

BY -LAWS

OF



Misamis Occidental Tourism Officers Association Inc.

I. THE TIME, PLACE AND MANNER OF CALLING AND CONDUCTING REGULAR OR SPECIAL MEETINGS OF THE TRUSTEES.

- a) Regular meetings of the board of trustees of the corporation shall be held monthly.
- b) Special meetings of the board of trustees may be held at any time upon the call of the president.
- c) Meetings of trustees may be held anywhere in or outside of the Philippines, unless the by-laws provide otherwise. Notice of regular or special meetings stating the date, time and place of the meeting must be sent to every trustee at least one (1) day prior to the scheduled meeting, unless otherwise provided by the by-laws. A trustee may waive this requirement, either expressly or impliedly.

II. THE TIME AND MANNER OF CALLING AND CONDUCTING REGULAR OR SPECIAL MEETINGS OF THE MEMBERS.

- a) Regular or annual meetings of members shall be held annually on 3rd Wednesday of May.
- b) Written notice of regular meetings shall be sent to all members of record at least two (2) weeks prior to the meeting, unless a different period is required by the by-laws.
- c) Special meetings of members shall be held at any time deemed necessary or as provided in the by-laws.
- d) Written notice of special meetings shall be sent to all members at least one week prior to the meeting unless a different period is required by the by-laws.
- e) Members' meetings, whether regular or special, shall be held in the city or municipality where the principal office of the corporation is located, and if practicable in the principal office of the corporation. Metro Manila shall, for the purpose of this provision, be considered city or municipality.

III. THE REQUIRED QUORUM IN MEETINGS OF MEMBERS

- a) The required quorum in meetings of members shall consist of the member/s representing a majority of the entire membership.

IV. THE FORM FOR PROXIES OF MEMBERS AND THE MANNER OF VOTING THEM

- a) 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 corporate 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 five (5) years at any one time.



V. THE QUALIFICATIONS, DUTIES, TERM AND COMPENSATION OF TRUSTEES

- a) No person convicted by final judgment of an offense punishable by imprisonment for a period exceeding six (6) years, or a violation of this Code, committed within five (5) years prior to the date of his election shall qualify as a trustee. No person shall be elected as a trustee unless he is a member of the corporation. A majority of the trustees must be residents of the Philippines.
- b) The corporate powers of the corporation shall be exercised, all business conducted and all property of the corporation be controlled and held by the board of trustees to be elected from among the members, who shall hold office for one (1) year and until their successors are elected and qualified.
- c) The trustees shall not receive any compensation, as such trustees, except for reasonable per diems. Any compensation may be granted to trustees by the vote of the members representing at least a majority of the membership at a regular or special members' meeting. In no case shall the total yearly compensation of trustees, as such trustees, exceed ten (10%) percent of the net income before income tax of the corporation during the preceding year.

VI. THE MANNER OF ELECTION OR APPOINTMENT, QUALIFICATION AND THE TERM OF OFFICE OF ALL OFFICERS OTHER THAN TRUSTEES

- a) Immediately after their election, the trustees of a corporation must formally organize by the election of a PRESIDENT, who shall be a trustee, a TREASURER who may or may not be a trustee, a SECRETARY who shall be a resident and citizen of the Philippines, and such other officers as may be provided in the by-laws. Two (2) or more positions may be held concurrently by the same officer, however no one shall act as PRESIDENT and SECRETARY or as PRESIDENT and TREASURER at the same time. The officers of the corporation shall hold office for one (1) year and until the successors are elected and qualified. The officers of the corporation shall perform functions as required by existing laws, rules and regulations.

VII. FISCAL YEAR

- a) The fiscal year of the corporation shall begin on May 1 and shall end April 30 of each year.

VIII. SEAL

- a) The corporate seal shall be determined by the Board of Trustees.

IX. MISCELLANEOUS PROVISIONS:

- a) Matters not covered by the provisions of these by-laws shall be governed by the provisions of the Corporation Code of the Philippines.

IN WITNESS WHEREOF, we, the undersigned incorporators and/or stockholders present at said meeting and voting thereat in favor of the adoption of said by-laws, have hereunto subscribed our names this 28th day of May 2014 at Oroquieta City, Philippines.





Name	TIN/Passport No.	Signature
Mercedita Rentuza	189 208 756 000	
Albert Medina	179 157 005 000	
Maria Corazon Descallar	940 436 275 000	
Jaime Tomada	138 251 392 000	
Mark Anthony Artigas	280 095 892 000	
Ruel Luis Abelidas	123 405 239 000	
Landy Hisola	190 711 024 000	
Maria Vicenta Palar	119 007 792 000	
Melchoniza Calago	320 813 239 000	
Kevin Christian Chua	469 198 805 000	
Novie Grace Reponte	442 769 239 000	
Vanessa Julio	453 936 140 000	
Ian Chris Janubas	447 881 783 000	
Michelle Mohametano	701 837 713 000	
Marites Bonalos	181 589 171 000	