



Republic of the Philippines  
**Tourism Infrastructure & Enterprise Zone Authority**

**MEMORANDUM**

**For :** Assistant Chief Operating Officers  
Department Managers  
Corporate Secretary  
All Concerned Officers

**From :**   
MARK T. LAPID  
Chief Operating Officer

**Re :** Protocol prior to inclusion of matters in the Committee/Board agenda

**Date :** 22 April 2021

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In order to ensure that all items in the agenda of both Board Committee and Regular Board meetings are supported by complete staff work (CSW) and properly coordinated with relevant offices within the organization, the following rules shall be observed:

1. All matters requiring Board Committee action or Board of Directors approval shall be submitted to the Office of the Chief Operating Officer (OCOO) for evaluation and discussion in the regular Management Committee meetings called by the COO;
2. Any matter that is proposed to be included in the agenda of any Board Committee meeting or Regular Board meeting shall have a signed endorsement from the COO;
3. No Board Committee meeting shall be conducted at least five (5) working days before a scheduled Regular Board meeting unless otherwise allowed by the COO;
4. Any matter proposed to be included in the agenda of Board Committee meetings or Regular Board meetings shall be supported by a CSW and other related documents. The CSW shall have a Covering Memorandum not exceeding two (2) pages addressed to the Committee or the Board, as the case may be, containing the following information:

- a.) **Background** – Factual antecedents including the details of the proponent, location, and other necessary details that would properly apprise the Committee or the Board about the nature of the project. Please also state if it is a new project, a revived project, or connected to another project;
- b.) **Justification** – An explanation citing the legal basis for the requested issuance or approval;
- c.) **Legal Basis** – A statement citing the legal basis for the requested issuance or approval;
- d.) **Consideration** – A statement that the necessary coordination or consultation was made with agencies involved or affected, attaching copies of the appropriate documentation to attest to the coordination;
- e.) **Potential Problems** – A statement of the potential risks, problems, or complications, if any that may arise if the action of the Committee or the Board is granted or denied;
- f.) **Fund Availability** – A certification from the agency’s budget/finance officer that funds for the purpose are available, if necessary;
- g.) **Desired Action** – A statement on the action required from the Board of Directors; and
- f.) **Verification/Attestation Clause** – A statement that the concerned officer has read the CSW and its contents are true and correct of his/her personal knowledge or based on authentic records.

- 5. All officers proposing a matter to be included in the agenda of a Board Committee meeting or in the Regular Board meeting shall make sure that proper coordination with all concerned or affected offices within the organization has been observed;
- 6. Should the agenda require the attendance of private individuals and/or representatives from other government agencies/offices, the list of their names shall be included in the CSW to be submitted to the OCOO.

7. Any matter included in the agenda of Board Committee meeting or Regular Board meeting shall be discussed in a pre-Committee/Board meeting to be called by the COO prior to the scheduled meeting;
8. All presentations, documents, and other board materials shall be submitted to the Office of the Corporate and Board Secretary at least four (4) days prior to the scheduled Board Committee meeting or at least six (6) days prior to the scheduled Regular Board meeting;
9. Any matter that is not compliant with these guidelines shall not be included in the Committee/Board agenda unless otherwise allowed by the COO; and
10. A Special Board Meeting shall be held at any time deemed necessary and as requested by the COO: Provided, however, that at least one (1) day written notice shall be sent to all Directors, unless waived by the majority.
11. This memorandum supersedes all previous orders and issuances inconsistent herewith.

FOR STRICT COMPLIANCE!