

**Committee Name**      **Information Technology Steering Committee**

**Short Name**            **ITSC**

**Nature**                    Board Level Committee

**Responsibility Statement**      On behalf of the BOD, the ITSC provides governance and oversight in the management of the Bank’s IT resources. Its principal function is to ensure that IT strategies are consistent with the overall business objectives. It shall have oversight of the IT Risk Management Program of the Bank and the development of policies, controls and specific accountabilities consistent with the Bank’s IT Risk Management Framework.

As delegated by the BOD, it shall also approve IT-related requests and other IT-related services/arrangements, including outsourcing/insourcing activities. It should regularly render periodic report to the BOD regarding overall IT performance, status of major projects and other significant issues related to IT risks.

**Membership**

<b>Committee Membership</b>	<b>Designation</b>	<b>Appointed Members</b>
<b>Adviser</b>	Chairman	AVTy
<b>Chairman</b>	Director	VRCuna Jr.
<b>Regular Members</b>	Director Independent Director President Deputy Head, Financial and Control Sector and Head, Controllershship Group Head, Information Technology Group	JVAIde JMDEscaler FSDee RKDeBorja Jr. BVRamos
<b>Resource Persons</b>	Head, Financial and Control Sector Head, Internal Audit Group Head, Internal Audit Group – Information Systems Audit Division Head, Risk Management Group Head, Risk Management Group – Business Resilience Risk Management Division Deputy Head, Fraud Management Division Head, Fraud Management Division – Fraud Prevention, Quality Assurance and Admin Department	JENaing AANovilla MSSimbulan (alternate) CDSanJuan MRNaval (alternate) NFAAguilar JALo (alternate)
<b>Secretary</b>	Head, Program Management Division Head, PMD-Program Control Department	MDLSiapuatco NRANavarrete (alternate)

**Duties and Responsibilities**

ITSC shall have the following duties and responsibilities:

1. Approve IT Strategy and Tactical Plan and any proposed changes ensuring consistency with the overall business objectives and strategy of the bank.
2. Note results and statuses of IT Risk assessments and associated mitigation plans.
3. Review IT and Information Security (IS) policy changes and endorse to the BOD for approval; and receive periodic report on the effectiveness of policies.
4. Review and approve roles and responsibilities of individual IT functions.
5. Review overall IT performance.
6. Review, provide final approval, and monitor IT projects that may have significant impact on operations, earnings or capital.
7. Approve and monitor effectiveness of IT Security Program.
8. Note implementation and effectiveness of IT security program and ensure that identified issues are addressed.
9. Approve IT outsourcing/insourcing approaches/solution/activities and final budget endorsed by IT Governance Committee (ITGC) and other related committees.
10. Note changes on e-products offerings and services to ensure alignment with corporate strategic goals.
11. Report to the Board of Directors (BOD) significant items as it deems necessary.

**Composition**

The members of the ITSC are appointed annually by the BOD. It shall be composed of at least a non-executive member of the BOD, the President of the Bank, the Heads of the Controllershship Group and Information Technology Group. The Heads of the Financial and Control Sector, Fraud Management Division, Internal Audit Group and Risk Management Group shall attend the ITSC meeting as resource persons.

Each member shall serve for a maximum tenure of nine (9) years. Any extension beyond the nine (9) years shall be approved by the Committee and the justifications as provided by policy shall be articulated in the minutes of the meeting.

The committee shall be free to invite any officer if there are urgent or important matters to present and discuss before the Committee. The ITSC shall have access to external expert advice, as appropriate.

**Quorum/Majority Votes**

A majority of all members of the ITSC shall constitute a quorum and a vote of majority of the members present at a meeting shall be required to pass a decision.

**Meeting Schedule**

ITSC shall meet as needed, but should meet at least four (4) times annually.

**Performance Assessment**

ITSC shall conduct an annual self-assessment of the performance of its functions using the attached self-assessment form (see **Annex A**). The standard in evaluating the performance of the Committee shall be based on the defined duties and responsibilities. The collective results of the assessment shall be reported to the IT Steering Committee as part of the Committee's scorecard on an annual basis.

**Charter Review**

The ITSC shall review and reassess the Charter at least annually or when there are significant changes to the committee's mandate, scope and working procedures. Any changes thereto shall be endorsed to Compliance Division for review and approved by the Board of Directors.

**Reporting to the Board**

Minutes of the meetings and other reports shall be submitted to the Board of Directors for notation.

**Interaction with Other Board/Management-Level Committees**

IT outsourcing/insourcing approaches/solution/activities and its final budget shall be subject for review and endorsement by ITGC, and related-party IT outsourcing/insourcing engagements shall be reviewed and endorsed by RPTMC/RPTC, prior to approval of the ITSC/Board-Level Committees.

## IT Steering Committee Rating Sheet

**Metropolitan Bank & Trust Company**  
**IT STEERING COMMITTEE**  
 Rating Sheet for the Year \_\_\_\_\_

**Name of Committee Member:** \_\_\_\_\_

The rating sheet has to be completed independently by each member of the Committee following the rating scale describe below. For each of the statement listed in the form, please encircle the number that best reflects the member's own evaluation.

Rating Scale:

Rating	Description
5	<b>Strong</b> – exceeds what is considered necessary given the size, risk profile and complexity of operations of the Bank. Deficiencies/weaknesses are considered to be minor and insignificant.
4	<b>Satisfactory</b> – meets what is considered necessary given the size, risk profile and complexity of operations of the Bank. Deficiencies/weaknesses are considered to be minor and insignificant.
3	<b>Less than satisfactory</b> – does not meet what is considered necessary given the size, risk profile and complexity of operations of the Bank. However, the Board is committed (with ability and willingness) to correct the situation in a timely manner.
2	<b>Deficient</b> – deficient, in a material way, to meet what is considered necessary given the size, risk profile and complexity of operations of the Bank. Moreover, the ability of the Board to correct the situation in a timely manner is doubtful.
1	<b>Critically deficient</b> – critically deficient to meet what is considered necessary given the size, risk profile and complexity of operations of the Bank. The deficiencies/weaknesses pose an imminent threat to the safety and soundness of the Bank.

Duties and Responsibilities	Rating
1. Provides governance and oversight in the management of the Bank's IT resources.	5 4 3 2 1
2. Ensure that IT strategies are consistent with the overall business objectives.	5 4 3 2 1
3. Regularly provide adequate information to the BOD regarding the overall IT performance, status of major projects or other significant issues related to IT risks.	5 4 3 2 1
4. Approve the following:	5 4 3 2 1
(a) Roles and responsibilities of individual IT functions	5 4 3 2 1
(b) Bangko Sentral ng Pilipinas IT/IS-related Audit Findings Action Plans	5 4 3 2 1
(c) Overall IT Performance	5 4 3 2 1
(d) IT Strategy and Tactical Plan and any proposed changes ensuring consistency with the overall business objectives and strategy of the Bank.	5 4 3 2 1
(e) IT projects that may have significant impact on operations, earnings or capital	5 4 3 2 1
(f) IT Security Program and subsequent changes thereof.	5 4 3 2 1
(g) IT outsourcing/insourcing approaches/solutions/activities and final budget endorsed by IT Governance Committee (ITGC) and other related committees.	5 4 3 2 1

## Annex A

Duties and Responsibilities	Rating
(h) IT and Information Security (IS) policy changes and endorse to the BOD approval; and receive periodic report on the effectiveness of these policies.	5 4 3 2 1
5. Note the following:	
(a) Implementation and effectiveness of IT Security Program and ensure that identified issues are addressed	5 4 3 2 1
(b) Results and statuses of IT risks assessments and associated mitigation plans.	5 4 3 2 1
(c) Changes on e-Products offerings and services to ensure alignment with corporate strategic goals.	5 4 3 2 1
(d) Highlights of IT and IS Monthly Performance Report	5 4 3 2 1
6. Report to the BOD significant items as it deem necessary	5 4 3 2 1
7. The Committee shall review its charter at least annually or when there are significant changes to committee's mandate, scope and working procedures.	5 4 3 2 1
<b>Average:</b>	

Committee Member's Evaluation	
1. What are the strengths of the Committee?	
2. What was the Committee's greatest contribution during the period?	
3. What are the Committee's areas for improvement?	
4. If you could change anything with the Committee, what would you change and why?	

\_\_\_\_\_  
Signature over printed name