



PORO POINT MANAGEMENT CORPORATION
A member of the BCDA Group

AUDIT
&
RISK OVERSIGHT
COMMITTEE REPORT
CY 2022

I. AUDIT & RISK OVERSIGHT COMMITTEE

The Audit and Risk Oversight Committee of Poro Point Management Corporation (PPMC) is composed of four (4) members, to wit:

Chairman: Mr. Edgar T. Santos

Members:

Mr. Warlito P. Guerra

Mr. Joel G. Caringal

Mr. Nicky A. Oller

II. COMMITTEE MEMBERS' QUALIFICATION

The Committee shall be composed of at least three (3) members with at least one (1) member having a background in audit, accounting, finance or investments.

One (1) member of the Committee served years in military service and headed the security office of PPMC; one (1) member served for years in maritime industry; one (1) is a holder of Master's Degree in Public Administration and served as Municipal Councilor who held committee chairmanship in Finance and Appropriations; and the last member of the Committee has dual major degree in Economics and Computer Science, has years of work experience in software engineering, had various trainings in Finance, Leadership and Management courses; and chairs the Investment and Promotions Committee of PPMC.

III. COMMITTEE MEMBERS' RESPONSIBILITIES

The Committee shall have the following duties and responsibilities:

- (a) Review and approve the Annual Audit Plan of the Office of the Internal Auditor;
- (b) Review the Internal Audit Service Office (IASO) Audit Report and recommend solutions to the PPMC Board to address the audit findings. The Board Audit & Risk Oversight Committee shall ensure that the resolutions, as concurred by the PPMC Board, shall be acted promptly by Management so that the audit findings shall be satisfactorily addressed;
- (c) Be responsible for setting up an internal audit department and consider the appointment and removal of the Chief Audit Executive so that the

reporting levels allow the internal audit activity to fulfill its responsibilities;

- (d) Ensure that the IASO shall have free and full access to all the corporation's records, properties and personnel relevant to and required by its functions and that the internal audit activity shall be free from interference in determining its scope, performing its work and communicating its results;
- (e) Ensure that management is taking appropriate corrective actions in a timely manner in addressing control and compliance functions with regulatory agencies;
- (f) Review the monthly, quarterly and annual financial statements before submission to the PPMC Board, focusing on changes in accounting policies and practices, major judgmental areas, significant adjustments resulting from the audit, going concern assumptions, compliance with accounting standards, and compliance with tax, legal and COA requirements;
- (g) Monitor the creation of the Risk Management Policy and Procedures for PPMC;
- (h) Review, evaluate and monitor risk management policies, structures and processes as defined by Management;
- (i) Review and assess information provided by Management on risk exposures and risk management activities and possible solutions to risks that the corporation faces.

IV. AUDIT & RISK OVERSIGHT COMMITTEE REPORT

The Code of Good Corporate Governance of Poro Point Management Corporation (PPMC) articulates the specific functions of the PPMC Board which included among others, constituting an Audit and Risk Oversight (ARO) Committee to assist the Board of Directors fulfill its corporate governance and overseeing responsibilities in relation to financial reporting, internal control system, risk management system and in monitoring compliance with laws and regulations.

The Audit & Risk Oversight Committee in the performance of its oversight functions accomplished the following activities for the CY2022:

- Reviewed and approved the Annual Audit Plan of the Internal Audit Service Office.
- Reviewed the Financial transactions of the year.
- Reviewed the Monitoring of Management's Execution and Implementation of Approved PPMC Board Resolutions of the year.
- Reviewed the Financial Statements and ensure compliance with accounting standards.
- Reviewed the Monitoring of Locator's Importation of the year.
- Reviewed PPMC Collection on Soiltech Pier for the year.
- Approved the participation of the internal audit in the PPMC's ISO 9001:2015 Recertification Audit as the Internal Quality Audit Team Leader and attendance to the Environmental Management System Awareness Training in preparation for the PPMC's Certification on ISO 4001:2015
- Approved the membership of Internal Audit in the Committee on Anti-Red Tape and ensure compliance with Republic Act 11032 otherwise known as the Ease of Doing Business.
- Approved the performance of other Internal Audit Activities such as Inspection of Locator's Imported Materials; Observed the Conduct of Mid-year and Year-end Inventory of Supplies & Materials; Witness in the Conduct of Public Biddings and attendance in meetings and seminars.

The Audit & Risk Oversight Committee has reviewed the adequacy and effectiveness of internal controls through the reports of the Internal Auditor. As a result of the review and assessment, the Committee is of the view that the system of internal control of Poro Point Management Corporation is operating adequately and effectively.

V. RISK MANAGEMENT

The PPMC's Risk Management Framework defines the responsibilities of the various offices in the effective and efficient identification, assessment and treatment of risks in the performance of their functions, programs or action plans ensuring the accomplishment of its objectives.

Each step of the whole process is communicated and monitored to ensure consistent application and achievement of results. Also, the ARO Committee ensure that PPMC continuously update its Corporate Risk Registry in order to address properly the identified risks.

For CY2022, the PPMC Risk Registry was updated and the action plans on existing risks were reviewed and monitored. The Risk Registry is a consolidated database of risks per office with the corresponding assessment, analysis, evaluation and action plan. It was corporately reviewed during the PPMC Mid-year Assessment, Management Review and Year-end Assessment. It was also one of the focus area of the PPMC ISO Internal Quality Audit. The Internal Quality Auditors checked the Risk Registry per office to ensure that the risks encountered by the office were properly identified, assessed and treated.

The PPMC's nature of operation are remotely exposed to financial risk, however, to ensure that funds are secured and safeguarded, the company placed it only in Government Financial Institution. This is also in compliance with the Department of Finance Circular No. 001-2015, the Revised Guidelines on authorized Government Depository Banks.

Likewise, as a measure to manage operational risk on human error, PPMC endeavors to automate its Permit and Licenses System and is now currently reviewing the existing Value Added Service Provider System of the company. It also undertakes the development of its Billing and Collection System and is now operational.

Social Risks are business actions that affect the communities around them. As estate manager, PPMC's risk involving communities pertains to the issues on land ownership inside the Poro Point Freeport Zone particularly the lots registered in the name of private individuals. PPMC communicated to these owners and advised them to write a letter of intent to sell. Also on the issues of some titled private property inside the zone which are subject for recovery, the Legal Office of PPMC is assisting the Office of the Solicitor General of the Philippines, Office of the Government Corporate Counsel and BCDA Legal Department in the reversion case filed to recover lots erroneously registered in the name of a private company.

During the period of global pandemic brought about by COVID-19, PPMC mitigated the risk on health and safety through the establishment of policies and guidelines. The Board of Directors approved the Policy on the Prevention and Control of COVID19 in PPMC and in the Poro Point Freeport Zone. PPMC also adopted the alternative work arrangements to ensure the continuity of operations without compromising the health and safety of employees. It also provided vitamins, face mask, face shield and alcohol to all the employees and regular disinfection of offices in the zone was also conducted to reduce the spread of the virus.

VI. PORO POINT MANAGEMENT CORPORATION(PPMC)
MATERIAL RISK FACTORS AND MEASURES TO MANAGE RISKS
GCG MEMORANDUM CIRCULAR NO. 2013-05

RISK CATEGORY	RISK	MEASURES TO MANAGE RISK
I. EXTERNAL		
a. SOCIAL	1. Parcels of land under litigation/legal case	Resolve legal issues/Explore amicable settlement and/or Compromise Agreement
	2. Issues on land ownership	Review validation of land claims/Payment of valid claims
	3. Unlawful acts committed against BCDA/PPMC properties	Tighter security of properties. Meetings/Dialogues with Barangay Officials.
b. ENVIRONMENTAL	4. Natural calamities and Pandemic	Insurance coverage of properties; Establishment of policies and guidelines on the Prevention and Control of COVID19 in the Poro Point Freeport Zone; and Regular disinfection of offices in the zone
II. INTERNAL		
a. BUSINESS and FINANCIAL	5. Lack of basic Infrastructure (water connectivity)	Discussions with Utility Companies/other government agencies that can provide utilities.
	6. No additional investors/locators did not push through with investment	Provide the necessary utilities and infrastructures required by investors
	7. Non-compliance to contract provisions by PPMC locators	Curing Period provisions in lease contracts; Penalty clauses in lease contracts should defaults and breaches occur, other legal remedies
	8. Limited area/Land for lease/development	Best use criteria/Comprehensive Integrated Master Development Plan; In addition to lease revenues, identify other sources of revenues
	9. Limited Airport Capacity	Request for Technical Audit on the Airport Runway Capacity; Expansion of Apron
	10. High Rate of Power Supply compared to other provinces and cities	Conduct study of alternative source of power
	11. Limited and high cost of water and issue with water service provider	The Poro Point Freeport Zone(PPFZ) Water Connectivity and the PPFZ Water Source are budgeted for CY2023; Negotiation with water service provider is still ongoing.
b. INTERNAL PROCESS and PEOPLE	12. Manual System of Recording and Processing/Automated Processes are limited	Automation of Processes: Automation of Business Registration & Accreditation and Building & Occupancy Permit Monitoring System; Billing & Collection System now operational.

VII. COMMITTEE MEETINGS CONDUCTED FOR CY 2022:

NO.	DATE OF MEETINGS
1.	March 18, 2022
2.	April 22, 2022
3.	June 9, 2022

VIII. ATTENDANCE RECORD OF THE COMMITTEE MEMBERS

For the Calendar Year 2022, a total of three (3) meetings were conducted by the Audit & Risk Committee and all of the members of the committee participated in all the scheduled meetings.

MEMBERS	<i>DATE OF MEETINGS</i>		
	03/18/2022	04/22/2022	06/09/2022
MR. EDGAR T. SANTOS	P	P	P
MR. JOEL G. CARINGAL	P	P	P
MR. WARLITO P. GUERRA	P	P	P
MR. NICKY A. OLLER	P	P	P

P – Present

A – Absent