PHILIPPINE NURSES ASSOCIATION OF KERN COUNTY (PNAKC)

REGULAR MEETING

JUNE 2, 2026

TUESDAY- 1:00 p.m.

SEVEN OAKS COUNTRY CLUB

BOARDROOM

2000 GRAND LAKES, BAKERSFIELD, CA. 93311

RECORDING NOTICE: The meeting was recorded solely for the purpose of transcription, preparation of meeting minutes, and organizational record keeping. Recordings shall be maintained confidentially and used only for official PNAKC business purposes in accordance with applicable laws and organizational policies.

HYBRID MEETING NOTICE: Meetings of the Philippine Nurses Association of Kern County (PNAKC) may be conducted in person, virtually, or through a hybrid format utilizing electronic communication platforms as permitted by the organization's bylaws and applicable laws.

MEETING DECORUM NOTICE: All comments shall be directed through the Chair. Members must wait to be recognized by the Chair before speaking. Interruptions, side conversations, and cross-talk are prohibited to ensure orderly and respectful meeting proceedings.

A. Call to Order

President Rolando Talag called the meeting to order at 1:12 p.m. in the Seven Oaks Country Club Board Room.

B. Opening Ceremonies

Invocation was led by Mr. Flornesto Lopez.

C. Roll Call

Roll call was conducted by President Rolando Talag and recorded by Secretary Bernadette Capulong.

President – Rolando Talag – Present
President-Elect – (Vacant)
Vice President – Nida Macaranas – Present
Vice President – Cora Frigillana – Present
Secretary – Bernadette Capulong – Present
Treasurer – Elmer Dumapit – Present
Auditor – Teresita Ramos – Present
Advisor – Florencia Amazona – Present
Regular Member – Josephine Dumapit – Present
Regular Member – Alberto Frigillana – Present
Regular Member – Redempta Rivera – Present
Regular Member – Fely Farrish – Present
Associate Member – Belen Talag – Present
Associate Member – Dio Telmo – Present

A quorum was declared present, and the meeting proceeded with official business.

D. Introduction and Purpose of the Organization

President Talag welcomed attendees and discussed the mission of PNAKC, emphasizing professional development, community outreach, leadership, and support for Filipino nurses throughout Kern County.

E. Review and Adoption of Agenda

1. Motion: To approve the agenda as presented.

Motion by: Dio Telmo

Seconded by: Bernadette Capulong

No discussion

Vote Result: Motion carried unanimously (13–0)

F. Review and Ratification of Articles of Incorporation

2. Motion: To ratify and accept the filed Articles of Incorporation for PNAKC.

Motion by: Nida Macaranas

Seconded by: Cora Frigillana

Discussion:

- Filing of Articles of Incorporation with California Secretary of State
- Corporate status confirmation
- The motion was amended to additionally ratify and approve all incorporation-related filings previously submitted to the appropriate local, state and federal agencies.

Vote Result: Motion carried unanimously (13–0). The amended motion ratified the Articles of Incorporation and approved all incorporation-related filings previously submitted to the appropriate federal, state, and local agencies.

G. Adoption of Bylaws

3. Motion: To adopt the bylaws of the Philippine Nurses Association of Kern County.

Motion by: Nida Macaranas

Seconded by: Cora Frigillana

Discussion:

- Review of proposed bylaws
- Membership structure
- Officer duties
- Voting procedures
- Meeting requirements
- Committees
- Quorum requirements
- The Board adopted the current PNACC bylaws as the governing bylaws of PNAKC on an interim basis, with the understanding that amendments specific to PNAKC will be drafted and presented for future approval.
- Nida Macaranas discussed proposed bylaw amendments. The proposed amendments will be considered at future meetings.

Vote Result: Motion carried unanimously (13–0)

H. Adoption of Meeting House Rules & Decorum Policy

4. Motion: To approve the adoption of Meeting House Rules & Decorum Policy.

Motion by: Elmer Dumapit

Seconded by: Bernadette Capulong

Discussion:

- Adopt the proposed Meeting House Rules & Decorum Policy as presented, including the requirements that all comments shall go through the Chair, members must wait to be recognized before speaking, and interruptions and cross-talk are prohibited during meetings. Nida Macaranas is in favor of the motion with amendments to be made on succeeding meetings.

- Vote Result: Motion carried unanimously (13–0)

I. Election / Confirmation of Officers

5. Motion: To elect/confirm the above officers and board members

Motion by: Dio Telmo

Seconded by: Elmer Dumapit

Discussion:

Positions:

- President
- President-Elect
- Vice President
- Secretary
- Treasurer
- Auditor
- Parliamentarian/Facilitator/PRO
- 8 Trustees / Board Members

- The Board confirmed the current slate of officers as presented. Members agreed that additional amendments to officer positions and board composition may be considered at future meetings.

Vote Result: Motion carried unanimously (13–0) with additional amendments to be considered at future meetings.

J. EIN Confirmation

6. Motion: To formally acknowledge and accept the organization's EIN assignment.

Motion by: Nida Macaranas

Seconded by: Dio Telmo

Discussion:

- IRS Employer Identification Number (EIN)

• Record keeping of EIN confirmation letter

Vote Result: Motion carried unanimously (13–0) acknowledging receipt of the IRS Employer Identification Number (EIN).

K. Banking Resolution

7. Motion: To authorize opening of a nonprofit bank account and designate authorized signers

• Motion by: Nida Macaranas

• Seconded by: Cora Frigillana

Discussion:

Amendment to main motion: Motion amended by Nida Macaranas and seconded by Cora Frigillana to authorize two officers as signatories for banking transactions as the President and Treasurer.

Vote Result: Amendment carried unanimously (13–0).

Main Motion with the amendment to authorize opening of a nonprofit bank account with the President and Treasurer as signatories.

- Vote Result: Main motion carried unanimously (13–0) with the amendment.

L. Fiscal Year Determination (Stated in the Bylaws)

8. Motion: To adopt the fiscal year beginning January 1 and ending December 31.

Motion by: Dio Telmo

Seconded by: Teresita Ramos

Discussion:

• Florencia Amazona and Chair Rolando Talag discussed that an amendment may need to be done.

Vote Result: Motion carried unanimously (13–0). Additional amendments will be considered at future meetings.

M. Conflict of Interest Policy

9. Motion: To adopt the Conflict of Interest Policy for PNAKC.

Motion by: Dio Telmo

Seconded by: Cora Frigillana

Discussion:

- Review of Conflict of Interest Policy
- Annual disclosure requirements
- Officer and board responsibilities

Vote Result: Motion carried unanimously (13–0).

N. 501(c)(3) Tax-Exempt Filing

10. Motion: To authorize filing of IRS Form 1023-EZ and payment of required fees.

Motion by: Nida Macaranas

Seconded by: Cora Frigillana

Discussion:

- IRS Form 1023-EZ filing
- Filing fee
- Organizational compliance requirements
- Public charity classification

Vote Result: Motion carried unanimously (13–0) authorizing submission of IRS Form 1023-EZ and payment of the required filing fee.

O. California Tax Exemption Filing

11. Motion: To authorize filing for California tax-exempt status.

Motion by: Nida Macaranas

Seconded by: Cora Frigillana

No discussion.

Vote Result: Motion carried unanimously (13–0) authorizing filing of California Form FTB 3500A.

P. Business Tax Certificate

12. Motion: To authorize submission of Business Tax Certificate application.

Motion by: Nida Macaranas

Seconded by: Cora Frigillana

Discussion:

• City of Bakersfield Business Tax Certificate application

• Nonprofit exemption request

Vote Result: Motion carried unanimously (13–0) authorizing submission of the City of Bakersfield Business Tax Certificate application.

Q. Record Keeping and Document Retention

13. Motion: To establish official corporate records procedures.

Motion by: Nida Macaranas

Seconded by: Elmer Dumapit

Discussion:

- The Board agreed to retain corporate and financial records for a minimum of seven (7) years in accordance with organizational policy and applicable legal requirements.

Vote Result: Motion carried unanimously (13–0).

R. Insurance Discussion

Discussion was held regarding potential general liability, Directors and Officers (D&O), and event insurance. No action was taken.

S. Website and Communications

Discussion:

Discussion included development of the official website, organizational email accounts, social media presence, and online membership application process. No action was taken.

T. Membership Structure and Dues

14. Motion: To establish membership structure and dues.

- No motion was presented. Discussion regarding membership classifications, dues, and renewal procedures was deferred to a future meeting.

U. PNAKC Community Health & Food Assistance Program

15. Motion:

Discussion regarding the proposed Community Health & Food Assistance Program was deferred to a future meeting. No motion was presented.

V. Upcoming Events and Committees

- Community outreach
- Fundraising activities
- Educational seminars
- Formation of committees

The Board discussed future formation of standing committees including Membership, Finance, Scholarship, and Community Outreach. Committee appointments will be considered at a future meeting.

(SEE ORG CHART)

W. Open Forum / New Business

Discussion of additional matters brought before the Board

No additional business was brought before the Board.

X. Adjournment

16. Motion: To adjourn the meeting.

Motion by: Bernadette Capulong

Seconded by: Cora Frigillana

Vote Result: Motion carried unanimously (13–0).

Meeting Adjourned at: 3:22 p.m.

The next regular meeting is scheduled for Tuesday, July 7, 2026, from 3:00 p.m. to 5:00 p.m. at the Seven Oaks Country Club Library Room.

I certify that the minutes of the PNAKC regular meeting were reviewed and approved on:

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Date

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Bernadette Capulong (Secretary)