



REPUBLIC OF THE PHILIPPINES
PRESIDENTIAL COMMUNICATIONS OPERATIONS OFFICE
Tanggapang Pampanguluhan sa Operasyong Komunikasyon
Ermita, City of Manila

SUPPLEMENTAL/BID BULLETIN No. 1
01 September 2021

Procurement of IT Services for Platform Hosting, Maintenance, Mobile Application Enhancement and Development of the Electronic Freedom of Information (eFOI) Portal

(Procurement/Contract No. 2021-PCOO-I-012)

Please be informed of the following Resolutions made by the BAC which correspond to the respective issues below:

Item No.	Issue	Resolution
1	Can a corporation which virtually took in lock, stock and barrel all directors, officers, personnel, assets, etc... of a different corporation use the latter's legal, technical and financial track record for purposes of participating in public bidding?	<p>In resolving the issues at hand, the BAC-I makes reference to GPPB NPM No. 131-2017 which provides the following issue and resolution, to wit:</p> <p>“Whether or not the Medical Gallery Trading Company, a duly registered partnership, may still use its completed contracts if it will convert the entity into a corporation.</p> <p>[P]lease note that in government procurement, a bidder is awarded the contract based on its qualification and compliance with the legal, technical and financial requirements of the procurement project. The completed contracts of the partnership are personal to it and could neither be credited nor recognized in favor of the newly created corporation and its stockholders, even if the corporation is composed of the same officers operating the partnership. It is well settled under Art. 1768 of the Civil Code that a partnership "has a juridical personality separate and distinct from that of each of the partners."</p> <p>Hence, the track record of the partnership, whose partners will become directors or officers of a new corporation cannot be used by the latter for purposes of proving or showing the latter's legal, technical and financial capacity in a procurement opportunity.</p> <p>On the other hand, basic in corporation law is the principle that a corporation has a separate personality distinct from its stockholders and from other corporations to which it may be connected. Thus, the doctrine on separate personality applies to a partnership and a corporation, to which the track records or the completed contracts of the partnership cannot be used by the corporation.”</p> <p>While what virtually happened in the first issue was a transfer, lock, stock and barrel, of the composition of one corporation to another, in the eyes of the law, the origin and</p>

		<p>destination corporations are separate and distinct entities.</p> <p>As such, the destination corporation cannot use the legal, technical and financial track record of the origin corporation.</p>
2	<p>Can a corporation use the legal, technical and financial track record of the entity under sole proprietorship which it evolved from, for purposes of participating in public bidding?</p>	<p>Corollary to the discussion above, the law also treats a corporation separate and distinct from the entity under sole proprietorship from which it evolved from.</p> <p>Thus, said corporation also cannot use the legal, technical and financial track record of the entity under sole proprietorship which it evolved from.</p>

Further, please be informed that the **DEADLINE OF SUBMISSION OF BIDS** is rescheduled to **08 September 2021, 9:00 AM**, and **OPENING OF BIDS** shall follow at **10:00 AM** on the same date.

For any clarification, please do not hesitate to contact the Secretariat through the details below:

ATTY. MARK WAYNE E. EUBANK
 Head, Bids and Awards Committee Secretariat
 Presidential Communications Operations Office
 7th Floor Times Plaza Building, UN Avenue
 Ermita, City of Manila
 Telefax No: (+632) 935-248-1213
 Email: bacl@pco.gov.ph
 Website: <https://pcoo.gov.ph>

For information and guidance.

(ORIGINAL SIGNED)
ASec. OMAR V. ROMERO
 Chairperson, Bids and Awards Committee - I