

**INSTRUCTIONS FOR AN ACCEPTABLE SECRETARY CERTIFICATE UNDER
THE ENROLMENT PROGRAM OF THE OSS CENTER**

1. **ESSENTIAL FACTS/INFORMATION:**
 - a. On the Corporate Secretary:
 - i. Citizenship
 - ii. full name
 - iii. exact residence
 - iv. community tax certificate
 - b. On the Corporation
 - i. Name of the corporation
 - ii. exact address of the head office
 - c. On dates
 - i. Date of the Board meeting
 - ii. Date of the affixation of signature by the Corporate Secretary and the President of the Corporation, if any
 - iii. Date of enforceability of the board resolution, if any (i.e. valid for one year or valid until revoked)
 - d. On Places:
 - i. Specify the exact place where the Board Meeting was held
 - ii. Specify the place of affixation of signature by the Corporate Secretary and the President of the Corporation, if any
2. **SIGNATORY:**
 - a. If the signatory designated is a person other than the Corporate Secretary, his/her specimen signature and position or designation in the company must be indicated therein.
 - b. In the event that the signatory designated by the Board of Directors is the Corporate Secretary itself, the said Secretary Certificate must be duly attested by the President of the Corporation (The Center shall require the Corporation to submit the Board Resolution itself for proper verification and authentication).
3. **DESIGNATED REPRESENTATIVES:**
 - a. The designated representative of the Corporation may authorize another person and/or company (i.e. consultant and brokers) to do liaison works, receive related communications and letters from the Center, follow up status of pending applications and pick-up from the Center the signed tax credit certificates and tax debit memos among others.
 - b. In relation to the above foregoing provision, the extent of the authority of the designated representative must be clearly specified.
 - c. In case the designated representative is another person and/or company (i.e. consultant and brokers), a Special Power of Attorney must be duly submitted.
4. **ERASURES:**
 - a. As a rule, any erasures in the Secretary Certificate shall be deemed unacceptable
5. **BLANKS**
 - a. Any information not provided or left blank shall be deemed unacceptable.
6. **NOTARIZATION:**
 - a. The Secretary Certificate must be duly notarized by a competent notary public of the same city where the corporation is located or where the Corporate Secretary resides.
 - b. The Notary Public must specify therein his/her Integrated Bar of the Philippines Number, Supreme Court Roll Number and the date of expiry of his/her commission.

The Secretary Certificate is being required to ensure that the Center is dealing with the authorized representatives of the companies. The Secretary Certificate should leave no ambiguities as to the designated representatives and the extent of their authority.

REPUBLIC OF THE PHILIPPINES)
CITY OF _____)S.S.

SECRETARY'S CERTIFICATE

I, name of corporate secretary, of legal age, single/married, Filipino and with postal address at name of company address, after having been duly sworn in accordance with the laws of the Republic of the Philippines, hereby depose and state that:

1. I am the Corporate Secretary of the name of company, a corporation duly organized and existing under and by virtue of the laws of the Republic of the Philippines, with principal office at address of the company and plant address at _____;
2. I, name of corporate secretary, as Corporate Secretary of the name of company hereby certify that the following is a correct and true copy of the resolution unanimously approved at the regular/special meeting of the Board of Directors of the said corporation held at _____ on _____ and reads as follows;

"BE IT RESOLVED, AS IT IS HEREBY RESOLVED, that the following company officers:

Name of Officer	Designation	Specimen Signature	Initial
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

are authorized by the Board of Directors to act in the name and on behalf of the Corporation with the following powers:

1. To represent the Corporation before the One-Stop Shop Inter-Agency Tax Credit and Duty Drawback Center of the Department of Finance (DOF-Center) in relation to the following applications, transactions and communications:
 - a. Applications for issuance, utilization, transfer, and revalidation of Tax Credit Certificate (TCC)
 - b. Communications to the DOF-Center pertaining, but not limited, to queries, complaints, motions for reconsideration, appeal, cancellation, endorsement, and authorizations.

2. To make, sign, and certify all documents, whether written or in electronic form, in connection with the above-mentioned transactions.
3. Generally, to act as agent for the Corporation and to execute and perform on behalf of the Corporation all lawful and reasonable acts as fully and effectually to all intents and purposes as the Corporation might or could do in relation to the foregoing applications, transactions and communications.

"RESOLVED FURTHER, that the following company personnel:

Name of Officer	Designation	Specimen Signature	Initial
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

are authorized to do liaison works, receive related communications and letters from the DOF-Center, follow up on the status of pending applications, and pick up from the DOF-Center the signed tax credit certificates and tax debit memos with proper authorization in relation to our transactions with the DOF-Center.

"RESOLVED FURTHER, that the DOF-Center in relation to our transactions with the DOF-Center will officially communicate to the following company officers at the designated address and the defined contact information:

Name of Officer	Designation	Designated Address
_____	_____	_____
_____	_____	Fax No. _____
_____	_____	Tel. No. _____

"RESOLVED FURTHER, that the present authorization shall be valid and in effect until otherwise revoked or amended by another resolution of this Board.

"RESOLVED FURTHERMORE, that the corporation, by another resolution shall advise the DOF-Center of any change in the aforementioned authorization within one (1) week from the date of said change and wherein the DOF-Center shall recognize only such authorization and/or changes upon its receipt in the required format from our office"

IN WITNESS WHEREOF, I have hereunto set my hand this day _____ 2007, at _____, Philippines.

NAME AND SIGNATURE
CORPORATE SECRETARY

SUBSCRIBED AND SWORN to before me this _____ day of _____, 2007 at _____, affiant exhibiting to me his/her Community Tax Certificate No. _____ issued on _____ at _____.

IN WITNESS WHEREOF, I have hereto set my hand and affixed my notarial seal the date, year and at the place above written.

NOTARY PUBLIC

Doc. No. _____;
Page No. _____;
Book No. _____;
Series of 2007



Republic of the Philippines
DEPARTMENT OF FINANCE

Roxas Boulevard Corner Pablo Ocampo, Sr. Street
Manila 1004

ONE-STOP SHOP INTER-AGENCY TAX CREDIT AND DUTY DRAWBACK CENTER

OFFICE ORDER 034-2007
10 August 2007

In line with the OSS Center's continuing efforts to ensure better delivery of service to its clientele, stakeholders, and the general public by enhancing its systems and procedures through a series of infrastructure projects, one of which is the creation of a web directory;

And

Recognizing the need to improve and strengthen the information dissemination of the OSS Center through the timely release of official communications in accordance with the approved modes of communication per Office Order No. 10-99 dated 26 July 1999;

An Enrollment Program of companies transacting with the OSS Center (hereafter called "Enrollment") is hereby implemented.

Section 1. Objectives. In general, the Enrollment aims to establish a faster, more reliable and secure communication exchange, as well as a more efficient flow of transactions, between the OSS Center and claimants/holders of tax credit certificates (TCCs).

Specifically, the Enrollment aims to launch and institutionalize the following:

- a. To use electronic modes of communication and transaction between the OSS Center and TCC claimants/holders; and,
- b. To create a web directory of OSS Center stakeholders to promote linkages and faster cooperation among the private sector.

Section 2. Coverage. The Enrollment covers all claimants and holders, whether original grantees or transferees, of TCCs issued by the OSS Center.

Section 3. *Period of Enrollment.* The Enrollment begins September 1, 2007 and will proceed on a continuing basis. However, in case a TCC holder has not yet enrolled, the utilization and transfer of said holder's TCC shall be held in abeyance pending completion of enrollment.

Section 4. *General Procedures.* The Enrollment consists of the following steps:

1. Submission by TCC claimant's/holders of the following: (a) a duly accomplished enrolment form; and, (b) a duly notarized secretary's certificate regarding the TCC claimant's or holder's authorized representative(s).
2. Verification by the OSS Center of information contained in the enrollment form and secretary's certificate.
3. Notification of TCC claimants and holders as to the completion of their enrollment.

Section 5. *Modes of Enrollment.* The duly accomplished enrollment form may be submitted through either of the following modes:

1. By facsimile transmission to the OSS Center's official fax line, namely, 526-0076; or,
2. By accomplishing and submitting the online enrollment form which may be accessed at <http://taxcredit.dof.gov.ph/>.

The enrollment form, attached hereto as ANNEX "A," may be obtained directly at the OSS Center. It may be submitted ahead of the secretary's certificate.

The secretary's certificate may be submitted to the OSS Center by personal delivery or courier.

Section 6. *Secretary's Certificate.* The secretary's certificate must certify as to the Board resolution or specific provisions of the company's by-laws regarding the duly authorized representative, who must be a company official of the TCC claimant/holder, in respect to the transactions of the TCC claimant/holder with the OSS Center. Specifically, the representative must be authorized to file applications; make, sign and certify documents/communications; and, receive

communications/ documents (*i.e.*, whether in electronic form or in writing) from the OSS Center; and,

A sample format for the secretary's certificate is attached hereto as ANNEX "B".

Section 7. *Verification and Completion of Enrollment.* The name(s) indicated in the enrollment form as the TCC claimant/holder's authorized representative(s) should match the name(s) of the authorized representative(s) indicated in the secretary's certificate.

Accordingly, the enrollment will be considered completed once it is verified that the name(s) of the authorized representatives indicated in the enrollment form and secretary's certificate match.

For purposes of verification, the copies of secretary's certificates which are on file with the Center shall be considered valid and in effect. Nevertheless, in order to ensure the accuracy and reliability of such secretary's certificates, the concerned TCC claimant/holder must submit a confirmation in writing that the same are still valid and in effect. Otherwise, a new or updated secretary's certificate must be submitted.

Section 8. *Enrollment Team.* A special team will be designated to implement the Enrollment Program by performing the following functions:

- a. Information dissemination regarding the enrollment program
- b. Acceptance of enrolment forms and secretary's certificates
- c. Verification of information contained in the enrollment forms and secretary's certificates
- d. Communication of the OSS Center's action on the enrollment process to the concerned TCC claimants/holders
- e. Updating of the OSS Center's database
- f. Other functions which are incidental to and necessary for the performance of the foregoing functions

The composition of the team and specific details that may be necessary to carry out the above functions shall be embodied in a separate Order.

Section 9. *Confirmation and Updating of Information.* The OSS Center shall confirm and update annually, or as often as necessary, all information submitted through the Enrollment to ensure accuracy of such data. The specific procedures for this confirmation and updating of information shall be covered by a separate Order.

Section 10. *Repealing Clause.* All existing rules, guidelines and orders, or parts thereof, which are inconsistent with this Order are repealed or modified accordingly.

Section 11. *Entry into Force.* This Order shall take effect immediately.

All concerned shall be guided accordingly.



ERNESTO Q. HANSEN
Executive Director