

Section 11. *Ex-Officio Alternates* – An *Ex-Officio* Member may designate his/her alternate in accordance to Item 3.1 of GCG Memorandum Circular No. 2016-01 and whose acts shall be considered the acts of his/her principal.¹²

Section 12. *Multiple Board Seats* - No appointed Commissioner of the SSC may hold more than two (2) other Board seats in other GOCCs, Subsidiaries and/or Affiliates.¹³

Section 13. *Fit and Proper* - All members of the SSC, the President and CEO and other officers of SSS, including Appointive Directors in Subsidiaries and Affiliates shall be qualified by the Fit and Proper Rule adopted by the GCG and approved by the President¹⁴ of the Philippines and shall include by reference the qualifications expressly provided in the SS Act.¹⁵

In determining whether an individual is fit and proper to hold the position of a Commissioner, President and CEO, Appointive Director or officer of SSS, due regard shall be given to one's integrity, competence, experience, education, and training.

Section 14. *Term of Office* - The term of office of the regular Appointive Members of the Commission shall be three (3) years, which can be extended for another term of three (3) years: *Provided*, That the terms of the first six (6) appointive member shall be one (1), two (2), and three (3) years for every two members, respectively, notwithstanding Section 17 of the GCG Law; *Provided, further*, That they shall continue to hold office until the successor is appointed and qualified.¹⁶ All vacancies prior to the expiration of the term shall be filled for the unexpired term only.

Section 15. *Commission Officers* - The Commission Officers of the SSS are the Chairperson (who is the highest ranking of the Commission Officers), the Vice-Chairperson who shall concurrently be held by the President and CEO, the Commission Secretary and the Compliance Officer, who must all be Filipino citizens.¹⁷

15.1 CHAIRPERSON OF THE SSC - The Chairperson is considered, for legal purposes, the Head of Agency of the SSS.

The Chairperson shall provide leadership and shall ensure effective functioning of the Commission, including maintaining a relationship of trust with members of the board. He shall ensure a sound decision-making process and encourage and promote critical discussions and ensure that dissenting views can be expressed and discussed within the decision-making process.¹⁸

The Chairperson's responsibilities may include:

1. Calling meetings to enable the SSC to perform its duties and responsibilities;
2. Approving meeting agenda in consultation with the President and CEO and the Commission Secretary;
3. Exercising control over quality, quantity and timeliness of the flow of information between SSS Management and the SSC; and
4. Assisting in ensuring compliance with the SSC's guidelines on corporate governance.

¹² Section 3 (a), R.A. No. 11199; Section 14, R.A. No. 10149; Section 10, GCG-MC No. 2012-07.

¹³ Section 11, GCG-MC No. 2012-07.

¹⁴ Section 16, R.A. No. 10149; Section 14, GCG-MC No. 2012-05.

¹⁵ Section 16, R.A. No. 10149; Section 13, GCG-MC No. 2012-07.

¹⁶ Section 17, R.A. No. 10149; Section 14, GCG-MC No. 2012-07.

¹⁷ Section 15, GCG-MC No. 2012-07.

¹⁸ Adopted from BSP Circular No. 749, series of 2012 (Subsection X141.3e.).

The responsibilities set out above may pertain only to the Chairperson's role in respect to the Commission proceedings, and shall not be taken as a comprehensive list of all the duties and responsibilities of the Chairperson.¹⁹

15.2. VICE-CHAIRPERSON - In the absence of the Chairperson, the Vice-Chairperson shall preside over meetings of the SSC.²⁰

15.3. COMMISSION SECRETARY²¹ - The Commission Secretary must possess organizational and interpersonal skills, and the legal skills of a Chief Legal Officer. The Commission Secretary shall have the following functions:

1. Assist the Commission in the performance of its policy-making, quasi-judicial and administrative functions;
2. Serve as an adviser to the members of the Commission on their responsibilities and obligations;
3. Keep the minutes of meetings of the Commission and all other committees in books kept for that purpose, and furnish copies thereof to the Chairperson, the President and CEO and other members of the Commission, as appropriate;
4. Keep in safe custody the seal of the SSC and affix it to any instrument requiring the same;
5. Attend to the giving and serving of notices of Commission and committee meetings;
6. Be fully informed and be part of the scheduling process of other activities of the SSC;
7. Receive instructions from the Chairperson in preparing an annual schedule, calling of the Commission meetings, preparing the regular agenda for meetings, and notifying the SSC of such agenda at every meeting;
8. Oversee the adequate flow of information to the SSC prior to meetings; and
9. Ensure fulfillment of disclosure requirements to regulatory bodies.

The Commission Secretary shall have such other responsibilities as the SSC may impose upon him/her. The SSC shall have separate and independent access to the Commission Secretary.

The Commission Secretary shall likewise serve as the Commission Clerk with the following powers and duties:

1. to receive all papers authorized or required to be filed with the SSC in connection with any question or controversy raised before it and to stamp the date and hour of the filing thereof;
2. to issue summons and notices to the parties in cases pending with the SSC;
3. to keep such book or books as may be necessary for recording all the proceedings before the SSC and its awards or decisions;
4. to compile for the purpose of publication in a series of volumes to be designated "Reports of the Social Security Commission of the Philippines", such orders, resolutions and decisions of the SSC certified to by the Clerk as being, in the judgment of the SSC, of general public interest;
5. to administer oaths in all matters pending before the SSC; and

¹⁹ Section 15, GCG-MC No. 2012-07.

²⁰ Section 15.2, GCG-MC No. 2012-07.

²¹ Section 15.3, GCG-MC No. 2012-17; Section 1, Rule IX, 2016 Rules of Procedure of the Social Security Commission.