



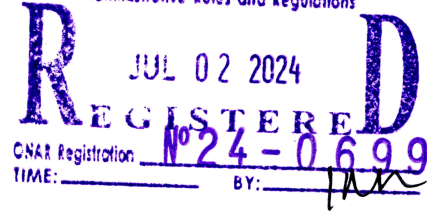
COOPERATIVE DEVELOPMENT AUTHORITY

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U.P. LAW CENTER
OFFICE OF THE NATIONAL ADMINISTRATIVE REGISTER
Administrative Rules and Regulations



MEMORANDUM CIRCULAR NO. 2024- 15 Series of 2024



SUBJECT: GUIDELINES ON THE MANUAL PROCESSING OF APPLICATIONS FOR THE REGISTRATION OF AMENDMENTS TO ARTICLES OF COOPERATION AND BY-LAWS OF COOPERATIVES UNDER SPECIFIC CIRCUMSTANCES

Section 1. Title.

This circular shall be known as the "**GUIDELINES ON THE MANUAL PROCESSING OF APPLICATIONS FOR THE REGISTRATION OF AMENDMENTS TO ARTICLES OF COOPERATION AND BY-LAWS OF COOPERATIVES UNDER SPECIFIC CIRCUMSTANCES.**"

Section 2. Purpose.

These guidelines are issued to establish a common understanding of the basis, coverage, requirements, and procedure for manual processing of applications for amendments to the Articles of Cooperation and By-laws (ACBL) of CoopRIS and E-CoopRIS-registered cooperatives in the event that proposed amendments cannot be processed through E-CoopRIS due to reasons or problems that are purely system-related.

Section 3. Coverage.

These guidelines shall cover the manual processing of applications for amendments to Articles of Cooperation and By-laws of all types and categories of cooperatives, excluding Credit Surety Fund Cooperatives (CSFC).

Specifically, the circumstances covered by these guidelines shall include the following:

- 1) Registered cooperatives under CoopRIS/ECoopRIS intending to add business activity and amend their ACBL from a single-purpose to a multipurpose type of cooperative;



- 2) Cooperatives that intend to add business activity/ies (e.g., Multipurpose Cooperatives adding other services, transport cooperatives, agriculture cooperatives, agrarian reform cooperatives, fishermen cooperatives);
- 3) Cooperatives with One Hundred Fifty (150) or more members intending to amend for an increase in their capitalization;
- 4) Cooperatives intending to amend their registered address due to changes in the political subdivision of their area of operation; and
- 5) Such conditions/circumstances which may prevent the processing/evaluation of the proposed amendments through the E-CoopRIS.

Section 4. Definition of Terms.

1. **Certificate of Registration of Amendment** – an official document issued by the Authority under its official seal shall serve as conclusive evidence of such registered amendment unless it is proved that the registration has been canceled or further amended.
2. **CoopRIS**- is a web-based information system that provides an online platform for cooperative name reservation, evaluation, and approval of an application for new registration, amendments, and branch/satellite/laboratory recognition.
3. **E-CoopRIS** – an enhanced web-based information system that provides an online platform for cooperative name reservation, evaluation, and approval of an application for new registration, amendments, and branch/satellite/laboratory recognition.
4. **Referendum** - refers to a mechanism of securing the approval of the general membership of an Electric Cooperative on issues affecting its registration, operation, and management.
5. **Registration of Amendment** – shall mean the operative act of granting validity and effectivity to the modification of Articles of Cooperation and By-laws as evidenced by the Certificate of Registration of Amendment issued by the Authority. The date of issuance of the Certificate of Registration of Amendment shall be the date of its effectivity.

6. **Validation** – is an activity or series of activities to ensure that the requirements for registration of applications to amendments of the Articles of Cooperation and By-laws are complete, correct, and per applicable laws. This thorough validation process is designed to instill confidence and ensure the integrity of the amendments.

Section 5. Documentary Requirements.

The following shall be submitted in three (3) original copies, to wit:

- a. General Assembly (GA) Resolution stating that the proposed amendment was approved by at least two-thirds (2/3) of all members with voting rights.
- b. Duly notarized Board of Directors and Secretary's Certificate stating the fact that the required vote approved the resolution of the members with voting rights;
- c. Amended Articles of Cooperation and By-laws.
- d. Duly notarized Treasurer's Affidavit if there is an increase/decrease in capitalization;
- e. Endorsement Letter/ Certificate of Authority from another regulatory agency, *if applicable*.

In case the amendment is made through referendum, the following documents shall be submitted in lieu of (a) and (b):

1. Approval by the concerned CDA Office of the letter request by the Chairperson, Chief Executive, or General Manager of the cooperative to hold a referendum;
2. Notarized Board of Directors and Secretary's Certificate stating that proper information dissemination on the proposed amendments to the articles of Cooperation or bylaws was conducted to ensure that the cooperative members were duly informed and that any clarificatory questions, if any, were adequately addressed in lieu of deliberations in a meeting proper and that the proposed amendment to the ACBL has been approved by not less than two-thirds (2/3) of the members with voting rights in the referendum conducted.

Section 6. Process of Amendment

The following shall be the procedure for the submission and processing under these guidelines:

6.1. Submit Amendment Documents and Encoded Data/Information in Excel Format.

Under Section 5 hereof, the complete hard copy documents shall be submitted to the CDA Head Office or Regional Extension Offices having jurisdiction over the applicant cooperative either personally or through a courier.

Encoded data/information in Excel format must be submitted via electronic mail in editable soft copy to the CDA Head Office or Regional Extension Offices.

6.2 Initial Evaluation of the Submitted Applications.

The assigned CDA personnel in the Registration Section shall check the documents' completeness and evaluate them as submitted by the applicant cooperative. If the documents are complete, they shall be forwarded to the Senior CDS, which shall assign a validator to conduct validation.

If incomplete, the documents shall not be processed; the applicant cooperative will be informed to complete the documentary requirements by issuing a checklist of the deficient documents.

If the submission is made through courier, the applicant cooperative shall be notified by email.

6.3 Conduct of Validation.

The applications for amendments to the Articles of Cooperation and By-laws shall be validated on-site using the validation tool. If on-site validation is not possible due to force majeure or circumstances beyond the control of the assigned validator, off-site validation may be resorted to.

The validation report shall be submitted after two (2) working days from receipt of the complete application documents.

6.4 Processing and Issuance.

The Registration Division/Section shall process the application upon receipt of the validation report. If the documents are complete and in order, the

Certificate of Registration of Amendment (CRA) will be issued; otherwise, the application will be returned to the cooperative for compliance.

Section 7. Jurisdiction.

All applications for amendments shall be filed with the Authority's Head Office or concerned Extension Office, which has jurisdiction over the registration and supervision of the said cooperative.

Application for Cooperative Banks and Insurance Cooperatives shall be filed with the CDA Head Office.

Section 8. Validity of Amendments

The registered amendments shall be valid and binding on the cooperative and its members upon the Authority's issuance of the appropriate Certificate of Registration of Amendment.

Section 9. Effectivity.

These guidelines shall take effect immediately following the completion of its publication in the Official Gazette or newspaper of general circulation.

Approved by the CDA Board of Directors pursuant to Resolution No. 452, s, 2024 dated June 14, 2024.

Issued this 27th day of June, 2024. In Quezon City.

For the Board:


USEC. JOSEPH B. ENCABO
Chairman