



CHARTER  
BOARD STRATEGY & POLICY COMMITTEE (BSPC)  
May 2019

- **Mission/Purpose**

The Board Strategy & Policy Committee (BSPC) shall be the governing board committee to exercise authority and to delegate to management the implementation of the board approved strategic plans and policies.

- **Composition of the Committee**

1. The Committee shall be composed of at least seven (7) members.
2. The Committee may invite resource persons in any of its meetings to render a report, clarify and provide guidance to the Committee in respect of any relevant issue which the Committee may be presented with.
3. The presence of a majority of the BSPC members will constitute a quorum, and a majority or the quorum present is required for a valid decision.

- **Powers and Responsibilities:**

1. **Policies, Procedures, and Manuals of Products and Services**

- To review, evaluate, approve and/or endorse for Board approval new products, amendments to products, marketing programs, and policies, procedures and manuals pertaining thereto.
- To review, evaluate, approve and/or endorse for Board approval such policies which are not subject to the reviewing/approving/endorsing authority of other Board Committees of the Bank.

2. **Strategic Plans, Forecast, Annual Budget**

- To evaluate and endorse for Board approval Annual Strategic Forecasts, Plans and Budget.

3. **Monthly Review of Financial Performance and Business Models**

- To review, evaluate, approve and/or endorse for Board approval the monthly report on the Bank's financial performance and ensure its alignment with approved business plans and strategies.

4. **Oversight on Capital Planning**

- To review, evaluate, approve and/or endorse for board approval the Bank's capital planning, risk assessment, policies and procedures and provide oversight on the adoption and implementation of the Bank's board-approved ICAAP program.
- To review, evaluate, approve and/or endorse for board approval request for capital allocation, corporate guarantee and business propositions from the parent company.

## 5. Oversight on Domestic and Foreign Offices/Subsidiaries

- To provide oversight on the business plans, initiatives, risk and regulatory compliance; and review the strategic objectives and business priorities, direction, overall plans, result areas that relates to the thrusts and programs of the Bank.
- To provide oversight on the formulation of policy guidelines and procedures on oversight; and review periodically the actual performance of the subsidiaries versus approved quantitative and qualitative plans; conduct periodic financial performance and management profitability reviews and be informed of market and economic developments of subsidiaries.

6. The BSPC shall likewise perform such other functions and duties as the Board may delegate from time to time.

### • Chairman

Generally, the powers and duties of the Chairman of the Committee are as follows:

1. To convene the members of the Committee whenever he deems it necessary, either on his own initiative, or upon the request of at least two (2) members of the Committee.
2. To preside over all the Committee meetings.
3. To perform such other functions as may be assigned to him by the Board of Directors.

### • Frequency of Meeting

The BSPC may regularly meet at least once a month at a time set by its members. The Chairman or any two members of the committee may call for special meetings as deemed necessary.

All acts and resolutions of the BSPC shall be recorded in a minute book, which shall be submitted to the Board of Directors for confirmation.

### • Secretariat

The administrative requirements of the Committee shall be handled by the Office of the Corporate Secretary.

### • Review of the Charter

The Committee shall review and assess the adequacy of this Charter annually and recommend any proposed changes for Board approval through the Corporate Governance Committee.