Association may be removed by a majority vote of the members of the Board constituting a quorum whenever in its judgment the best interest of the Association will be served thereby.

ARTICLE VIII ASSOCIATION COMMITTEES

Section 1. Committees. The association, by a vote of the majority of the members thereof, shall organize and create the following committees:

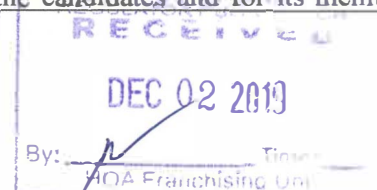
- a. Grievance and Adjudication Committee. The members of the grievance and adjudication committee, who should have experience in counseling, shall be elected by the members in the annual meeting of members and shall serve for a term of two (2) years. The committee shall accept and investigate complaints filed by a member or officer, and shall settle or arbitrate any dispute within its power in the community. In the event that the grievance is not settled by the committee, its decision may be appealed to the board of directors or trustees.



Any controversy or dispute shall first be brought before the board of directors or trustees prior to elevating the same to HLURB. The board directors or trustees shall issue a certification as to the non-settlement of a dispute before HLURB shall take cognizance of the dispute or controversy.

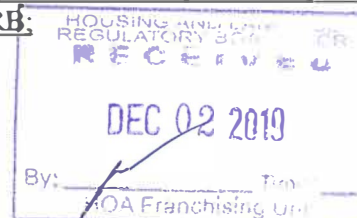
- b. **Audit and Inventory Committee.** The audit and inventory committee shall be responsible for auditing the accounts of the association. It shall conduct such audit at least semi-annually and submit its report thereon to the board directors or trustees.
- c. **Environment Committee.** The environment committee shall be responsible to assist the members' awareness for the environment and to extend help for assistance during the natural calamities or any environmental eventualities.
- d. **Development and Services Committee.** The development and services committee shall take charge of planning, coordination and actually operating the facilities and services of the association. It shall be organized into groups or councils, which shall form as the backbone of the community service delivery system. Initially, these groups or council may be the following: Health and Nutrition and Mobility Groups. Additional groups or council shall be formed as the need arises.
- e. **Membership and Education Committee.** The membership and education committee shall take charge of the development of human resources in the community. It shall conduct information, educational and motivation campaigns and shall prepare and implement training activities designed to make the residents productive members of the association.
- f. **Financial Management Committee.** Subject to the approval of the Board of directors, the financial management committee, shall prepare the budget of the association and plan, adopt and implement canvassing, procurement and disbursement guidelines for projects that will or may require the use of the association funds. The committee shall also serve as a coordinating body for all financial matters involving external institutions and shall evolve a savings campaign and other fund raising activities.
- g. **Livelihood Committee.** The Livelihood committee shall plan and coordinate all economic programs designed to supplement the income of the members. As such, it shall closely coordinate with the financial management committee in the preparations of feasibility studies and other proposals.
- h. **Maintenance Committee.** The maintenance committee shall take charge of the up keep and repair of community facilities and service. It shall form and organize the beautification/ ecology team or group to maintain cleanliness and beauty in the community.
- i. **Peace and Order Committee.** The peace and order committee shall take charge of maintaining peace and order in the community. It shall form and organize the members into tanod brigades to safeguard the security of the area and emergency/ disaster brigade to meet any natural or man-made calamity.
- j. **Social and Cultural Affairs Committee.** It shall be tasked with planning, organizing and implementing social activities that will help improve inter-personal relations among members. It shall also develop programs and activities to deepen cultural awareness among the members. Finally, it shall form and organize sports and recreation brigade.
- k. **Kasambahay Affairs Committee.** It shall be responsible for the registration of all domestic workers and employees employed by members and homeowners within their territorial jurisdiction, at which registration list shall be submitted to the barangay secretary and duly updated on a monthly basis.
- l. **Committee on Election.** The Committee On Election or ELECOM shall be composed of FIVE (5) members, to be elected by the members during the annual meeting who shall serve for a term of TWO (2) years until their successors shall have been elected and duly qualified. The committee shall supervise all election activities of the Association including referenda, plebiscites, petitions, and recalls of Directors in accordance to the procedures and guidelines provided by the by-laws, HLURB and other existing laws.

Election being a very serious exercise in the life of the village, the members of the ELECOM are mandated to implement the general procedures in conducting the election as outlined hereto, further, the ELECOM may provide more guidelines for the candidates and for its members to



safeguard and to ensure the safe and orderly conduct of the election, ensuring that those guidelines are not contrary to this By-laws.

1. The policy that one member is only entitled to one vote shall be adopted. Tenants must be a holder of a notarized consent or authorization from the property's lessor/member to be entitled to vote;
2. As differentiated in Article IX Section 2, the proxy for the election of the Board of Directors shall be governed by the following rules:
 - a. Only an IMMEDIATE RELATIVE of a registered and qualified member shall be allowed as a proxy/representative to elect members of the Board of Directors. The immediate relative could be the spouse, the son or daughter or a sibling and who is actually residing with the member.
 - b. The proxy is confirmed in writing by the member and filed with the ELECOM at least five (5) calendar days before the scheduled election;
 - c. The written proxy assignment must show a copy of both the member and the proxy's government issued ID card with specimen signatures. The ELECOM reserves the right to demand further proof, physical or documentary, and with justifiable reasons may bar/exclude the proxy from casting their votes;
3. Members who are classified as Persons-With-Disabilities (PWD), with a properly government issued ID, or are sick and unable to go to the polling place, if they so desire may arrange with the ELECOM one (1) day before the election to vote at home and to be facilitated by at least two (2) members of the ELECOM.
4. The ELECOM shall implement and strictly follow the schedule for the election of the Board of Directors as provided in Section 4 Election under Article IX;
 - a. Last Sunday of February: The ELECOM shall start accepting nomination of candidates for directorship at least fifteen (15) days before the scheduled election. In this period the ELECOM shall scrutinize the nominated candidate's qualifications and disqualifications;
 - i. Qualifications of a Member of the Board of Directors: A Board Director must possess the following qualifications:
 1. Must be of Legal Age;
 2. Must be a member in good standing;
 3. Must be an actual resident of the village for at least six (6) months prior to the date of the election as certified by the Association Secretary or in the in the absence of the Secretary, a member having personal knowledge hereof.
 4. Has not been convicted by final judgment of an offense involving moral turpitude.
 - ii. Disqualifications of a Director: A member shall be disqualified to run as a Board Member on the following grounds:
 1. Those convicted of fraud, falsification, defalcation or embezzlement, or any other offense involving moral turpitude or any acts inimical to the interest of the association.
 2. Former officers and directors of the association who have not turned over the books, monies and records of the association during their term in the interest of enforcing faithful discharge of their duties, transparency and accountability.
 3. Those who refuse to comply with the orders, sanctions, decisions and resolutions of the HLURB;



4. Having served as Director for two (2) consecutive terms prior to the current election.

Candidates must submit a written acceptance of their nomination to the ELECOM within seven (7) days before the date of the election. The ELECOM shall provide all members of the Association, by letter-receipt-circular or by posting, the finalized list of qualified candidates.

- b. First Sunday of March: Start distribution of the letter-receipt-circular listing the names of the qualified candidates and authorizing the start of campaign period which ends one (1) day before the election.
- c. Second Sunday of March: The Election of Directors shall promptly start at 8:00 in the morning at the place convenient to the membership as may be designated by the ELECOM and shall end upon completion of the tabulation and canvassing of votes and the proclamation of the winning eleven (11) candidates onsite;
- d. To strictly implement the HLURB resolution No. 941 Series of 2013 Known as "Promulgating the Code of Ethics and Ethical Standards for Officers/Board Members of Homeowners Association."

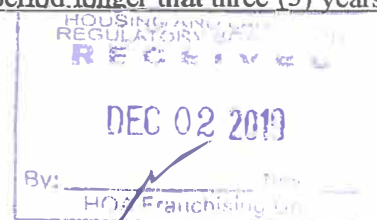
5. The ELECOM shall formally confirm the election of the eleven (11) directors of the Board in writing and circulated to all members of the Association within seven (7) days from the date of the election.
6. Require the elected Directors of the Board to undergo a free orientation by the HLURB or any other competent agency deputized by it on how to conduct meetings, preparation of minutes, handling of accounts, laws and pertinent rules and regulations within thirty (30) days after election or appointment.
7. To act as the official body that shall accept, evaluate, validate and rule on complaints filed by any member and/or candidate with regard to any matter related to the elections, such as but not limited to; process, guidelines, qualification of any candidate, imposition of sanctions on violations of election procedures and guidelines, disqualification of any candidate, including the actual conduct of the elections: Provided that such complaint(s) is/are in writing filed with the ELECOM during the date of the said election.
8. To prepare a report on the elections in accordance with the information and format determined by the HLURB and to file the said report in compliance with the requirement of the HLURB, which shall include any formal complaint received by the committee and its official position and/or final decision on the matter to arrive at a resolution of any issue; and;
9. Either as a whole committee or as individuals and when necessary, to appear before any meeting, inquiry, investigation or hearing to be initiated and called by the HLURB as a result of a formal complaint filed by a member and/or candidate: Provided that the complaint is related to the conduct and/or results of the particular elections where the committee and/or individual members had been directly involved as determined by the HLURB;

Section 2. Special Committees. Other special committees, council, or groups may be created by the board of directors or trustees as the need arises.

ARTICLE IX ELECTIONS

Section 1. Holding of Elections. A homeowners association shall hold regular membership meetings or elections on the time or date set forth in its by-laws.

Section 2. Proxies. Association members may vote in person or by proxy in all meetings of members. Proxies shall be in writing, signed by the member and filed before the scheduled meeting with the association secretary. Unless otherwise provided in the proxy, it shall be valid only for the meeting for which it is intended. No proxy shall be valid and effective for a period longer than three (3) years at any one (1) time unless earlier revoked by the members



Section 3. Failure of Election. When a regular or special election cannot be held or conducted due to lack of quorum as defined under association by-laws or for any other serious cause such as terrorism, force majeure, and other analogous causes of such a nature that the holding of a free, orderly and honest election should become impossible, the Election Committee shall call for another election within a period of thirty (30) days from the date of the failed election or the cessation of the cause for such failure of election.

Section 4. Hold-Over. Where there is a failure to elect a new set of directors or officers, the incumbent directors/trustees/officers shall be allowed to continue in a hold-over capacity until their successors are elected and qualified.

Section 5. Election Contests. Election contests and their resolutions shall be governed by the by-laws of the association. Unless otherwise provided by the Association's by laws, the election contest shall be in writing and filed by any aggrieved candidates/s within five (5) days after the proclamation of the winning candidates.

Section 6. Turnover of Records and Properties by Outgoing Directors/Officers. To ensure the orderly turnover of the management of an Association, the outgoing directors and officers of an Association shall turn over all Association books, records, properties and other assets, to the new set of directors and officers within sixty (60) days from the election of the new Board. Directors and officers who have not turnover said documents will be disqualified from running in the election.

**ARTICLE X
MISCELLANEOUS PROVISIONS**

Section 1. Fiscal Year. The fiscal year of the Association shall be from January 1st to December 31st of each year.

Section 2. Annual Report. The Board of Directors shall prepare an annual report to the members within thirty (30) days after the close of the fiscal year. Such report shall contain among others, a summary of the activities of the Association as well as a statement of the financial conditions, receipts and payments covering the year just ended.

Section 3. Corporate Seal. The Association shall adopt a corporate seal containing the name of the Association and year of its incorporation and registration with the Housing and Land Use Regulatory Board.

Section 4. Certificate of Membership. The Association may issue certificates of membership under such form as may be adopted by the Board of Directors and signed by the President and the Secretary of the Association to evidence membership in the Association.

**ARTICLE XII
AMENDMENTS/ADOPTION OF BY-LAWS**

Section 1. Amendments/Repeal. These By-Laws may be amended or repealed and new by-laws may be adopted by a vote of the majority vote of the active members of the Board of Directors at a meeting of the members duly called for the purpose, provided that the notice of such meeting shall be given to each active member of record at least fifteen (15) days prior to the scheduled date of meeting and to which notice shall be attached the propose amendments or new by-laws.

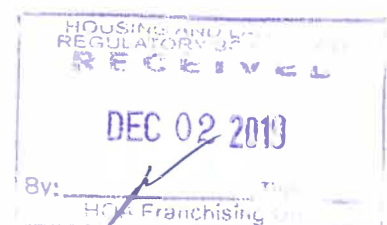
Section 2. Adoption. We, the undersigned, majority of the members of the Board of Directors of the Remmanville Homeowners Association, in a meeting duly called for the purpose of adopting the By-laws of the Association, in a meeting duly called for the purpose of adopting the By-Laws of the Association, held on 27 April 1985, at the principal office of the association, have unanimously approved and adopted the foregoing by-laws of this Association, and by our signature hereunder made, do hereby attest the same.

(SGD) ALFREDO VILLAFLORES

(SGD) DULCE F. PASTORAL

(SGD) GAUDENCIA OLAMIT

(SGD) TACIANA SABATER



(SGD) RUDITA S. PRINCIPE

(SGD) JANICE DELA LUNA

(SGD) BELEN OMANA

(SGD) DARWIN SUAREZ

(SGD) FREDELITO SUAREZ

(SGD) SHIRLEY SANCHEZ

(SGD) CARMEN LATI

(SGD) ESTELITA MACEDA

(SGD) RIZZA SUAREZ

(SGD) LIDUVINA SUNER

(SGD) EMETERIO VILLANUEVA

ACKNOWLEDGEMENT

REPUBLIC OF THE PHILIPPINES) S. S
MAKATI, METRO MANILA)

BEFORE ME, a Notary Public in and for MAKATI, METRO MANILA, PHILIPPINES, personally appeared:

	<u>Res. Cert. No.</u>	<u>Place of Issue</u>	<u>Date Issued</u>
AFRICA, ARISTEO	15682833D	Baras, Rizal	2-7-85
CACHO, STEWART	3366333E	Paranaque	3-12-85
DOLLIENTE, PEDRO	402064E	San Juan, M. M.	2-27-85
FLORES, NESTOR	10646318	Magdalena, Laguna	1-2-85
GENDRANO, RENATO	16402578D	Makati, M. M.	2-14-85
HERMANOS, MARCIANO	9718690D	Pasay, M. M.	1-10-85
LIRIO, CESAR	3336336	Makati, M. M.	3-12-85
LO, VICENTE KING	2518456	Manila	2-22-85
SEVERINO, AGAPITO	3465332E	Paranaque	3-29-85
TEJADA, LORETO	3454726	Paranaque	3-25-85
VALERIO, FRANKLIN	17988004D	Manila	1-11-85

All known to me and known to be the same persons who executed the foregoing instrument and acknowledged to me that they executed the same is their own free and voluntary act and deed.

This instrument consisting of SEVENTEEN (17) pages including this page whereon the acknowledgement clause is written, signed by the authorized signatories together with their instrumental witnesses on each and every page hereof sealed with my notarial seal, refer to the by-laws of REMMANVILLE HOMEOWNERS ASSOCIATION INC.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed seal in Makati, Metro Manila, Philippines, this 14th day of May 1985.

SGD. JESUS P. VILLARROYA
NOTARY PUBLIC

UNTIL Dec 31, 1986
PTR No. 0055210
January 2, 1985
Makati, Metro Manila

Doc. No. 0130
Page. No. 27
Book No. I
Series of 1985.

