



# NATIONAL POWER CORPORATION

## CERTIFICATION

NPB-OCS - 21- 090

**THIS IS TO CERTIFY** that for CY 2020, the Members of the Board Nomination and Remuneration Committee (BNRC) convened on the dates hereunder indicated and the gist of the said committee's action(s) are hereunder provided:

Date	Action Taken
25 March 2020	<p>Filling-up of the Vice President- Small Power Utilities Group [JG 18/SG28, Item no. SPUG-001-01]</p> <p>The Committee unanimously endorsed the appointment of <b>Mr. Rafael L. Abergas</b> as the new Vice President of NPC for Small Power Utilities Group vice Edmundo A. Veloso Jr.</p>
19 June 2020	<p>The Board members discussed the Memorandum of Usec. Emmanuel P. Juaneza of DOE regarding the Succession Plan for the retirement of NPC Executives.</p> <p>The Committee directed the Management to present the Selection, Succession and Transition plan [from July/August to October 2020] for the following anticipated vacancies:</p> <ol style="list-style-type: none"> <li><b>1. Office of the Vice President</b> Administration and Finance Group</li> <li><b>2. Office of the Vice President</b> Power Engineering Services</li> </ol> <p>The Office of the Corporate Secretary (OCS) and the Human Resource Department (HRD) was also asked to submit to the National Power Board, the following:</p> <ol style="list-style-type: none"> <li>1. Qualification Standards and Competency Requirements for the VP-AFG position;</li> <li>2. CSC Rules/Guidelines on Anticipated Vacancies;</li> <li>3. CSC Rules/Guidelines/Policy on the Retirement of Government Official (i.e. signing authority etc.);</li> <li>4. Existing Table of Organization (TO) for the Administration and Finance Group;</li> </ol>



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	<ol style="list-style-type: none"> <li>5. Names and Profiles of the Incumbents/Next-in-Rank Officials (Senior Department, Department and Division Managers; and Supervising Officers/Section Chiefs) under the Administration and Finance group;</li> <li>6. Existing or Proposed Succession Plan prepared by the Human Resources Department, if any</li> </ol>
	<p>The Committee also directed the Human Resources Department (HRD) and the Office of the Corporate Secretary (OCS) to submit a timeline containing the following details:</p> <ol style="list-style-type: none"> <li>1. Earliest date of publication of vacancy for the position of VP- Administration and Finance Group (AFG);</li> <li>2. Proposed date of Interview by the Board Nomination and Remunerations Committee (First Vetting);</li> <li>3. Date of submission of the shortlist to the National Power Board and date of interview/engagement (second Vetting);</li> <li>4. Ideal date of deliberation and selection/appointment;</li> <li>5. Assumption to duty by the selected nominee</li> </ol>
	<p>The Committee agreed that the proposed extension of services including the possibility of consultancy engagement for the Administration and Finance Group remains an option of the National Power Board if necessary to ensure that corporate funds are properly managed/administered and that the activities/programs of the AFG remain unhampered pending the selection of qualified and competent candidate. However, this option may only be exercised if the Board finds that the nominees/candidates/applicants are not yet ready for the position. The National Power Board may also consider hiring external candidate if there is no fitting internal nominee.</p>
<p>21 July 2020</p>	<p>The Committee discussed the submissions/compliance of the Management in connection the Memorandum of Usec. Emmanuel P. Juaneza to the National Power Board re: Succession Plan for the Retirement of NPC Executives.</p> <p>The Committee directed the Office of the Corporate Secretary and the Human Resource Department to identify maximum of five (5) strong candidates for key/vacant positions in the Administration and Finance Group (AFG) and the Small Power Utilities Group (SPUG).</p>



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	<p><i>(The President and CEO was also requested to prepare his own/independent list which will be shown only in executive session)</i></p> <p>In connection with the 30 June 2020 guidance of the National Power Board, the Committee reiterated that extending the services of retiring NPC executives remains to be the last option for the National Power Board. However, promotion/upward mobility should be prioritized to reward fitting candidates.</p> <p>The Committee directed the Management to immediately fill-up the vacant positions in the Administration and Finance Group and the Small Power Utilities Group (i.e. vacancies under the GCG-approved Table of Organization that are within the approving authority of the President and CEO).</p> <p>The Committee interviewed candidates for vacancies under the Internal Audit Department (IAD)</p>
24 July 2020	The Committee interviewed the applicants for vacancies under Internal Audit Department and Office of the Corporate Secretary.
25 September 2020	<p>The Committee endorsed the reassignment/designation of Officers-in-Charge for the following offices:</p> <ol style="list-style-type: none"> <li>1. Office of the Vice President Administration and Finance</li> <li>2. Office of the Vice President Power Engineering Services</li> <li>3. Office of the Vice President Small Power Utilities Group</li> </ol> <p>The Committee interviewed the applicants for the following positions:</p> <ol style="list-style-type: none"> <li>1. Administrative Officer A under the Office of the Corporate Secretary (OCS) and;</li> <li>2. Manager for Operations Audit Division, Internal Audit Department</li> </ol> <p>The Committee endorsed to NP Board the designation of <b>Mr. Alexander P. Japon</b>, Senior Department Manager for Finance as Officer-in-Charge of the Vice President for Administration and Finance Group.</p>
13 October 2020	The Committee interviewed the applicants for the Minutes and Agenda Officer under the Office of the Corporate Secretary - National Power Board (JG12/SG18, Item No. OCS004-01)



Office of the Corporate Secretary  
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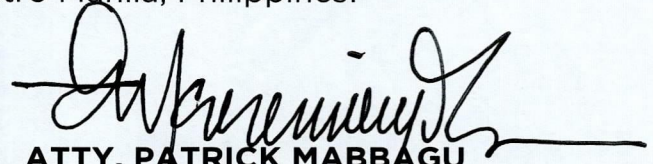
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This certification is issued to attest to the truth and accuracy of all the information contained herein based on available records and information that can be verified with the Corporation.

MAR 04 2021

**IN WITNESS WHEREOF**, I have hereunto set my hand this \_\_\_ day of March 2021 in Quezon City, Metro Manila, Philippines.

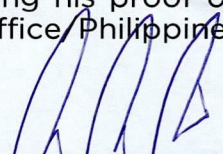


**ATTY. PATRICK MABBAGU**  
Corporate Secretary

MAR 04 2021

**SUBSCRIBED AND SWORN TO BEFORE ME** this \_\_\_ day of March 2021 in Quezon City, Philippines, affiant exhibiting his proof of identity issued by the Land Transportation Office/Philippine Postal Corporation/National Power Corporation.

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Series of : 204



**ATTY. BIENVENIDO L. MABULAC II**

Notary Public for Quezon City  
Commission No. NP-323 (2019 - 2020)  
Commission extended until June 30, 2021 pursuant to  
Supreme Court En Banc Resolution dated  
December 1, 2020 issued in relation to B.M. No. 3795  
Roll of Attorneys No. 64522  
PTR No. 0599326D; 01/05/2021; Quezon City  
IBP OR No. 122652; 01/05/2021; CALMANA Chapter  
MCLE Compliance No. VI-0016065; 12/07/2018  
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