



INSTITUTIONAL ADVISORY NO. 05

Series of 2024

FOR : ALL ELECTRIC COOPERATIVES

SUBJECT : FILING OF APPLICATION FOR RENEWAL OF CERTIFICATE OF REGISTRATION TO THE NATIONAL ELECTRIFICATION ADMINISTRATION

Relative to NEA Memorandum No. 2022-24, "Reiterating NEA Memo No. 2018-045 issued on 13 July 2018, Regarding the Filing of the Amended Articles of Incorporation / Conversion of Electric Cooperatives (ECs) for Extension of Cooperative Term," the NEA-Institutional Development Department (NEA-IDD) reminds all ECs with cooperative term expiring in less than six (6) years to file their application for renewal of Certificate of Registration of their Amended Articles of Incorporation.

In accordance to Section 37 of P.D. 269, the EC may amend its Articles of Incorporation by complying the following requirements:

1. The proposed amendment shall be presented to a meeting of the member-consumer-owners (MCOs), the notice of which shall set forth or have attached thereto the proposed amendment or an accurate summary thereof;
2. The proposed amendment should be approved by the affirmative vote of the MCOs of not less than two-thirds (2/3) of the total vote cast thereon at such meeting;
3. The articles of amendment shall be executed and acknowledged on behalf of the EC by its President or Vice President and its seal be affixed thereto and attested by its Secretary;
4. The articles of amendment shall recite that they are executed pursuant to PD 269 and shall state the following:
 - (a) The name of the EC;
 - (b) The address of its principal office; and
 - (c) The amendment of its Articles of Incorporation
5. The EC President or the Vice President executing such Articles of Amendments shall make the annex thereto an affidavit stating that the provision of Section 27 of PD 269, with respect to the amendment set forth in such articles were duly complied with.

The amended Articles of Incorporation, when executed and acknowledged and accompanied by such affidavit as required under Section 27 of PD 269 shall be presented to the Administrator pursuant to Section 34 of PD 269 for filing in the records of the Institutional Development Department. The Certificate of Registration and filing of the amended Articles of Incorporation



shall be issued by the Administrator if such amended articles conforms to the requirements of PD 269 and upon issuance of the Certificate of Registration the same shall be in effect.

The NEA-IDD shall also require the submission of copies of the following documents upon filing of the amended Articles of Incorporation:

1. EC existing Registration;
2. EC existing Articles of Incorporation;
3. Certificate of Franchise;
4. Notice of AGMA;
5. AGMA Resolution;
6. Minutes of the AGMA;
7. Certificate of Quorum; and
8. Articles of Amendment executed and acknowledged on behalf of electric cooperative by the President or Vice-president and its seal shall be affixed thereto and attested by the Secretary; and an affidavit stating that the provisions of Section 27 with respect to amendment set forth in such articles were duly complied with.

No extension of the cooperative term can be made earlier than five (5) years prior to the original or subsequent expiry date(s) unless there are justifiable reasons for an earlier extension as may be determined by NEA.

For your guidance and compliance.


OMAR M. MAYO
Deputy Administrator
Electric Cooperative Management Services

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