

BCDA BOARD COMMITTEES (As of 31 December 2025)

To aid in ensuring compliance with the principles of sound corporate governance, the Board has created committees to support it in the performance of its functions and in accordance with the Charter and to aid in good governance.

The BCDA Board has created the following Committees:

- Organization Development Committee
- Audit and Corporate Governance Committee
- Legal, Risk Management, and External Relations Committee
- Finance and Investments Committee
- Business Development Committee

Organization Development Committee

In lieu of the Nomination Compensation/Remuneration Committee, the Board has created the Organization Development (OD) Committee which shall be composed of at least three (3) members, which shall include one (1) of the directors representing the labor sector.

The Committee shall meet at least once every quarter. The Chairperson of the Committee may call a special meeting whenever necessary. The presence of two (2) members shall constitute a quorum.

The actual composition of the OD Committee as of 31 December 2025 are as follows:

Chairman	Director Gerard R. Seno
Members	Chairman Hilario B. Paredes PCEO Joshua M. Bingcang Director Anthony Marvin G. Ponce de Leon Director Rolan C. Paulino Director Roberto A. Flores Director Leon Gonzalo G. Montemayor Director Jose R. Taruc V

The OD Committee is chaired by Director Gerard R. Seno. Mr. Seno is a labor rights advocate and an educator. He graduated with Bachelor of Laws and Bachelor of Science in Business Administration degrees from University of San Carlos, Cebu City.

Mr. Seno's expertise ranges from project development, monitoring and implementation in the fields of union organizing, workers' education, construction health and safety, organization and management of cooperatives, labor policy and advocacy, industrial relations and collective bargaining, among others.

The OD Committee met twice in 2025 and discussed the following agenda items:

1. Increase in Salary of Contract of Service (COS) Personnel
2. Supplemental Budget for the Salary Step Adjustments and Payment of the Appropriate Differentials under the Compensation and Position Classification System (CPCS)
3. Appointment of SVP for Legal Services Group
4. Gratuity Pay for SCAA Personnel

During the year, the Committee performed the following duties:

- Assisted the Board of Directors in the conduct of studies and policy formulation, pertaining to issues, concerns and problems affecting the organization and its personnel.
- Coordinated with Management in addressing specific key result areas (KRAs) and in adhering to existing policies on such matters as personnel recruitment, performance evaluation standards and processes, assignments, promotions and entitlements.
- Pursued organizational goals such as the promotion of meritocracy, the development of teamwork and the enhancement of morale among personnel.
- Conducted a review of the organizational structure to ensure that it remains responsive to BCDA's goals, objectives and strategies.

Audit and Corporate Governance Committee

The Committee shall be composed of at least three (3) members. An independent board member, if any, shall chair the Audit and Corporate Governance Committee. Each member shall have an adequate understanding of accounting and auditing principles in general and of the BCDA's financial management systems and environment in particular.

The Committee shall meet at least once every quarter. The Chairperson of the Committee may call a special meeting whenever necessary. The presence of two (2) members shall constitute a quorum.

The actual composition of the Audit and Corporate Governance Committee as of 31 December 2025 are as follows:

Chairman	Chairman Hilario B. Paredes
Members	Director Anthony Marvin G. Ponce de Leon Director Rolan C. Paulino Director Gerard R. Seno Director Roberto A. Flores Director Leon Gonzalo G. Montemayor Director Jose R. Taruc V

The Audit Committee is headed by Chairman Hilario B. Paredes. Atty. Paredes is a lawyer and a businessman. He graduated with honors from the Ateneo de Manila University School of Law with a Juris Doctor degree. He finished his college education with a Bachelor's Degree in Political Science also from the Ateneo de Manila University.

Atty. Paredes has developed extensive experience in the fields of Corporate and Commercial Law, Litigation, Public-Private Partnerships, BOT Law and Government Infrastructure (Toll Roads, Rail and Power Plant projects both in the country and abroad), Banking and Corporate Finance, Real Estate Law, Succession and Estate Planning, Immigration, and Labor and Employment.

Aside from his law practice, he is also involved in various businesses in real estate, telecommunication and information technology, distribution/trading, educational and consultancy services. He is currently the Chairman and President of Paredes Holdings, Asian Center for Legal Excellence, Inc. (a Supreme Court accredited MCLE provider), NorthTel Trading, Inc, Centel Trading, Inc., Prime Logistics Group and Consultancy, Inc. and other companies. He also sits in the Board of Directors and/or as corporate secretary of various corporations.



The Audit Committee met four (4) times in CY 2025. Some of the agenda items that were taken up during the said meetings were as follows:

1. Audit Report: Audit of John Hay Management Corporation (JHMC)
2. Audit Report: Audit of Poro Point Management Corporation (PPMC)
3. Audit Report on BCDA Human Resource Management Processes

During the year, the Committee performed the following functions:

- Reviewed and approved the Annual Audit Plan of the IASD;
- Reviewed the IASD’s audit report and recommended solutions that would address the audit findings to the BCDA Board. The Audit Committee likewise ensured that the resolutions, as concurred in by the BCDA Board, will be acted upon by Management to address the audit findings;
- Ensured that the IASD reviewed the periodic financial statements focusing on the propriety of changes in accounting policies and practices, significant adjustments resulting from the audit and compliance with accounting standards, and check the financial reports against its compliance with both the internal financial management policies and pertinent accounting standards, including regulatory requirements;
- Ensured that the IASD monitored and evaluated the adequacy of BCDA’s internal control systems, and that proper coordination was made with the Commission on Audit (COA); and
- Ensured that the IASD had free and full access to all the company’s records, properties and personnel relevant to the internal audit activity and that the internal audit activity was free from interference.

Legal, Risk Management and External Relations Committee

The Risk Management, Legal and External Relations Committee shall be composed of three (3) members. The Chairman of the Committee must possess an adequate understanding of Philippine Law and the legal system and knowledgeable in strategic publicity and issues management.

The Committee shall meet at least once every quarter. The Chairperson of the Committee may call a special meeting whenever necessary. The presence of two (2) members shall constitute a quorum.

The actual composition of the Risk Management, Legal and External Relations Committee as of 31 December 2025 are as follows:

Chairman	Director Anthony Marvin G. Ponce de Leon
Members	Chairman Hilario B. Paredes PCEO Joshua M. Bingcang Director Rolan C. Paulino Director Gerard R. Seno Director Roberto A. Flores Director Leon Gonzalo G. Montemayor Director Jose R. Taruc V

The Legal, Risk Management and External Relations Committee is chaired by Director Anthony Marvin G. Ponce de Leon. Atty. Ponce de Leon obtained his law degree from the Ateneo de Davao University. He Holds a Business Management degree Major in Marketing from Xavier University in Cagayan de Oro City. His expertise lies in the Corporate, Election and Criminal law.

The Risk Management, Legal and External Relations Committee met seventeen (17) times in CY 2025. Some of the agenda items that were taken up during the meeting were as follows:

1. Deed of Conveyance with Taguig
2. 4th Amendment to the MOA between BCDA and OGCC
3. Cost Sharing Agreement with JHMC
4. One Year Performance Agreement with PPMC
5. BCDA 2025 Risk Management Report
6. BCDA CY 2026 Performance Evaluation System (PES) Documents which includes the 2026 Performance Scorecard and all supporting documents as required by the Governance Commission on GOCCs (GCG) and the submission thereof, on or before 31 October 2025
7. Amendment/Revision of the BCDA Directors' and Officers' Liability Fund (DOLF) Implementing Rules and Regulations (IRR) specifically the a) Section 4.1 Matrix of Maximum Allowable Claim by Beneficiaries; and b) Rule VII – Amendments
8. Estate Management Agreement with JHMC
9. Extension of the MOA with PPMC for the Interim Management of the San Fernando International Seaport
10. BCDA Public Service Continuity Plan
11. Policy on Directing Sustainability into Contracts
12. Revised Performance Agreement with CIAC
13. Extension and Renewal of the Terms of the Memorandum of Agreement with the PPMC as Interim Operator and Manager of the San Fernando International Seaport

During the year, the Committee undertook the following tasks:

- Monitored the creation of a risk management structure for the organization by Management;
- Reviewed, evaluated and monitored policy-level studies, risks and threat assessments and other reports provided by Management for consideration of the Board;
- Assessed the information provided by Management on risk exposures and risk management activities;
- Reviewed, evaluated and monitored Management's researches on the probable causes and possible solutions to risks that were faced by Management;
- Reviewed and recommended measures on legislative proposals affecting BCDA;
- Assessed the Annual Planning Program of the Corporate Planning Department as it relates to risk management;
- Provided oversight over Management's activities in managing market liquidity, operational, legal and other risks of the corporation;
- Reviewed and evaluated public affairs' issues affecting BCDA's activities, programs and projects, as identified and presented by Management. It also reviewed and evaluated the measures recommended by Management to address such issues for possible consideration of the Board; and

- Reviewed, evaluated and monitored Management’s policies pertaining to the organization’s relationship with its stakeholders, as well as with the national and local government units.

Finance and Investments Committee

The Finance and Investments Committee shall be composed of at least three (3) members. Each member must possess an adequate understanding of accounting and auditing principles in general and of BCDA’s financial management systems and environment in particular.

The Committee shall meet at least once every quarter. The Chairperson of the Committee may call a special meeting whenever necessary. The presence of two (2) members shall constitute a quorum.

Below is the actual composition of the Finance and Investments Committee as of 31 December 2025:

Chairman	Chairman Hilario B. Paredes
Members	PCEO Joshua M. Bingcang Director Anthony Marvin G. Ponce de Leon Director Rolan C. Paulino Director Gerard R. Seno Director Roberto A. Flores Director Leon G. Montemayor Director Jose R. Taruc V

The Finance and Investments Committee is headed by Chairman Hilario B. Paredes. Atty. Paredes is a lawyer and a businessman. He graduated with honors from the Ateneo de Manila University School of Law with a Juris Doctor degree. He finished his college education with a Bachelor’s Degree in Political Science also from the Ateneo de Manila University.

Atty. Paredes has developed extensive experience in the fields of Corporate and Commercial Law, Litigation, Public-Private Partnerships, BOT Law and Government Infrastructure (Toll Roads, Rail and Power Plant projects both in the country and abroad), Banking and Corporate Finance, Real Estate Law, Succession and Estate Planning, Immigration, and Labor and Employment.

Aside from his law practice, he is also involved in various businesses in real estate, telecommunication and information technology, distribution/trading, educational and consultancy services. He is currently the Chairman and President of Paredes Holdings, Asian Center for Legal Excellence, Inc. (a Supreme Court accredited MCLE provider), NorthTel Trading, Inc, Centel Trading, Inc., Prime Logistics Group and Consultancy, Inc. and other companies. He also sits in the Board of Directors and/or as corporate secretary of various corporations.

The Finance and Investments Committee met eighteen (18) times in CY 2025. Some of the agenda items that were taken up during the said meetings were as follows:

- a. 2025 BCDA Revised Corporate Operating Budget
- b. JHMC Supplemental Budget
- c. Supplemental Budget for the Increase in the Salary of the Contract of Service (COS) Personnel
- d. Supplemental Budget for on the Water System and Sewage Treatment Plant in Camp John Hay
- e. Supplemental Budget for the Security Coverage of New Clark City
- f. 2026 BCDA Budget Proposal
- g. 2024 Dividends Declaration to the National Government
- h. Remittance of Disposition Proceeds Received in 2024
- i. Issuance of the 2024 BCDA Financial Statements
- j. Revised Budget Allocation for 2025 -2026 General Appropriations Act (GAA)

- k. Additional Dividend due to the National Government for Dividend Year 2024
- l. Supplemental Budget for the Supply and Delivery of Two (2) Brand New Units of Fire Automotive Apparatus and One (1) Unit of Ambulance to be assigned at Camp John Hay
- m. PPMC Supplemental Budget for Security Services in PPFZ, including Seaport Area
- n. CIAC Request for Supplemental Budget - Tagpuan Park
- o. Supplemental Budget for the Rehabilitation of Various Facilities at Poro Point San Fernando City, La Union
- p. Authorized Representatives to Transact with the Bureau of Internal Revenue (BIR)
- q. 2026 Corporate Operating Budget
- r. 2026 JHMC Operating Budget and 2026 BCDA's Revised Budget
- s. CIAC 2025 Revised Budget
- t. PPMC Supplemental Budget

During the year, the Committee discharged the following functions:

For Sale, Lease or Joint Venture Agreement involving BCDA properties

- Reviewed the financial feasibility of the mode of disposition of the project, as endorsed by the Business Development Department (BDD);
- Reviewed the continuing financial status and compliance with the agreement, as reported by the Subsidiaries, Affiliates and Projects Monitoring Department (SAPMD); and
- Identified key issues, provided guidance and proposed solutions for approval of the Board.

Exercise oversight function in the fiscal management of BCDA resources

- Formulated policies and guidelines for the annual and supplemental budgets of the BCDA and its subsidiaries for approval of the Board;
- Provided guidelines for the investment of corporate funds and conducted periodic review to determine the profitability of investments and/or placements for approval of the Board;
- Reviewed receivables and recommended actions to the Board to increase collection efficiency; and
- Determined the necessity of incurring loans or other financing arrangement, and reviewed proposed terms for approval by the Board.

Exercise financial oversight on BCDA Subsidiaries and Affiliates

- Recommended appropriate business model for, and reviewed the financial targets of the Performance Agreement with the Subsidiary;
- Reviewed the proposed annual and supplemental budget of the Subsidiaries for approval by the Board;
- Reviewed the performance and determine the financial viability of BCDA's subsidiaries and affiliates, and recommended the need for reorganization, streamlining, abolition or privatization for approval by the Board; and
- Provided financial policies and guidelines for approval by the Board and monitored compliance based on report of Management.

Business Development Committee

The Business Development Committee shall be composed of at least three (3) members. Each member shall have experience in the fields of business, economics, finance management and/or marketing.

The Committee shall meet at least once every quarter. The Chairperson of the Committee may call a special meeting whenever necessary. The presence of two (2) members shall constitute a quorum.

The actual composition of the Business Development Committee as of 31 December 2025 are as follows:

Chairman	PCEO Joshua M. Bingcang
Members	Chairman Hilario B. Paredes Director Anthony Marvin G. Ponce de Leon Director Rolan C. Paulino Director Gerard R. Seno Director Roberto A. Flores Director Leon G. Montemayor Director Jose R. Taruc V

The Business Development Committee is led by PCEO Joshua M. Bingcang. Mr. Bingcang holds a Master's degree in Business Administration from the University of the Philippines. He took part in the Executive Training Program in Urban Policy and Governance of the Nanyang Technological University in Singapore and in the training on Public-Private Partnership from the Harvard Kennedy School, Massachusetts, USA.

The Committee convened eighteen (18) times in CY 2025. Some of the agenda items that were taken up during the said meeting were as follows:

1. Interim Lease of the CJH Golf Facilities
2. Price Ceiling for Residential and Industrial Lands in Porac, Pampanga Affected by the Subic-Clark Railway Project (SCRП) Alignment
3. Long-term Lease and Development of a 6.1-hectare Residential Estate with 4PH Units in New Clark City (NCC)
4. Approval of the Detailed Development Plan for the 47-Hectare Narra Technology Park
5. Concept Note for the District Cooling System Project in New Clark City
6. MOA between BCDA and MIAA for the Disposition of the 61- Hectare NAIA Terminal 3 Lot
7. Negotiation Terms and Contracts for the John Hay Leases
8. Renewal of the Contract of Lease for the Interim Operation and Lease of the John Hay Golf Course
9. Negotiation Terms for the Lease of Mile-Hi Center vis-à-vis Unsolicited Proposals
10. Negotiation Terms for the SCTEX Service Stations
11. Commercial Terms for the Institutional Leases in the Camp John Hay Government Center
12. MOA between PEZA and BCDA for Collaboration in New Clark City (NCC)
13. Sale of Government Building and Elemi Building Residences between the NCGC and the Philippine Coast Guard
14. Lease terms concerning the area being occupied by Ayala Land, Inc. in Camp John Hay, Baguio City
15. Technical Assistance Agreement (TAA) with PPP Center for the Poro Point Modernization Project
16. Unsolicited Proposal for the Long-term Lease and Development of Waste-to-Energy (WTE) Facility in New Clark City
17. Unsolicited Proposal for the Long-term Lease and Development of SCTEX Fiber Infrastructure

18. Authority to Bid for the Construction of PAF Housing Facility Phase 1A in NCC
19. Detailed Development Plan of the Bangko Sentral ng Pilipinas (BSP) Complex in New Clark City
20. MOA among BCDA, PPMC and DPWH for the Proposed Multi-Purpose Facilities in Poro Point Freeport Zone
21. Procurement of the Design and Build of the National Academy of Sports (NAS) - Phase 3 in New Clark City
22. Authority to Procure the Construction of the Pasig-Potrero River Temporary Diversion Channel
23. Conceptual Development Plan of the Science Park of the Philippines New Clark City
24. Long-Term Lease and Development of the Mile Hi Property
25. Procurement of the Contract for the Operations and Maintenance with the Service Provider for the New Clark City Sports Facility
26. MOA among BCDA, Taguig LGU and the Department of Education for the Establishment of a School and Community Facility in Pamayang Diego Silang, Taguig
27. Early Procurement of the Detailed Engineering Design (DED) of Clark International Airport Airside Expansion Project (Runway 3)
28. The Hann Reserve Updated Conceptual Plan
29. Lease of the Le Monet Hotel Additional Area
30. Selection of the Joint Venture for the New Clark City (NCC) ICT Passive Infrastructure Project
31. Policy and Guiding Principle in the Development of Camp John Hay, Baguio City
32. Comprehensive Master Development Plan of Camp John Hay
33. Proposal for the Lease of Poro Point Cable Landing Station by Infinivan Inc.

During the year, the Committee performed the following duties and responsibilities:

- Reviewed the strategies and policies that generally affect the investment climate, marketing and after-sales service programs of BCDA;
- Conducted periodic review and validation to determine the viability of the assets for disposition;
- Conducted regular validation and review of the Master Development Plans of BCDA properties to determine its suitability to current real estate trends and developments;
- Formulated sound, strategic business management framework to maximize benefits from the disposition and development of land and other assets; and
- Assessed investment proposals which will require study for formulation of policies for approval by the Board.

Board Committees	Number of Meetings Conducted in CY 2024
Audit and Corporate Governance Committee	4
Finance and Investments Committee	2
Joint Business Development, Finance & Investments, and Legal, Risk Management & External Relations Committees	15
Joint Organization Development, Business Development, Finance & Investments, and Legal, Risk Management & External Relations Committees	2
Joint Business Development, and Finance & Investment Committees	1
Total	24

Prepared by:


MIGNON L. GANDO
 BS V, Office of the Board Secretariat

Noted by:


ATTY. MARICEL C. SANTOS
 Corporate Secretary

02 February 2026