



Filinvest Eastville Homeowners Association, Inc. (FEHA)

Filinvest East, Marcos Highway, Cainta/Antipolo City
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April 6, 2022

To: Mr. Louie A. Odiamar, J.D.
OIC - Division Chief
HACDD Office Region IV-A

Thru: Ms. Nini G. Sanchez
Presiding Officer
Conciliation Conference

Re: **Response to the January 26, 2022 Letter of Mr. Adriatico**

Dear Ms. Sanchez:

This is a response to the January 26, 2022 letter of Mr. Adriatico as agreed to during the March 24, 2022 DHSUD Conciliation Conference. Most of the matters herein are a mere rehash of his concerns already addressed in our letters to Mr. Adriatico sent on December 10, 2021¹ and on January 13, 2022².

SUMMARY OF THE ALLEGATIONS OF COMPLAINANT

In the said letter(s), Mr. Adriatico, in so many harsh and insulting words, alleged as follows:

- 1. That the current FEHAI Board of Directors grossly violated Rule IV, Section 23 of DHSUD D.O. 2021-007 when it conducted a referendum and approved the amendment of the By-Laws of the Association with a mere 32.5% votes instead of the required simple majority;*
- 2. That during the said referendum, the two (2) ELECOMM members did not seal the canvass results, did not submit the results to the Board Secretary for safe-keeping, and allowed the Village Manager, instead of an ELECOMM member, to announce the results;*

¹ Annex A – Copy of our December 10, 2021 response to Mr. Adriatico

² Annex B – Copy of our January 13, 2022 response to Mr. Adriatico

3. That his spouse, Mrs. Josephine Adriatico, a member of the ELECOMM, was not included in the canvassing of votes for the referendum.

4. That the hold-over period for the sitting Board of Directors is long overdue and that all its members should resign out of delicadeza.

In sum, Mr. Adriatico demanded that the result of the referendum be declared null and void and for the Board of Directors to all resign.

ARGUMENTS AND DISCUSSIONS

There was NO violation of Rule IV, Section 23 of DHSUD D.O. 2021-007.

Anent the first allegation, there was no violation of Rule IV, Section 23 of the DHSUD D.O. 2021-007. The said Rule allows the “*amendment of the by-laws AS A RESULT OF A REFERENDUM after the proposed amendments are discussed in a regular or special meeting of the association members.*”

The referendum on December 18, 2021 was properly announced in writing through notices sent on December 1, 2021³ and posting of tarpaulin announcement⁴ in three conspicuous spaces within the subdivision, to ALL homeowners regardless of standing. ALL were allowed to cast their votes, resulting in a voters turn-out of 122 over a total of 365 homeowners⁵.

Moreover, prior to the referendum, consultations with the homeowners were held at least three times on the following dates: September 19, 2020, November 21, 2020 (during the Town Hall Meeting)⁶, February 15, 2020 (during the General Assembly)⁷, and December 4, 2021 (during the online meeting)⁸.

³ December 1 – Notice of Referendum

⁴ Tarpaulin Announcement – Notice of Referendum

⁵ Result of the Referendum

⁶ Consultation – Town Hall Meeting

⁷ Consultation – General Assembly

⁸ Consultation – Online/email

The DHSUD Department Circular No. 2020-03 (Nov. 20, 2020) provides that:

Section 12. Quorum. The presence of a quorum shall be established by roll call at the beginning of the meeting through remote communication. Members are deemed present when they respond to the attendance roll call cross-referencing the membership roster. Unless Articles of Incorporation or the bylaws provides otherwise, the presence of majority of the members in good standing, in person or by proxy, shall constitute a quorum for all meetings. The decision of at least a majority of the members in good standing present at such meeting at which there is a quorum shall be valid as a corporate act.

In the case of the general meeting held on December 18, 2021, 116 homeowners signified their conformity and actually attended the meeting held virtually on December 18, 2021. In line with DHSUD DC No. 2020-03, the meeting had to be conducted virtually to comply with existing government regulations at the time prohibiting face to face meetings as the province of Rizal was placed under Alert level 2. There was also an increasing number of COVID 19 cases in our community at that time, and hence, in the interest of safety, all homeowners were encouraged to attend the meeting virtually. Notices of the meeting were posted on three conspicuous places inside Eastville and sent to all homeowners at least three weeks prior to the meeting.

The FEHAI has 375 members reported to DHSUD, after double checking the list of registered homeowners, it reflects only a total of 365 members. The error was due to multiple lots owned by the same member. Since 272 actually registered for virtual meeting, there was more than a majority that was actually registered and submitted an intent to vote, which constituted a quorum. For this purpose, a quorum is only 188 to proceed with the business. Out of the 122 who virtually attended the meeting and casted their votes onsite where there was a clear quorum, 116 or majority of those present voted to ratify the following acts of the Board:

In fact, the By-Laws of FEHAI provides for a lesser number to constitute a requirement. Under section 5 of the FEHAI By-laws, it is provided:

Section 5. Quorum. 30% of all members in good standing present in person shall constitute a quorum at any meetings of the members for the transaction of business, and 50% of the quorum shall be sufficient to approve any of all matters brought before the meeting. xxx

Hence, applying the By-laws, only 113 votes are needed to constitute a quorum and only 61 votes are required for ratification.

Clearly, FEHAI Board complied with existing regulations. The DHSUD DC No. 2020-03 is a valid basis for the holding of the subject meeting considering the extra ordinary circumstances prevailing at that time of the meeting, where Rizal was under Alert Level 2 - stricter modified enhanced community quarantine (MECQ) and the community has 35 number of COVID 19 positive cases as of



October 22, 2021 and reached up to 91 reported positive cases in February 3, 2022⁹. The DHSUD DC No. 2020-03 takes precedence over DHSUD DC No. 2021-007 as the latter applies under ordinary or business-as-usual circumstances.

Mr. Adriatico, despite due notice, failed to attend all these meetings.

An ELECOMM is not required in the conduct of a referendum thus, results of the voting need not be sealed and kept by the Board Secretary. The Village Manager was properly authorized to verbally announce the results of the referendum.

Rule IV, Section 23 of DHSUD D.O. 2021-007 DOES NOT require that the votes be sealed, kept by the Board Secretary, and announced by an ELECOMM member, as erroneously claimed by Mr. Adriatico.

With all due respect, an election committee (ELECOMM) is NOT REQUIRED in the existing FEHAI by-laws nor in the above-cited DHSUD Order. An ELECOMM is required only when there is a board election or when at least 30% of the members in good standing seeks to amend the by-laws of the association, otherwise known as an *amendment by initiative*.¹⁰

Nonetheless, the Board was diligent enough to request the presence of Mr. Alex Maximo and Mr. Valentin Garcia to assist us in ensuring there is quorum and in counting the votes. The Village Manager, as authorized by the Board, was tasked to verbally announce the result.

There is nothing irregular here because as mentioned above, no ELECOMM is required in the conduct of the referendum and the matters being questioned by Mr. Adriatico does not apply in this type of democratic exercise.

Mrs. Adriatico is not a member of the ELECOMM for the purpose of the questioned referendum. Her presence is not required nor sanctioned.

As discussed above, no ELECOMM is required in the conduct of a referendum. Even if it were, Mrs. Josephine Adriatico was a FORMER member of the ELECOMM. She was appointed on January 23, 2021¹¹ and only for that specific election of the Board which was held on February 27, 2021. Her mandate does not extend to other activities of the Board.

⁹ Summary Report of COVID-19 cases in Eastville

¹⁰ Rule IV Section 24. Amendment by Initiative. The amendment of the Articles of Incorporation and/or the Bylaws may also be initiated by the members in good standing of the association, without the approval of the Board of Directors as follows: a. The petition to amend shall be signed by at least thirty percent (30%) of the members in good standing and submitted to the Election Committee. If no Election Committee exists, the petition shall be submitted to the Regional Office, and the latter shall create an Election Committee for this purpose xxx

¹¹ Appointment letter of Mrs. Josephine Adriatico



Per the advise of DHSUD, the hold-over period may be extended in case there is continued failure of election despite due notice to the homeowners.

Section 94 of Republic Act No. 9904¹² allows the hold-over capacity of the Board of Directors in case there is failure of elections subject to two requirements: 1) compliance with reportorial requirement with DHSUD and 2) there cannot be a hold-over term exceeding two years. Both requirements were sufficiently complied with. Reportorial requirements are on-file with the DHSUD. In the last four (4) years, we have attempted to elect a new set of Board of Directors on the following dates: November 9, 2019¹³, November 21, 2020¹⁴, February 27, 2021¹⁵ and March 19, 2022¹⁶. Per advice of the DHSUD, in one of its conferences which we attended, the hold-over period becomes a fresh period in case there is failure of elections again.

In all these attempts, the Board is not able to gather the sufficient number of nominees. Even the current Board of Directors refuse to be nominated as they all wish to be replaced, having served for too long. We cannot, however, allow that the affairs of the association be left in the hands of those not properly elected.

Mr. Adriatico also claimed that there was no reason for the Board to postpone the November 20, 2021 election using COVID as a lame excuse. He said that there were NO reported COVID cases in the subdivision. Contrary to his claim, there were 91 reported cases in Eastville as of February 3, 2022, all of which are evidenced by the daily updates through viber and email, and are also backed by test results submitted by the infected homeowners themselves. Following the rules, a notice of postponement for the November 20, 2021 election was sent to DHSUD Region IV-A¹⁷. A request letter to conduct a referendum on December 18, 2021¹⁸ was also sent to the LGU as a courtesy notification in compliance with the Inter-Agency Task Force and DHSUD Department Order 2020-003 guidelines.

Considering the foregoing, we find that the allegations of Mr. Adriatico are baseless and are mere imputations meant to discredit the honor and good reputation of the Board of Directors. We have consistently followed the rules to the letter and have conducted every business of the Association with diligence, honesty, integrity and utmost dedication.

¹² Rule XIII Section 94. Hold-Over. – Where there is a justified failure to elect a new set of trustees or directors and/or officers and the causes for such failure persist after a second election is called, the incumbent directors or trustees and/or officers shall be allowed to continue in a hold-over capacity until their successors are elected and qualified for the next term.

¹³ Nov. 8, 2019 Notice of Election

¹⁴ Nov. 21, 2020 Notice of Election

¹⁵ Feb. 27, 2021 Notice of Election

¹⁶ Mar. 19, 2022 Notice of Election

¹⁷ Notice of Postponement

¹⁸ Request to Conduct Referendum

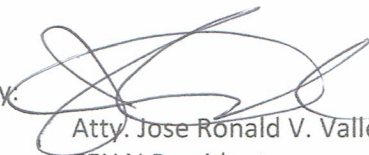


We admonish the actions of Mr. Adriatico in constantly making baseless claims in his letters (and in this present Complaint) claiming that he is representing the “silent majority”. He does not. We fervently hope that he will abide by the rules set forth in our by-laws and by the DHSUD and conduct himself in a manner that is expected of him as a professional, a gentleman, and therefore, a good neighbor.

We hope that this will put this matter to rest.

Very truly yours,

FEHAI BOARD OF DIRECTORS

By. 
Atty. Jose Ronald V. Valles
FEHAI President

Cc: Atty. Ma. Lorina J. Rigor
OIC – Director
Homeowners Association and
Community Development Bureau

Atty. Jann Roby R. Otero
Regional Officer
DHSUD-HOA Office Region IV-A

Mr. Jufel C. Adriatico
Homeowner
78 Moscow Avenue, Filinvest Eastville, Cainta, Rizal