PHILIPPINE PRESS INSTITUTE, INC.

IMPEMENTING RULES AND REGULATIONS OF THE AMENDED BY-LAWS (Fifth Amendment – June 2011) And

OPERATIONAL GUIDELINES for MEMBERS

(Approved 23 June 2011 in the Annual Assembly at Traders Hotel Manila)

Section 1 Short Title

Rule I Declaration of the Vision, Mission and Objectives of the Philippine Press Institute (PPI)

Section 2 Vision and Mission of the Philippine Press Institute

Section 3 Objectives of the Philippine Press Institute

Section 4 Construction

Rule II Membership

Section 5 Types of Members

Section 6 Terms of Membership

Section 7 Roles and responsibilities

Section 8 Member Benefits

Section 9 Cancellation/Termination of Membership

Section 10 Reinstatement

Section 11 Membership Fees / Annual Dues

Section 12 Restrictions

Section 13 Withdrawal of Membership

Section 14 Suspension, expulsion and termination of membership

Rule III The Board of Trustees

Section 15 The Board of Trustees

Section 16 General Mandate

Section 17 Terms of Office

Section 18 Responsibilities

Section 19 Removal from Office

Rule IV Regional Trustees

Section 20 Composition0

Section 21 Duties and Responsibilities

Section 22 Grounds for Removal of the Regional Trustee

Rule V Organization of the Philippine Press Institute

Section 23 Composition

Rule VI Organizational Units of the PPI

Section 24 Organizational Units

Section 24.1 Board of Trustees

Section 24.2 Regional Trustees

Section 24.3 Executive Director

Rule VII The PPI Chairperson

Section 25 The PPI Chairperson

Section 26 Term of Office

Section 27 Functions and powers

Section 28 Duties and Responsibilities

Section 29 Removal from Office

Rule VIII The PPI Vice Chairperson

Section 30 The PPI Vice Chairperson

Section 31 Term of Office

Section 32 Functions and Powers

Section 33 Removal from Office

Rule IX The PPI Treasurer

Section 34 The PPI Treasurer

Section 35 Term of Office

Section 36 Duties and Responsibilities

Section 37 Removal From Office

Rule X The PPI Secretary

Section 38 The PPI Secretary

Section 39 Term of Office

Section 40 Duties and Responsibilities

Section 41 Removal from Office

Rule XI The Executive Director

Section 42 Definition

Section 43 Duties and Responsibilities

Section 44 Qualifications

Section 45 Term of Office

Section 46 Compensation

Section 47 Removal from Office

Rule XII Fund Generation and Management

Section 48 Nature of non-profit corporation

Section 49 Sources of Funds

Section 50 Fund Allocation

Rule XIII Plans and Programs

Section 51 Internal Programs

Section 52 External Programs

Rule XIV Conflict of Interest

Section 53 Conflict of Interest

Rule XV Miscellaneous Provisions

Section 54 Amendments

Rule XVI Repealing Clause

Section 55 Repealing Clause

Rule XVII Separability Clause

Section 56 Separability Clause

Rule XVIII Effectivity Clause

Section 57 Effectivity Clause

PHILIPPINE PRESS INSTITUTE IMPLEMENTING RULES AND REGULATIONS AND OPERATIONAL GUIDELINES for MEMBERS

The Philippine Press Institute hereby promulgates the Implementing Rules and Regulations to implement its amended By-Laws (Fifth Amendment – 23 June 2011) as stated in its Articles of Incorporation, duly registered with the Securities and Exchange Commission (SEC Reg. No. 141232)

SECTION 1 Short Title – These rules shall be knowns as the "Implementing Rules and Regulations of the Philippine Press Institute, Inc. (PPI)."

Rule I Declaration of the Vision, Mission and Objectives Of the Philippine Press Institute (PPI)

SECTION 2 Vision and Mission of the Philippine Press Institute – The Philippine Press Institute's (PPI) vision and mission are:

- 2.1 Vision to be the premiere print media organization in the Philippines that is relevant, sustainable and responsive to the evolving media environment.
- 2.2 Mission to drive the ethical and professional practice of journalism, work for the development of the print media, and promote responsible press freedom.

SECTION 3 Objectives of the Philippine Press Institute – The objectives of the PPI are:

- 3.1 To improve and further professionalize practicing journalists of its member publications by providing long term and/or short term courses, seminars, workshops, consultation visits, discussions, conferences and similar activities;
- 3.2 To conduct studies on the state of the press, its relationship with the government, society and other stakeholders, its professional and ethical performance, its possibilities of development, market and readership analyses, and related activities concerning the print, electronic and new media;
- 3.3 To maintain regular networks and linkages with local and international press organizations and learning institutions for information sharing and continuous learning for the development of the media industry;
- 3.4 To act as a repository and digital archive of its members' publications and a resource center for journalism and mass media students, researchers, professionals, and historians; and
- 3.5 To help in the development of future journalists.

SECTION 4 Construction – These rules and regulations shall be construed and applied in accordance with and in furtherance of the policies and objectives of the by-laws. In case of conflict or ambiguity =, the same shall be construed liberally and in favor of the member-publications.

Rule II Membership

SECTION 5 Types of Members – Per Section 1, Article II of the PPI By-Laws, members of the Institute are classified into three (3) categories:

- 5.1 Regular member composed of the incorporators and the incorporating board of trustees; newspapers and magazines of general circulation, circulated and sold on a national or regional scale (i.e. community newspapers) and published regularly, provided that they are not catering to specific sectoral interests or government service.
- 5.2 Associate member composed of publications (print, online, digital) that cater to specific sectoral interests or government service, circulated in a national or regional scale, and are not otherwise classified as Regular member. News organizations and other services pertaining to journalism and print communication are also classified as Associate Member.
- 5.2.1 An associate member can become a regular member upon completion of the set requirements by the Board of Trustees. Likewise, a regular member may opt to change its membership status to associate.

In the case of change of membership from associate to regular, the basic requirements are a minimum term of one (1) year as associate member (not including probationary period served), a letter of intent stating the reasons for change of status, approval of coregional members and final approval of the Board.

In the case of change of membership from regular to associate, the basic requirements are a minimum term of one (1) year as regular member (not including probationary period served) a letter of intent stating the reasons for change of status, and final approval of the Board.

- 5.3 Honorary member other persons chosen by the Board of Trustees by virtue of their outstanding contributions and for their sustaining interests to the cause of the Institute.
- 5.4 New member-publication applicants shall serve a probationary period of one (1) year from the date of their approved application, after which the Board of Trustees will review the membership status and vote to confer regular member status to the applicant-publication. Until conferment of regular member status, they shall be called probationary members and may not use the PPI name, seal, logo, or likeness in their

publications, whether print or digital, on identification cards, and on any other official correspondence.

SECTION 6 Terms of Membership – Regular and associate member-publications shall be considered current and active upon fulfillment of their yearly financial and documentary requirements as mandated by the Institute. Should a member-publication fail to fulfill financial and documentary obligations to the PPI, the Board may decide to suspend or deactivate membership until such arrears are settled.

SECTION 7 Roles and responsibilities – The roles and responsibilities of the representatives of member-publications are the following:

- 7.1 Faithfully attend and participate in all PPI-approved meetings, conferences, workshops, discussions, seminars and related activities, preferably by the owner/publisher of the publication. In the event the owner/publisher cannot attend, he/she must designate a representative to attend.
- 7.2 Regular and associate member-publications must display the PPI name and logo in their publication's staff box or appropriate area, in print and digital platforms.
- 7.3 Regularly send the PPI office complimentary copies of their publications through mail for the archive and library of the Institute.
- 7.4 Faithfully settle admission fees, annual membership dues and other assessments that may be imposed by the Board of Trustees.
- 7.5 The highest- ranking representative will attend the general membership meeting and annual press forum at the announced date and place by the Board.
- 7.6 Publish PPI-approved news and photo releases, announcements and notices at the request of the Board.
- 7.7 Failure to comply/adhere to these sets of responsibilities shall merit corresponding sanctions and penalties as agreed by the Board of Trustees.

SECTION 8 Member benefits – The active member – publications are entitled to the following benefits:

- 8.1 Invitation for representative/s to PPI trainings, seminars, workshops, conferences, discussions and related activities as approved and scheduled by the Board of Trustees;
- 8.2 Access to the Institute's membership network, trustees and archived and library resources;
- 8.3 Official PPI identification/press card issued to the representative of the member-publication:
- 8.4 A forum to address grievances between member-publications only if such matters affect the organization's institutional integrity;
- 8.5 Inclusion in the official PPI member directory, mailing lists, electronic forums and groups;
- 8.6 Credible representation by an established and recognized organization on industry-related concerns on a local, national and international level.;
- 8.7 Incentives shall be given to members as approved by the Board of Trustees

SECTION 9 Cancellation/Termination of Membership – The conditions for cancellation or termination of membership:

9.1 The Board of Trustees may decide to terminate the membership of any local and national publication subject to the rules of the Institute.

Causes of termination/expulsion of membership:

- Failure to pay annual dues member will be notified when membership fees are due. Any member in good standing may request for a temporary reprieve from dues and other fees subject to the approval of the Board. However, corresponding charges and penalties shall apply. If member fails to settle obligations after receipt of the second notice, Board will automatically expel member.
- 2. Joining a competing organization similar to PPI in structure, character and purpose.
- 3. Violation of any of the rules or provisions of by-laws
- 4. Conviction by final judgment of a crime involving moral turpitude.

SECTION 10 Reinstatement – Any local or national publication whose membership has been terminated in good faith may be reinstated subject to the rules and requirements of the Institute.

SECTION 11 Membership Fees / Annual Dues

- 11.1 All changes in the existing membership fees and dues are subject to the approval of the Board of Trustees.
- 11.2 Any member in good standing but experiencing current financial distress may request for a temporary reprieve from current annual dues and other fees subject to the approval of the Board. However, corresponding charges and penalties shall apply.

SECTION 12 Restrictions – Membership restrictions are the following:

- 12.1 Members of the Board of Trustees, regular, associate, and honorary members of the Philippine Press Institute are prohibited from joining other organizations similar to the PPI in terms of structure, character, and purpose while still a member of the Institute.
- 12.2 No member may use the PPI name, seal, logo and likeness for individual use or exclusive use of their publication. Likewise, no member or representative of the Institute may represent the PPI in an individual capacity for individual benefit, or for the benefit of their publication.
- 12.3 Membership is valid and official for a period of one (1) year from the payment of annual dues, settlement of outstanding obligations, and submission of documentary requirements that may be requested by the Board of Trustees.
- 12.4 A member-publication is restricted to one (1) representative. An individual cannot represent two (2) or more publications at the same time, whether the publication is owned, operated or managed by the same parent company or individual.
- 12.5 Specific membership requirements, qualifications, and criteria shall be approved through Board Resolution upon the recommendation of the Board of Trustees.

SECTION 13 Withdrawal of membership – Any member – publication may withdraw its membership by informing the Executive Director with a written notice of its intent to withdraw membership, signed by the representative on record. A member-publication that has so notified the Executive Director shall continue to enjoy the benefits of membership to the Institute until the effective date of its withdrawal.

- 13.1 A member-publication may cancel its notice of withdrawal at any time prior to its effective date by providing a written cancellation notice to the Executive Director.
- 13.2 The Executive Director shall notify the Board of Trustees within seven (7) calendar days of receipt of any notice of withdrawal or notice of cancellation of withdrawal from membership.
- 13.3 The member-publication that has submitted a notice of withdrawal shall lose all benefits and privileges of membership on the effective date of its withdrawal.
- 13.4 Member-publication is forbidden to use the PPI's name, seal, logo, or likeness in their publications, whether print or digital, on identification cards, and on any other official correspondence from effective date of its withdrawal from membership.

SECTION 14 Suspension, expulsion and termination of membership – The grounds for the suspension, expulsion and termination of a member-publication are provided for in Section 3, Article III of the amended PPI By-Laws, to wit: 14.1 Any member may be suspended or expelled for failure and/or refusal to pay the membership fee for one year or for committing acts inimical to the interest of the Institute.

Reapplication of membership to the Institute will be at the discretion of the Board of Trustees.

Rule III The Board of Trustees

SECTION 15 The Board of Trustees – The Board of Trustees is the highest decision-making body of the Institute, vested with full authority over the agenda, direction and properties of the Institute. The Board of Trustees shall elect all the officers of the Institute. The Board of Trustees shall be composed of thirteen (13) members as stated in Section 1 and 2, Article V of the amended PPI-By-Laws, to wit:

- 15.1 Three (3) Trustees from regional/community publications; one (1) Trustee each representing Luzon, Visayas, and Mindanao, who shall be nominated and elected by members coming from each of the three major island groups.
- 15.2 Nine (9) Trustees nominated and elected from among the members of the national publications.
- 15.3 One (1) ex-officio member: The Executive Director of the Institute who shall have the same rights, duties and privileges of a duly elected Trustee. The Executive Director's term of office as a Trustee is co-terminus with said office.

In case of resignation, death or physical incapacity, the Board of Trustees shall appoint one who shall assume office until his/her successor is duly elected.

15.4 The immediate past chairperson-president, who shall have the same rights, duties and privileges as a duly elected trustee.

SECTION 16 General Mandate – The Board of Trustees is hereby mandated to formulate and implement policies and plans in accordance with Section 3 of Rule 1 hereof and exhaust all means to ensure that such policies and plans are realizable.

SECTION 17 Terms of Office – The members of the Board of Trustees shall be elected during the regular annual meeting for a term of one (1) year reckoned from the day of their election and until his/her successor is duly elected and qualified.

SECTION 18 Responsibilities – The trustees shall attend regular and special meetings. No member of the Board of Trustees shall represent PPI in any capacity unless approved by the Board.

SECTION 19 Removal from Office – The provisions for a removal of a aTrustee from office are provided in Section 3a, Article V of the amended PPI By Laws, to wit:

19.1 At any time, a Trustee may be removed from office, with or without cause, by twothirds (2/3) vote of the members of the Institute, at a regular or special meeting called for the purpose, in accordance with the formalities required by law.

Rule IV Regional Trustees

SECTION 20 Composition – Three (3) Regional Trustees shall be nominated and elected by the PPI members during the regular annual membership meeting, with the following representation: one (1) trustee each representing Luzon, Visayas, and Mindanao.

SECTION 21 Duties and Responsibilities – The Regional Trustees shall have the following duties and responsibilities.

- 21.1 Assess the state of the print media industry and member-publications in their respective regional areas of jurisdiction.
- 21.2 Initiate, preside over, or attend meetings among member-publications to identify issues, concerns, or problems related to the stated purpose of the Institute;
- 21.3 Consolidate qualified issues, concerns and problems and forward to the Executive Director;
- 21.4 Identify, invite and recommend to the Board of Trustees potential new memberpublications to be members of the Institute;
- 21.5 Initiate programs that can benefit the member publications in their respective region.
- 21.6 Hold at least one meeting every quarter, but may call for special meetings as the need arises. All official meetings conducted by the Regional Trustees must be properly documented and reported to the Secretariat. All official expenses incurred during meetings may be reimbursed subject to approval of the Executive Director/Board of Trustees and availability of funds.

SECTION 22 Grounds for Removal of the Regional Trustee – At any time, a trustee may be removed from office, with or without cause, by two-thirds (2/3) vote of the members of the Institute, at a regular or special meeting called for the purpose, in accordance with the formalities required by law.

Rule V Organization of the Philippine Press Institute

SECTION 23 Composition – The PPI is composed of national and community publications as represented by their publishers and/or editors.

23.1 Officers

The PPI is governed by the Board of Trustees, which is composed of the following:

- a. President (and concurrent Board Chairperson)
- b. Vice President (and concurrent Board Vice Chairperson)
- c. Treasurer
- d. Secretary
- e. Executive Director

23.2 Operations

The PPI is managed by the secretariat composed of the following:

- a. Executive Director
- b. Deputy Director or Program Coordinator
- c. Finance/Accounting Officer
- d. Administrative Assistant or Secretary
- e. Production Assistant
- f. Research Assistant of Librarian

23.3 Members

- a. Regular Member-publications
- b. Associate Member-publications
- c. Honorary Members

Rule VI Organizational Units of the PPI

SECTION 24 Organizational Units – The PPI shall be composed of the following organizational units:

- 24.1 Board of Trustees As stated in Section 1, Article V of the amended By-Laws of the PPI, the thirteen (13) member Board of Trustees exercises the power, conducts the business and controls the properties to the best interests of the Institute and its members.
- 24.2 Regional Trustees One (1) elected regional trustee, each representing member-publications from Luzon, Visayas and Mindanao respectively, will be elected to a term of one (1) year from the day of the annual membership meeting.
- 24.3 Executive Director A full-time Executive Director, who will be assisted by a full-time secretariat, will manage the day-today operations of the Institute.

Rule VII The PPI Chairperson

SECTION 25 the PPI Chairperson – The Board of Trustees shall be headed by a Chairperson who shall be elected by the members of the board from among themselves. The Chairperson, who must be a publisher or owner of a news publication, shall concurrently serve as the President of the Institute.

SECTION 26 Term of Office – The Chairperson shall have a term of one (1) year, reckoned from the day of his/her election.

SECTION 27 Functions and powers – The functions and powers of the Chairperson are described in section 3a, Article VII of the amended PPI by-laws, to wit:

- 27.1 He/she (the Chairperson of the Board) shall be the Chief Executive Officer of the Institute and shall preside at all meetings of the Board of Trustees, and at all meetings of the members. The Chairperson shall have the general charge and supervision of the affairs of the Institute, and shall have all the powers, and shall perform all the duties commonly incidental to and vested by law on the office of the Chairperson of the Board and Office of the President of the Institute.
- 27.2 The Chairperson shall executive all resolutions and/or decisions of the Board of Trustees. The Chairperson shall sign and execute, in behalf of the Institute, all contracts and agreements, which the Institute may enter into. Jointly with the Treasurer or any other officers authorized by the Board, the Chairperson shall sign all checks, drafts, bills and other orders of payment of sum of many in the name and in behalf of the corporation.

SECTION 28 Duties and responsibilities – The Chairperson shall have the following duties and responsibilities;

28.1 Calls and presides over the regular and special board meetings; and general assemblies;

228.2 Together with the Secretary of the Institute, the Chairperson shall present to the Board of Trustees and the members an annual budget, and from time to time as may be necessary, supplemental budgets. The Chairperson shall submit to the Board, as soon as possible after the close of each fiscal year, and to the members during each annual meeting, a complete report of the activities and operations of the Institute for the fiscal year under his term. The Chairperson shall also perform such other duties as may be assigned to him by the Board.

28.3 Perform other duties, which the Institute's members may request from time to time. 28.4 The Board may create ad hoc committees for whatever purposes they deem necessary for the Institute.

SECTION 29 Removal from Office – Subject to due process, the Chairperson may be replaced before the expiration of his/her term by a majority vote of the Board of Trustees, on any of the following grounds:

29.1 Gross negligence in the fulfillment of duties and responsibilities;

29.2 Culpable violation of the PPI Implementing Rules and Regulations, and any of its By-Laws, policies and directives, or committing acts inimical to the interest of the Institute:

29.3 Conduct unbecoming a duly elected representative of the PPI that could compromise the integrity of the Institute.

29.4 Conviction by final judgment of a crime involving moral turpitude.

Rule VIII The PPI Vice Chairperson

SECTION 30 The PPI Vice Chairperson of the Board and Vice President – The Vice Chairperson of the Board shall be at the same time the vice president of the Institute, and who shall be elected by the Board of Trustees from among themselves.

In the absence or incapacity of the Chairperson and President, the Vice Chairperson shall preside at all meetings of the Board of Trustees, and at all meetings of the members of the Institute. The Vice Chairperson shall discharge and perform such other duties and functions as the Board, or the Chairperson and President may, from time to time designate or assign.

SECTION 31 Term of Office – The Vice Chairperson shall have a term of one (1) year, reckoned from the day of his/her election, for as long as he/she remains publisher or owner of a news publication.

SECTION 32 Functions and powers – The functions and powers of the Vice Chairperson are:

- 32.1 Provide leadership and work closely with the Chairperson and President in the general charge and supervision of the affairs of the Institute.
- 32.2 Perform the functions and roles of the Chairperson and President in the event of the former's incapacity or absence.

SECTION 33 Removal from Office – Subject to due process, the Vice Chairperson may be replaced by a majority vote of the Board of Trustees on any of the following grounds:

- 33.1 Gross negligence in the fulfillment of duties and responsibilities;
- 33.2 Culpable violation of the PPI Implementing Rules and Regulations, and any of its By-Laws, policies and directives, or committing acts inimical to the interest of the Institute;
- 33.3 Conduct unbecoming a duly elected representative of the PPI that could compromise the integrity of the Institute.
- 33.4 Conviction by final judgment of a crime involving moral turpitude.

Rule IX The PPI Treasurer

SECTION 34 The PPI Treasurer – The Treasurer shall have charge of the funds, receipts and disbursements of the Institute. The Treasurer shall keep all money and other valuables of the Institute in bank/banks as the Board of Trustees may designate. The Treasurer shall keep and have charge of the book of account which shall be open to inspection by any member of the Board of Trustees, whenever required, an account of the financial condition of the Institute and of all transactions made as Treasurer. The Treasurer shall perform such other duties and functions as may be assigned by the Board from time to time.

SECTION 35 Term of Office – The Treasurer shall be appointed by the Board of Trustees and shall hold office for one (1) year until their respective successor shall have been elected and qualified. Provided, however, that the Treasurer shall be subject to removal at any time. By the affirmative vote of the majority of the Board after due process is observed.

SECTION 36 Duties and Responsibilities – The Treasurer reports to the Board of Trustees and shall hold the following duties and responsibilities:

- 36.1 Assist the Executive Director in the management and monitoring of the Institute's finances;
- 36.2 Assists in the preparation and monitoring of the budget;
- 36.3 Ensures the Board's financial policies are strictly implemented;
- 36.4 Reports to the Board of Trustees on all of the Institute's financial matters:
- 36.5 Prepares any required financial reporting forms;

Oversees all financial transactions:

Meet regularly with the Executive Director to review bank statements, and to prepare the monthly statements for the Board.

SECTION 37 Removal from office – The Treasurer may be removed from office due to:

- 37.1 Gross negligence in the fulfillment of duties and responsibilities;
- 37.2 Culpable violation of the PPI Implementing Rules and Regulations, any of its By-Laws, policies and directives, or committing acts inimical to the interest of the Institute;
- 37.3 Conduct unbecoming a duly appointed representative of the PPI that could compromise the integrity of the Institute.
- 37.4 Conviction by final judgment of a crime involving moral turpitude

Likewise any officer, agent of the Board, or any member of any committee may be removed by the board, with or without cause, whenever in its sole discretion the best interest of the Institute will be served by such removal.

Rule X The PPI Secretary

SECTION 38 The PPI Secretary – The Secretary must be a resident and citizen of the Philippines.

The Secretary is the custodian of the Institute's documents and records and shall attend all meetings of the Board of Trustees, and of the members of the Institute.

The Secretary shall keep and preserve in the books of the Institute the true minutes of the proceedings of all such meetings.

The Secretary shall give all notices required by the Statute, by the Articles or by-laws of the Institute. The Secretary shall have all powers, and shall perform such other duties as the Board may designate from time to time.

SECTION 39 Term of Office – The Secretary shall be appointed by the Board of Trustees and shall hold office for one (1) year until their respective successor shall have been elected and qualified. Provided, however, that the Secretary be subject to removal at any time, by the affirmative vote of the majority of the Board after due process is observed.

SECTION 40 Duties and responsibilities – The Secretary reports to the Board of Trustees and shall hold the following duties and responsibilities:

- 40.1 Maintain an accurate and organized recollection of all print and digital documents, contracts, agreements, policies, laws and by-laws, records, resolutions, files, books, emails and correspondence related to the Institute. The Secretary provides the Board with notices of meeting times, venues and items for the agenda, and distributes to members prior to the stated meetings.
- 40.2 Ensure accurate recording and reporting of the minutes of all meetings PPI meetings, including signing of approved minutes for distribution to the Board and its members, and keeping a copy for the Institute's records.
- 40.3 The Secretary may be designated by the Board of Trustees as a signing 40.4 Meet regularly with the Executive Director to prepare the monthly statements for the Board.
- 40.5 Undertake other activities and functions that are necessary to achieve the foregoing functions, or such other activities as maybe directed or delegated by the Executive Director or Board of Trustees.

SECTION 41 Removal from Office – The Secretary may be removed from office due to: 41.1 Gross negligence in the fulfillment of duties and responsibilities;

41.2 Culpable violation of the PPI Implementing Rules and Regulations, and any of its By-Laws, policies and directives, or committing acts inimical to the interest of the Institute:

- 41.3 Conduct unbecoming a duly elected representative of the PPI that could compromise the integrity of the Institute.
- 41.4 Conviction by final judgment of a crime involving moral turpitude.

Likewise, any officer, agent of the Board, or any member of any committee may be removed by the board, with or without cause, whenever in its role discretion the best of interest of the Institute will be served by such removal.

RULE XI The Executive Director

SECTION 42 Definition – The Executive Director, in Section 3e, Article VII of the amended By-Laws, has direct and active management of the Institute in accordance with the orders, resolutions, and instructions of the Board or by the President. He/she shall exercise general supervision and direction over all the agents, employees and other subordinate personnel of the Institute and insure that their respective duties are properly performed.

The Executive Director shall be appointed by the Board to head the Secretariat and support staff of the Institute.

SECTION 43 Duties and responsibilities – The Executive Director shall hold the following duties and responsibilities

- 43.1 Provide active leadership in the realization and fulfillment of the purposes and objectives of the Institute;
- 43.2 Formulate and recommend strategies, programs and action plans to ensure the long-term sustainability of the Institute, subject to the approval of the Board of Trustees;
- 43.3 Implement and monitor all of the PPI's programs such as workshops, seminars, discussions, conference and related activities pursuant to the purposes and objectives of the Institute;
- 43.4 Oversee the proper implementation of the decisions and resolutions approved by the Institute;
- 43.5 Submit to the Board of Trustees periodic reports on the progress or status of programs and projects, and on the implementation of policies and plans for the benefit of the Institute's member-publications;
- 43.6 Manage the finances of the PPI including, but not limited to membership dues, funding, budget and operational expenses, as provided in Section 4, Article IX of the Amended PPI By-Laws, to wit:
- 43.6.1 The Executive Director, jointly with the Treasurer of the Institute, shall in the month of November of every year, present to the Board a budget for the following year. The Board shall adopt a budget not later than December 31st of each year;
- 43.74 Look for potential donors, granters, sponsors and partners;

- 43.8 Propose an agenda for strategic alliances, partnerships and for increasing awareness of the Institute to the general public.
- 43.9 Supervise and direct the PPI Secretariat to ensure their respective roles and duties are performed satisfactorily;
- 43.10 Represent the PPI in official functions and matters;
- 43.11 Undertake other activities and functions that are necessary to achieve the foregoing functions, or such other activities as maybe directed or delegated by the Chairperson or Board of Trustees.
- **SECTION 44** Qualifications The Executive Director shall possess the following qualifications:
- 44.1 He/she is currently not a representative of any member publication.
- 44.2 He/she has a background in journalism, media or communications.
- 44.3 He/she has an established network and linkages with local and national media organizations.
- 44.4 He/she has management experience.
- 44.5 He/she has excellent written and oral communication skills.
- **SECTION 45** Term of Office The term of office of the Executive Director shall commence upon appointment by the Board of Trustees and be effective until his/her resignation, retirement or removal from office.
- **SECTION 46** Compensation The Executive Director shall be compensated commensurate to performance and qualifications, subject to the approval of the Board of Trustees.
- **SECTION 47** Removal from Office The Board of Trustees may decide to remove or replace the Executive Director based on the following grounds;
- 47.1 Inability to fulfill duties and responsibilities of the office;
- 47.2 Acts that may compromise the integrity and viability of the Institute;
- 47.3 Conviction stemming from any criminal offense;
- 47.4 Failure to meet the set expectations of the Board of Trustees and the Institute; and
- 47.5 Misrepresentation.

Rule XII Fund Generation and Management

SECTION 48 Nature of non-profit corporation – The Philippine Press Institute was incorporated as a non-stock corporation with the Securities and Exchange Commission. The Institute may purse activities to augment, supplement and replace grants, donations and endowments to ensure its sustainability.

SECTION 49 Source of funds – The Generation and management of funds, budget and operational expenses for the sustainability of the Institute are enumerated in Article IX of the amended PPI By-Laws, to wit:

49.1 Funds – The funds of the Institute shall be derived from the admission fees, annual dues and special assessments of the members, gifts, donation or benefits. Funds may be from both private and public sources, subject to decision of the Board. The Board may refuse any funding so long as it states the reason or grounds for refusal.

From time to time, the Board of Trustees shall, in its sole discretion, determine or fix the amount of admission fees and the annual dues that may be collected from the members.

- 49.2 Admission fees as a condition precedent for admission, all members, whether natural or juridical, shall pay an admission fee at such amount as may be determined by the Board, payable in accordance with the guidelines the Board may adopt.
- 49.2.1 Annual Dues Except for Honorary Members, all other members of the Institute shall pay annual an annual due at such amount to be determined by the Board. Such dues shall be paid in advance, and in full during the first month of every calendar year.

Incorporators who are still members of the Institute pay the required Annual Dues; effective on such date as may be determined and fixed by the Board of Trustees.

49.3 Fees and Dues – Ever member of the Institute shall, in addition to the admission fees and the annual dues, pay other fees and/or assessments that may be imposed by the Board from time to time.

SECTION 50 Fund Allocation – All funds generated during the fiscal year will be consolidated, itemized and properly calendared for disbursement to reflect the financial standing of the Institute. This report of funds generated and projected expenses for the next year will be presented to the Board by the month of November.

Rule XIII Plans and Programs

SECTION 51 Internal programs – The PPI will pursue plans and programs for its member-publications in fulfillment of its stated purposes. Any and all programs can be implemented subject to the approval of the Board of Trustees in keeping with the mission and vision of the Institute, so long as plans and programs do not conflict with the Institute's existing rules and regulations. The plans and programs are:

- 51.1 Workshop-seminars Regional workshop-seminars are conducted for member-publications on all facets of print and digital journalism, including but not limited to writing, editing, reporting, readership, and management.
- 51.2 Conferences and Round-Table Discussions (RTD) initiate conferences, discussions and round-table discussions on all media related issues that will have a benefit or direct impact on its member-publications and the communities they serve.
- 51.3 Annual awards Give recognition to the year's finest in print media publication and reportage, including but not limited to: photojournalism, reporting, editing, editorial-writing and layout.
- 51.4 Special programs Programs specific to and initiated by member-publications so long as the respective regional trustee is present and a designated Secretariat is assigned to record the proceedings.

SECTION 52 External programs – The PPI will pursue the following plans and programs for its long-term sustainability:

- 52.1 Recruitment The PPI will strive to increase membership by inviting qualified and interested publications to join the Institute.
- 52.2 Alliances and partnerships The PPI will strive to forge and strengthen alliances with academic, private and related government institutes to explore matters of mutual professional cooperation and benefit. (i.e. scholastic press association for student development as outreach program)
- 52.3 Strengthen the PPI name Purse activities to leverage, widen and strengthen the PPI's name and image in the public and private sectors.

Rule XIV Conflict of Interest

SECTION 53 Conflict of Interest – Both the Executive Director and Secretariat, being full-time employees, shall not engage in activities that may reduce their effectiveness in discharging their responsibilities.

53.1 Members of the PPI shall desist from participating in any way, in any organization or association similar to the structure, character and purpose of the PPI, in which they have a direct or indirect interest, whether favorable or adverse. In situations where there is possibility of conflict of interest, the member-publication concerned shall declare in writing the nature of the possible conflict of interest. In such cases, the Board shall study the circumstances of the case and may conclude that there is no conflict of interest in the particular case.

Rule XV Miscellaneous Provisions

SECTION 54 Amendments – Amendments to these Implementing Rules and Regulations may be adopted by the Board of Trustees after due consultation, as far as practicable, with the members concerned; provided that nothing in this document shall be understood to limit the authority of the Board to approve policies, procedures and rules that are not inconsistent with the spirit and intent of the amended PPI By-Laws.

Rule XVI Repealing Clause

SECTION 55 Repealing Clause – All rules and regulations approved by the Board regarding the implementation of the amended PPI By-Laws which are inconsistent with these Rules and Regulations, are hereby repealed or amended accordingly.

Rule XVII Separability Clause

SECTION 56 Separability Clause – Any portion or provision of these Rules and Regulations that are declared by the Court as in contravention of the amended By-Laws of the Philippine Press Institute (Fourth amendment – 18 April 1996) shall not have the effect of nullifying other portions or provisions hereof where such portions or provisions can continue to subsist and be given effect in their entirety.

Rule XVIII Effectivity Clause

SECTION 57 Effectivity Clause – These Implementing Rules and Regulations shall take effect immediately after the approval of the General Membership.