

# **AsianCare Health Systems, Inc.**

## **Minutes of the Meeting of the Board of Directors**

**Date:** April 28, 2025

**Place:** Principal Office

---

### **I. Call to Order**

The meeting was called to order at 9:00 a.m. by the Chairman of the Board, Arlene L. Aguilar. The Chairman welcomed the members of the Board and expressed appreciation for their attendance. She emphasized the importance of the meeting's agenda and encouraged active participation and constructive discussion throughout the session. The Chairman then proceeded to outline the key topics to be addressed during the meeting, setting the tone for a focused and productive gathering.

### **II. Roll Call**

The Corporate Secretary, Joseph Robert D. Wolfe, certified the presence of a quorum. The following directors were present:

- Arlene L. Aguilar – Chairman
- Paul Vincent M. Villaseñor - President
- Joseph Robert D. Wolfe – Corporate Secretary
- Henry Constantine D. Wolfe – Treasurer
- Ronualdo S. Aguilar – Director

Absent: None

### **III. Approval of the Agenda**

The agenda was circulated prior to the meeting and was unanimously approved.

### **IV. Reading and Approval of Previous Minutes**

The minutes of the previous board meeting held on April 16, 2024 were reviewed and approved.

### **V. Matters Arising from Previous Minutes**

There were no pending matters arising from previous minutes.

## **VI. New Business**

Since the shareholders and the Board of Directors are one and the same, the shareholders hereby ratify and approve all actions taken by the Board during this meeting, including the election of officers, approval of financial statements, and other resolutions passed.

### **1. Election of Officers**

- The Board proceeded with the election of officers. The following individuals were duly nominated and elected to serve as officers of the Corporation:

- Arlene L. Aguilar – Chairman
- Paul Vincent M. Villaseñor - President
- Joseph Robert D. Wolfe – Corporate Secretary
- Henry Constantine D. Wolfe – Treasurer
- Ronualdo S. Aguilar – Vice President

The results of the election were duly recorded and accepted by the Board and recorded accordingly.

### **2. Approval of Financial Statements**

- The Finance Committee presented the audited financial statements. The Board approved the same.

### **3. Appointment of External Auditor**

- The Board resolved to appoint Paguio, Dumayas & Associates, CPAs (PDAC) as external auditor.

### **4. Operational Matters and Corporate Governance Updates**

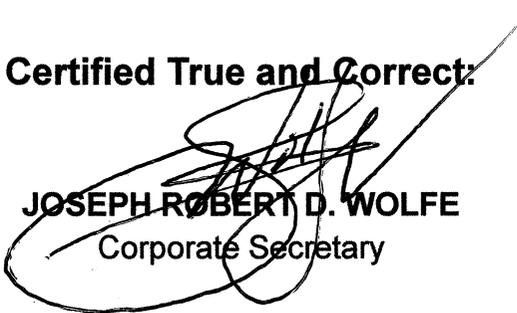
- The Compliance Officer presented a comprehensive report on the latest regulatory developments and compliance requirements issued by the Securities and Exchange Commission (SEC) and Insurance Commission (IC). The presentation included recent amendments, new guidelines, and enforcement policies relevant to the company's operations.
- The Board engaged in a detailed discussion regarding the implications of these regulatory changes on the company's governance framework and operational practices.
- After careful consideration, the Board directed management to undertake the necessary adjustments and enhancements to ensure full compliance with the updated SEC and IC regulations. This includes revising internal policies, updating compliance protocols, and conducting staff training as appropriate.
- The President discussed challenges on claims processing and turnaround times. Board's directive to management to address these challenges promptly to sustain or improve service quality.
- The Board discussed strategies to enhance member retention including personalized health education and customer service responsiveness.

- The Board discussed strategies to enhance member retention including personalized health education and customer service responsiveness.
- The management presented IT system upgrades and data security measures such as system helpers for membership system modules for a more efficient handling of members records.
- The Board engaged in a discussion on the effectiveness of the current complaint resolution process, emphasizing the importance of timely acknowledgment, thorough investigation, and prompt resolution of member concerns. Management reported recent initiatives aimed at enhancing customer service quality, such as specialized training programs for frontline staff.
- Management presented a detailed report on cost management strategies aimed at optimizing operational expenses without compromising service quality. This included a review of current expenditure patterns, identification of cost-saving opportunities, and evaluation of vendor contracts for potential renegotiation.
- Challenges such as rising healthcare costs and inflationary pressures were acknowledged, prompting the Board to consider contingency plans and flexible budgeting approaches.
- Management presented status of ongoing health programs and wellness initiatives.

## VII. Adjournment

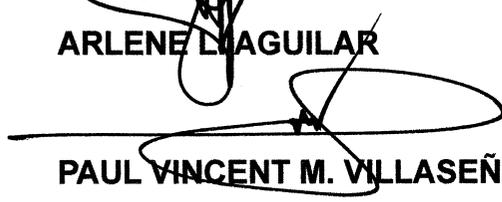
There being no other matters to discuss, the meeting was adjourned at 2:30 p.m.

**Certified True and Correct:**

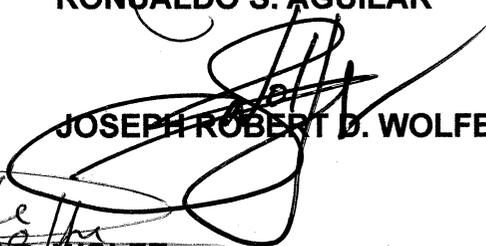
  
**JOSEPH ROBERT D. WOLFE**  
 Corporate Secretary

**Attested By:**

  
**ARLENE LUAGUILAR**

  
**PAUL VINCENT M. VILLASEÑOR**

  
**RONUALDO S. AGUILAR**

  
**JOSEPH ROBERT D. WOLFE**

  
**HENRY CONSTANTINE D. WOLFE**