

**AMENDED BY-LAWS
OF THE
PHILIPPINE ACCREDITING ASSOCIATION OF SCHOOLS, COLLEGES AND UNIVERSITIES
(As approved by the PAASCU Board in its meeting on August 23, 2019 in Manila)**

ARTICLE I – MEMBERSHIP

Section 1 . The Charter members of the Association shall consist of those institutions in which one or more academic degree programs have been accredited and of which the names appear in the APPENDED ARTICLE ON CHARTER MEMBERS OF THE ASSOCIATION. (as amended on August 23, 2019)

Section 2. Regular members shall consist of all other institution in which there are one or more academic degree programs accredited by the Association. (as amended on August 23, 2019)

Section 3. Each member-institution is represented by its school head, who may delegate an authorized representative for PAASCU matters. (as amended on August 23, 2019)

ARTICLE II – GENERAL AND SPECIAL MEETINGS OF THE ASSOCIATION

(as amended on August 23, 2019)

Section 1. Representation

At general meetings of the Association, each member-institution shall be represented by the School Head, who may be represented via proxy during the annual General Assembly, special meetings and election of Trustees, with due notice to the PAASCU Office. (as amended on August 23, 2019)

Section 2. General Meeting of the Association and Voting Rights of Members.

There shall be annually at least one general meeting of all member-institutions of the Association, at which the election of the Board shall take place. This annual general meeting shall be held on the last Friday of November of each year, unless another date is set by the Board of Trustees for valid reasons. If the election of directors is not held at the annual general meeting, the incumbent Board shall cause the election to be held at a special meeting of the members as soon thereafter as it may be conveniently held. (as amended on August 3, 2007) (as amended on August 23, 2019)

The written notice of regular meetings shall be sent to all members of records at least two (2) weeks prior to the date of meeting through electronic mail, personal service, or private courier. (as amended on August 23, 2019)

Section 3. Special Meetings.

Special meetings of the member-institutions of the Association may be called and convened at any time at the call of the President, majority of the Trustees, or upon written petition of members representing at least majority of those entitled to

participate at the general meeting. At such special meeting, only matters mentioned in the notice thereof shall be taken up. (as amended on August 23, 2019)

The written notice of special meetings shall be sent to all members of record at least one (1) week prior to the date of meeting through electronic mail, personal service, or private courier. (as amended on August 23, 2019)

Section 4. Venue

The place of the annual meeting and general meetings of the Association shall be determined and fixed by the Board at any place even outside the place where the principal office of the Association is located, provided, that notice is sent to all members indicating the date, time and place of the meeting; and provided, further, that the place of meeting shall be within the Philippines. (as amended on August 23, 2019)

Section 5. Quorum.

The presence of member-institutions of the Association representing the majority as of the date fixed by the Board of Trustees shall constitute a quorum. A majority of those present constituting a quorum shall be competent to decide on any matter or transact business in any meeting except in matter or cases in which the Revised Corporation Code or any other pertinent law requires the affirmative vote of a greater number. (as amended on August 23, 2019)

Section 6. Right to Vote through Proxy.

The right of the member-institutions to be present and to vote on any matter or business during a meeting constituting a quorum shall be exercised in person by the school head, through a proxy duly appointed by the school head, with due notice to the PAASCU Office, or through other means allowed under Section 11 of Article III. (as amended on August 23, 2019)

ARTICLE III – BOARD OF TRUSTEES (as amended on August 23, 2019)

Section 1. The business and property of the Association shall be managed by a Board of Trustees. (as amended on August 23, 2019)

Section 2. Composition. (as amended on August 23, 2019)

The Board of Trustees shall be composed of fifteen (15) members, wherein at least ten (10) trustees shall come from PAASCU member-institutions and at least two (2) but not more than five (5) trustees shall be independent trustees.

Section 3. General Qualifications of the Trustees.

A trustee must:

- (a) Be a person of moral integrity and uphold the core values of the PAASCU;
- (b) Not have been convicted of any crime or for violating the provisions of the Revised Corporation Code;

- (c) Have experience in the management of an organization. (as amended on August 23, 2019)

Section 4. Qualifications of Trustees from Member-Institutions of the Association.

In addition to the qualifications prescribed in Section 3, the trustees coming from member-institutions of the Association must be an administrator, or a faculty member who has previously designated or is currently designated as an administrator, and has served as an accreditor for PAASCU or any other quality assurance agency or body. (as amended on August 23, 2019)

Section 5. Qualification of Independent Trustees.

An independent trustee, in addition to Section 3, must be a practitioner from an industry, an expert from professional association, or is actively engaged in administrative capacity in any institution with a stake in Philippine education. He/She must possess the appropriate and relevant skills, experience and knowledge in one or more field of education, school management, administration, research, corporate governance, technical operation or other disciplines related to PAASCU's field and purposes.

No independent trustee shall be an official or employee of the government nor hold or be appointed to any government position or office. In the event that an independent trustee, during his/her tenure as such, accepts or is appointed to a government position or office, he/she shall be deemed to have forfeited or vacated his/her seat as an independent trustee of the Association, and such vacancy shall be filled in accordance with this by-laws. (as amended on August 23, 2019)

Section 6. Nomination and Election of the Board of Trustees.

The nomination of trustees shall be subject to the guidelines prescribed by the Nomination and Election Committee. The decision of the Nomination and Election Committee on all matters pertaining to the nomination and election of the Board members is final.

Each nominee must possess all the qualification pursuant to the preceding sections. (as amended on August 23, 2019)

Section 7. Term.

The Trustees shall be elected at the annual general meeting of the Association by the representatives of the member-institutions and shall serve for a term of two (2) years and can serve for not more than three (3) consecutive terms. (as amended on August 23, 2019)

Section 8. Term Sharing.

In the event that two or more candidates receive an equal number of votes for the last seat to be filled in at the annual general meeting of the Association, the candidates shall equally share the two (2) year period. Regardless of the actual length of period served under the term sharing agreement, each period shall be considered as one (1) full term. (as amended on August 23, 2019)

Section 9. Vacancy.

In case of vacancy for whatever reason, the replacement shall be elected during the next General Assembly. The elected replacement shall serve the unexpired term. (as amended on August 23, 2019)

Section 10. Meetings.

The Board of Trustees shall meet quarterly, and on other occasions, whenever it is deemed necessary by the President, or by the Vice-President, acting in his place, or when not less than 3 members of the Board, petition a meeting in writing. (as amended on August 3, 2007)

Notice of regular and special meetings of the trustees stating the date, time and place of the meeting must be sent to every trustee at least two (2) days prior to the scheduled meeting. Notice must be in writing and sent through electronic communication, personal service, or private courier. (as amended on August 23, 2019)

Section 11. Video/Telephone Conference or Other Remote Communications.

Trustees who cannot physically attend or vote at board meetings can participate and vote through remote communication such as videoconferencing, teleconferencing, or other alternative modes of communication that allow them reasonable opportunities to participate. (as amended on August 23, 2019)

Section 12. Quorum.

A quorum at any meeting of the Trustees shall consist of a majority of the entire membership of the Board. A majority of such quorum shall decide any question that may come before the meeting, save and except any such matters in which the law of the Philippines require the affirmative vote of a greater proportion. (as amended on August 23, 2019)

ARTICLE IV – OFFICERS

(as amended on August 23, 2019)

Section 1. Election of Officers.

Officers of the Association shall be elected by the Board of Trustees among themselves at their first meeting following the annual election of the Board. (as amended on August 23, 2019)

Section 2. Officers.

The Officers of the Association shall be a President, a Vice-President, a Corporate Secretary and a Treasurer. (as amended on August 23, 2019)

Section 3. Term.

The President, Vice-President, Corporate Secretary and Treasurer shall be elected among the trustees each for a term of one year or until their successors have been elected and duly qualified. (as amended on August 23, 2019)

Section 4. Functions.

- (a) President – The President shall preside at all meetings, shall have general supervision of the affairs of the Association, shall cause the implementation of all resolutions of the Board of Directors and shall perform all other duties incident to his office or those that may properly be required of him by the Board of Directors. (as amended on August 23, 2019)
- (b) Vice-President – The Vice-President shall exercise all the functions and perform all the duties of the President in the absence or disability, for any cause, of the President. In case both President and Vice-President be absent or otherwise unable to perform their duties, the Board of Trustees shall choose one of its members to fill temporarily the place of the President, until a new President has been elected and qualified. (as amended on August 23, 2019)
- (c) Corporate Secretary – The Corporate Secretary shall approve all records of the matters transacted at all meetings of the Board of Directors and shall perform such other duties as are incident to his Office or required of him by the Board.

The Corporate Secretary shall notify all members of the Board of both regular and special meetings at least one (1) week before any said meeting. No claim of failure or irregularity of notice of any monthly meeting shall invalidate such meeting or any proceeding thereat. No publication shall be required. (as amended on August 23, 2019)

The Corporate Secretary shall issue notices of all meetings, shall keep their minutes, shall have charge of the seal and the Association books and shall perform such other duties as are incident to his Office or required of him by the Board or by its President. (as amended on August 3, 2007)

- (d) Treasurer – The Treasurer shall have custody of all funds of the Association which come into his possession and shall keep regular books of accounts. He shall deposit said funds of the Association in such banking institutions in the Philippines as may be designated from time to time by the Board of Directors subject to withdrawal therefrom only upon checks or other written demands of the Association signed by the President and the Treasurer or by any other member of the Board whom the Board of Directors may designate, and shall perform all other duties incident to his office or properly imposed upon him by the Board. (as amended on August 23, 2019)

ARTICLE V – OFFICE OF THE EXECUTIVE DIRECTOR

(as amended on August 23, 2019)

Section 1. Executive Director.

The Office of the Executive Director is hereby created. The Executive director is not a corporate officer. He/She is responsible for the administration of the Association's

strategic and operational plans, its programs and activities, and for ensuring the viability of the Association's operation as defined by the Board of Trustees. (as amended on August 23, 2019)

Section 2. Appointment.

The Board of Trustees shall choose an Executive Director who shall not be removed, except by a majority vote of the entire Board. He/She need not come from among the members of the Board. The qualifications of the Executive Director shall be determined by the Board. (as amended on August 23, 2019)

Section 3. Core Functions.

The Executive Director shall:

- (a) Be the agent of the Board of Directors and its President in carrying out in practice the purposes of the Association;
- (b) Be the head of the national secretariat, and supervises all meeting of the Board of Trustees, Committees, and other officers;
- (c) Keep a record of the matters transacted by his Office, and a record of all things committed to him by the Board;
- (d) Work with the President and Board of Trustees and with the various Commissions;
- (e) Manage the accreditation and quality assurance initiatives, the operations of the secretariat, and the human resources;
- (f) Promote sound resource management and fiscal accountability;
- (g) Undertake community engagement, advocacy and visibility as directed by the Board; and
- (h) Perform such other functions as the Board may deem proper and necessary. (as amended on August 23, 2019)

ARTICLE VI – BOARD COMMITTEES

(as amended on August 23, 2019)

Section 1. The Board shall constitute the following Committees:

- (a) Nominations and Elections Committee – The Nominations and Elections Committee shall assist in the following:
 1. Nomination and election of the Board of Trustees;
 2. Nomination and election of the Commission members;
 3. Referenda.

No Board of Trustees or Commission members shall be part of the Nominations and Elections Committee. The Committee consists of the Executive Director, an officer of the Secretariat and a lawyer designated by the Board of Trustees.
- (b) Planning Committee – The Planning Committee shall assist the Board of Trustees and Executive Director in formulating, deploying and evaluating the Association's strategic and operational plans.

- (c) Finance and Audit Committee – The Finance and Audit Committee shall assist the Board of Trustees and the Executive Director in monitoring the finances of the Association. It is through this Committee that the Board exercises financial control of the Association and perform its fiduciary responsibilities, including those related to financial reports, audits, and keeping track of the funds of the Association.
- (d) Personnel Committee – The Personnel Committee provides guidance, oversight and support to the Board of Trustees and the Executive Director in the development and implementation of employee staffing, performance, management, and compensation systems.
- (e) Standards Committee – The Standards Committee is responsible for maintaining the relevancy of PAASCU standards by prompting the various Commissions in the revisions of current standards as the creation and testing of new instruments. The Committee is responsible for recommending to the Board the approval of standards and instruments. (as amended on August 23, 2019)

Section 2. Membership to the Committee.

The composition and qualification of the members of the Committee shall be determined by the Board of trustees. Each member shall be appointed by the Board of Trustees. The members of each committee will elect a Chair among themselves. (as amended on August 23, 2019)

Section 3. Ad Hoc Committees.

The board of Trustees may, at any time, create ad hoc committees as it may deem necessary in the fulfillment of its vision and mission. (as amended on August 23, 2019)

ARTICLE VII – THE COMMISSION

(as amended on August 23, 2019)

Section 1. The Commission.

There are eight (8) PAASCU Commissions, namely:

- (a) Commission on Elementary Education
- (b) Commission on Secondary Education
- (c) Commission on Basic Education
- (d) Commission on Tertiary Education
- (e) Commission on Engineering and Architecture
- (f) Commission on Information Technology Education
- (g) Commission on medical Education
- (h) Commission on Graduate Education (as amended on August 23, 2019)

Section 2. Composition and Qualification.

Each Commission shall consist of not more than fifteen (15) members, wherein at least seven (7) members shall come from the member-institutions of the Association and a maximum of five (5) members, who need not be from member-institutions of the

Association but must have experience related to education, a practitioner from an industry, an expert in administrative position in any institution with a stake in Philippine education. Further, any candidate to such membership to the Commission must possess all the qualifications that the board may impose in addition to the foregoing and must not possess any of the disqualifications. (as amended on August 23, 2019)

Section 3. Term of Office.

Each member of the Commission shall serve for a maximum term of two (2) years and can serve for not more than three (3) consecutive terms. (as amended on August 23, 2019)

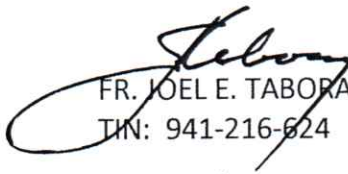
Section 4. General Functions of the Commissions.

The Commissions' report to the PAASCU Board of Trustees. The Executive Director coordinates with and assists the Commissions in the exercise of the following functions (as amended on August 23, 2019):


- a) to plan and implement programs and projects specific to the various levels of education; (as amended on August 3, 2007)
- b) to provide a continuing forum to evolve ideas and to discuss issues relevant to PAASCU;(as amended on August 3, 2007)
- c) to spell out in specific terms the service role of PAASCU as it assists in quality improvement among schools for the development of education in the Philippines; (as amended on August 3, 2007)
- d) to make a preliminary evaluation of the reports submitted by the Survey Teams and to provide recommendations to the Board. The power to grant or not to grant accreditation remains with the Board.
- e) To select, in collaboration with the Executive Director, suggested members of the Survey Teams. The final approval of the survey time line-up rests on the Executive Director.
- f) To take charge, in collaboration with the Executive Director, of training accreditors and Survey Team chairpersons. The Commission may suggest and recommend the training and the facilitators of such training but the final approval of the same will rest on the Executive Director.
- g) To take charge of the formulation and development of survey instruments for new programs and revision of existing instruments and to make full reports of these to the Board.
- h) To plan, organize, and supervise conferences, seminar and such other activities which are offered as services to member schools.
- i) The Commissions may invite experts from the industry and/or professional associations/agencies as consultants and non-voting members when needed. Performs other tasks that may be assigned by the Board and Executive Director. (as amended on August 23, 2019)

Section 5. Other matters.

Matters relating to qualifications of the members of the Commission, procedures of the selection and appointment or removal of Commission members, procedures for the selection of Commission officers, and other matters shall be determined by the Board. (as amended on August 23, 2019)



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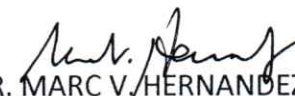

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REPUBLIC OF THE PHILIPPINES)

TAGUIG CITY

) S.S.

BEFORE ME in the City of TAGUIG CITY this 23 day of NOV 2020 personally appeared the following known to me to be the same persons who executed the foregoing instrument and knowledge to me that the same is their own voluntary act and deed.

Name	Competent Proof of Identity	Date and Place Issued
Fr. Joel E. Tabora, SJ	P6525605A	March 23, 2018, DFA Davao
Sr. Ma. Marissa R. Viri, RVM	P1259716B	March 29, 2019, DFA Davao
Sr. Mercedes O. Ang, SPC	P4384049B	January 15, 2020, DFA Tuguegarao
Sr. Josefina F. Nebres, ICM	OSCA ID 2821598	October 9, 1997, Quezon City
Dr. Ramon L. Arcadio	OSCA ID 4450632	January 10, 2005, Quezon City
Dr. Aurora F. Bauzon	P5317310A	December 12, 2017, DFA Manila
Ms. Rhodora Angela Fernandez-Ferrer	P3283849B	September 19, 2019, DFA Manila
Br. Edmundo L. Fernandez, FSC	P3897061A	August 2, 2017, Hong Kong
Dr. Maria Celeste T. Gonzalez	OSCA ID 13943-F	April 11, 2014, Quezon City
Mr. Marc V. Hernandez	OSCA ID 78707	April 25, 2008, Quezon City
Dr. Carmelita I. Quebengco	OSCA ID 15632	November 26, 2007, Parañaque City
Fr. Gilbert B. Sales, CICM, Ph.D.	NO2-88-083232	August 5, 2017, Baguio City
Fr. Antonio S. Samson, SJ	OSCA ID 004185	May 14, 2012, San Juan City
Dr. Maria Luz C. Vilches	P5542120A	January 6, 2018, DFA Northeast
Fr. John Christian U. Young	SSS 08-0828080-2	Butuan City

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 Book No. I;
 Series of 2020.

NOTARY PUBLIC

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