

Board Review Committee (BRC) Reports

The Board Review Committee (BRC) is chaired by the alternate Director from the Department of Finance (DOF) with the alternate Director from the Department of Energy (DOE) as the Vice-Chairman. The members are likewise *ex-officio* alternate Directors from the Department of Trade and Industry (DTI), National Economic and Development Authority (NEDA), Department of Budget and Management (DBM) and Department of Justice (DOJ), and the appointive Director who is the PSALM President and Chief Executive Officer (CEO).

The Directors from the DOF, DOE, DBM, DTI and NEDA have backgrounds/experience in audit, accounting or finance and investments. The Directors from DOF, DBM, DOJ and PSALM are lawyers with extensive legal experience.

Pursuant to Section 16.6 of the Code of Corporate Governance for GOCCs that allows the Governing Board from formally combining the functions of the Committees, Sec. 3.9.1.1 of PSALM's Manual on Corporate Governance, the BRC also acts as the Nomination and Remunerations Committee (NRC) and the Risk Management Committee (RMC).

Accomplishments/Activities for CY 2020

1. **Meetings.** The BRC conducted monthly meetings in 2020. The meetings occurred on the following dates:

First Semester

January 14
February 13
March 19
April 16
May 12
June 09

Second Semester

July 07
August 04
September 08
October 13
November 10
December 10

2. **Endorsements to the Board.** Among the subject matters endorsed by the BRC to the PSALM Board are the following:

- 2.1 PSALM's FY 2021 Corporate Operating Budget (COB)
- 2.2 PSALM's FY 2019 Financial Statements
- 2.3 Proposed CY 2021 Corporate Performance Scorecard
- 2.4 PSALM Declaration and Remittance of Dividends to the National Government
- 2.5 Directors and Officers Liability Insurance (DOLI) for CY 2020
- 2.6 Industrial All Risk Insurance with Sabotage and Terrorism Insurance with the Government Service Insurance System (GSIS)

3. **Acting as Nomination and Remunerations Committee.** The BRC acting as NRC met five (5) times and endorsed to the PSALM Board the following agenda items:
 - 3.1 Designation of Mr. Manuel Marcos M. Villalon II as Acting Vice President for the Finance Group effective 24 February 2020 until 23 February 2021
 - 3.2 Designation of Acting Vice President for Corporate Services Group
 - 3.3 Appointment of Ms. Immaculada C. Mauricio as Vice President - Corporate Services Group
 - 3.4 Re-election of Atty. Irene Joy Besido-Garcia as PSALM President/CEO for a term starting 1 July 2020 until 30 June 2021.
 - 3.5 Filling up of Department Manager Position for the Office of Internal Audit

4. **Acting as Risk Management Committee.** The BRC acting as RMC endorsed to the PSALM Board the Report on PSALM's Implementation of the Enterprise Risk Management (ERM) for CY2020 on 09 March 2021 Meeting.

PSALM's ERM System was established to ensure good governance practices at the strategic and operational levels and compliance with the requirements of oversight agencies. The strategic level ERM covers all risks associated to fulfilling PSALM's corporate objectives and mandates as indicated in the agency's corporate plan and performance scorecard. On the other hand, the operational level ERM covers all risks associated with the fulfillment of all business process objectives contributing to the attainment of corporate objectives. The Report highlighted PSALM's top strategic risks and the corresponding treatment plan as well as the top opportunities and action plan.