



**GRAND UNITED ORDER OF ODDFELLOWS FRIENDLY SOCIETY NO: 204F**

**MINUTES OF THE MEETING OF THE BOARD OF DIRECTORS  
(COMMITTEE OF MANAGEMENT)**

**Held at**

**The Registered Office:**

**56 TALBOT ROAD, OLD TRAFFORD, MANCHESTER, M16 OPL**

**on**

**SATURDAY, 12<sup>TH</sup> NOVEMBER 2022**

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MEETING OF THE BOARD OF DIRECTORS  
SATURDAY, 12<sup>th</sup> NOVEMBER 2022**

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**MEETING OF THE BOARD OF DIRECTORS  
(COMMITTEE OF MANAGEMENT)  
HELD SATURDAY, 12<sup>TH</sup> NOVEMBER 2022**

**ATTENDANCE REGISTER**

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**Name:**

**Meeting commenced at 9.30 a.m.**

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**Present:**

<b>Sister S.R. Whitehouse</b>	<b>- Chairman / Grand Master</b>
<b>Sister P.A. Palmer</b>	<b>- Vice Chairman / Deputy Grand Master</b>
<b>Sister M.A. Blankson-VanDyck</b>	<b>- Immediate Past Grand Master</b>
<b>Brother N. Robinson</b>	<b>- Grand Secretary</b>

**Directors:**

**Brother M. Gordon**  
**Brother P.C.A. Hulland (via Zoom)**  
**Brother M.J. Dyche**

**Principal Directors of  
Grand United Trustees Ltd:**

**Brother D. B. Whittaker P.G.M.**  
**Sister J. Birch**

**Also Attending:**

**Brother D. Oakes - Deputy Grand Secretary**

**The Grand Master Sister Sally R. Whitehouse welcomed everyone to the meeting of the Board of Directors particularly Brother P.C.A. Hulland participating via Zoom due to recently having undergone a medical procedure.**

**The Grand Master informed that everyone should find in their place a hard copy of the Meeting Agenda and Diary Insert for 2023.**

**MEETING OF THE BOARD OF DIRECTORS  
(COMMITTEE OF MANAGEMENT)  
HELD ON SATURDAY, 12TH NOVEMBER, 2022  
COMMENCING AT 09.30 A.M.**

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**AGENDA OF BUSINESS**

**To                   Item:**

**2022/11/1    APOLOGIES:**

Noted apologies had been received from Brother J. B.Mellor unable to attend the meeting due to being double booked and having to sort lambs the morning of the meeting at the farm, then again at the market. Also apologies from Brother V. M. Houldsworth P.G.M who was unable to attend the meeting due to having been admitted to Bangor Hospital a week ago whilst on holiday and having only just been released the day before the meeting.

**IT WAS RESOLVED, AGREED: “that best wishes be conveyed to Brother V.M. Houldsworth for a speedy recovery and look forward to seeing him soon and respect to Brother Phil Hulland trying to participate via Zoom and the Grand Master wanted it recording that all Directors should remember that Board Meetings are scheduled to be held as detailed in the General Rules of the Order, the second Saturday in February, April, August and November”.**

**IT WAS ALSO RESOLVED: “that Brother J. B. Mellor be fined £5.00 to the Grand Masters Charity Fund and the fine to be matched by Brother D. B. Whittaker P.G.M for the suggestion of the fine”.**

**2022/11/2    IN MEMORIAM:**

**Brother John A Spong**

It was announced with sadness the passing of W/Bro. John A Spong on Tuesday 16<sup>th</sup> August 2022 at the hospital.

Brother Spong joined the London United Lodge No 11636 and Order in 1983. He was a financial and active member of the Lodge. As soon as he became a member Brother Spong applied himself diligently to the teaching and principles of his Lodge. He passed through all the grades of office and rose to the rank of Past Worshipful Council Master of the Council Masters Chapter.

Brother John Asante Spong was admitted to hospital a few weeks ago. He was about to be discharged when the sickness got worse.

Sadly he lost the fight for his life on that fateful Tuesday 16<sup>th</sup> August 2022.

His burial was scheduled on Friday 9<sup>th</sup> September 2022 at South Ealing Cemetery, 28 Chilton Avenue, London W5 4RU.  
May his soul rest in perfect peace.

Upon the Grand Masters instruction the meeting stood in recognition of all bereaved and in particular of Armistice Day and the Grand Master read a poem prior to 2 minutes silence.

**2022/11/3 MINUTES:**

**IT WAS RESOLVED, AGREED: “that the Minutes of the Quarterly Board Meeting held Saturday, 13<sup>th</sup> August 2022 numbered (2022/8/1 – 2022/8/25) be approved as a correct record of the business conducted thereat to be signed by the Grand Master”.**

**2022/11/4 INVITATIONS/VISITS/REPRESENTATIONS:**

**Derby District Dinner Dance:**

Noted, an open invitation had been received to all members of the Board of Directors and their partners to attend the Derby District Dinner Dance on Saturday 10<sup>th</sup> December 2022 at the Stuart Hotel, London Road, Derby at 7 for 7.30pm.

**IT WAS RESOLVED, AGREED: “that the invitation be officially accepted”.**

**2022/11/5 BRANCHES:**

Noted, that the Lodge Secretary of Woodlands Lodge No. 185 Haworth had provided details of the Lodge Meeting dates for 2023 and the Grand Master intimated she intended attending the February meeting and it would be appreciated if all other branches would also inform their meeting dates for 2023 for possible representation by the Board of Directors.

**2022/11/6 SOCIETY’S ACTUARY/ACTUARIAL INVESTIGATION:**

Noted, the Actuary provided details of succession planning which had been circulated and after consideration it was agreed that the Grand Secretary to do background research in respect of a possible future appointment for when Nigel Silby gives notice of his retirement.

**2022/11/7 PASSWORD:**

**IT WAS RESOLVED, AGREED:** “that from the 1<sup>st</sup> January 2023 and for 12 months thereafter or until such time as subsequently revised the password for the order be as follows”:-

Lodge Outside	yjvoaonrv
Lodge Inside	oxkarwovoaf
Traveller	kalpvoxs
CMD	jkhhuoj

**2022/11/8 OFFICERS LIABILITY INSURANCE:**

Noted, cover had been renewed at the current level for a premium of £2,763.00. No increase on the previous years premium.

**2022/11/9 THE ASSOCIATION OF FINANCIAL MUTUALS:**

Noted, the 2022 AGM was held on Monday 10<sup>th</sup> and Tuesday 11<sup>th</sup> October at the De Vere Cotswold Water Park, Cirencester and that a new Chief Executive Andrew Whyte ex Director of Communications of the Financial Conduct Authority will be in place on the 1<sup>st</sup> January 2023.

**2022/11/10 ORDER DIARY:**

Noted, **174** Special Order Diaries 2023 have been received and a re-sale price of **£4.20** each excluding postage and packing had already been agreed and after orders from Lodges had been satisfied the balance of 49 diaries remains.

**RESOLVED, AGREED:** “that any surplus diaries be distributed overseas as agreed”.

**2022/11/11 FINANCIAL CONDUCT AUTHORITY/PRUDENTIAL REGULATION AUTHORITY:**

**11.0** Noted, deadline for submission of Schedule IV Reports by Independent Inspectors of Lodge Systems was the 30<sup>th</sup> September 2022 and all reports bar two have been received and were available for consideration.

**IT WAS RESOLVED, AGREED:** “that the Grand Secretary chase up the outstanding reports and thanks be expressed to Lodge Secretaries for their efforts in meeting the deadline”.

- 11.1 IT WAS RESOLVED, AGREED: “that Brother Martin Gordon Senior Director be thanked for completing the inspection of Head Office systems and his report was available for consideration”.**

**2022/11/12 BOARD DEVELOPMENT & COMPLIANCE:**

- 12.0** Noted, a range of modules of skillcast online courses have been circulated to everyone, there are eight modules to be completed in a twelve month period, the schedules are 2 modules every three months, commencing Monday 31<sup>st</sup> October 2022.
- 12.1** Noted, The firm specific message from the PRA following a review of the Society’s 2020 Annual Accounts considered at the last Board Meeting, and as agreed the Grand Secretary discussed it with the Actuary and a response drafted by the Actuary was sent to the PRA after circulation and agreement.

The response from the PRA is quite succinct noting the estimation of the current capital coverage ratio and asking the Society to report the latest position to them in early January 2023.

**2022/11/13 GENERAL RULES:**

Noted, the partial amendment to the General Rules, the addition of a new rule, “39A – Fund Transfer Assistance” approved by the 2022 AMC has been submitted for registration.

**2022/11/14 PROGRESSION OF THE ORDER AND MARKETING STRATEGY:**

- 14.0** It was agreed at the last Board Meeting that Directors would check local outdoor shows to attend and to report to this meeting and to also look into providing narrative and reports of Lodge events for posting online and was agreed to apply for a 3 metre x 3 metre stand with Wi-Fi and electricity at the Great Yorkshire show.
- 14.1** Noted, after consideration of a number of factors including saving on management expenses and the usually inclement weather threatening a Quorum being available.

**IT WAS ALSO RESOLVED, AGREED: “that the February Board meeting be held on Zoom”.**

**2022/11/15 REPORT BY THE SOCIETY’S TRUSTEE:**

A Zoom Board Meeting was held on Tuesday, 8<sup>th</sup> November 2022, attended by James Horsfall of the Society’s Brokers. Bro D.B.Whittaker P.G.M reported:-

That although quorate the Chairman Bro. V.M. Houldsworth P.G.M had been absent due to being hospitalised while on holiday and best wishes had been sent for a speedy and full recovery

**(i) BROKERS / PORTFOLIO**

Following the change over to sponsored Crest there have been issues in receiving dividends, hopefully now being resolved after communication with the respective Registrars Brokers

**(ii) DISTRIBUTION OF INVESTMENT INCOME & ASSETS LEVY:**

The meeting had deliberated on projections provided in respect of the Order Investment Fund and Order Management Fund Income & Expenditure and agreed on the recommendations to be made to this meeting for the Assets Levy and Distribution of Investment Income. To be dealt with later in this Agenda.

**(iii) OLD TRAFFORD PROPERTY:**

The previous tenants had finally reimbursed the Society in respect of annual service charges but only after a small claims case had been registered and allocated a hearing at Bradford combined court which was to be attended by Justin Robinson.

Agreement on the Schedule of Dilapidations had not been reached and Justin Robinson had informed that the Secretary should arrange the works required and then Justin will attempt to seek reimbursement from Principal Claims. The works required:-

- (i) Kitchen worktop replacing which has been actioned.
- (ii) Clearance and deep clean.
- (iii) Redecoration including water damage from previous leak.
- (iv) Replacement carpet and other carpets cleaning.

The EPL assessor for the suite who had reported that the suite had not achieved minimum energy standards required to re-let is to assess the works required and report on them to bring the suite upto the required standard, before the outstanding dilapidations can be addressed.

**(v) STOCKPORT PROPERTY:**

Justin Robinson was scheduled to meet the potential tenants with their Architect/Surveyor and builder to enable them to get a fuller idea of the works needed. Justin has yet to report on that meeting.

Andrew Snape continues negotiations with Lloyds Banks Surveyors in connection with Dilapidations, Andrew is making progress with Lloyds Surveyors now accepting responsibility towards the roof which is the major item and matters appear to



be heading in the right direction after Andrew Snape rejected the £30,000 offer from Lloyds Bank to settle the matter with Andrew being at a much higher figure being of the opinion that the roof requires replacement.

**(vi) HARROW PROPERTY:**

At the Auction the property sold for £562,000 and the buyer has 6 weeks to complete the transaction. The property was originally purchased for £43,500 on 26<sup>th</sup> August 1983 and it was agreed to try and get a short term investment for the monies when received prior to re-investment.

The tenant has issued a Section 26 request for a new business tenancy, essentially a formal request for a new tenancy, a matter to be dealt with by the new owner. The Society's Solicitors Hill Dickinson had added it to the legal pack that potential buyers downloaded and the Auctioneers had already stressed it was nothing to worry about.

**(vii) LITTLE HULTON, GREATER MANCHESTER PROPERTY:**

Following email circulations Justin Robinson had agreed a lease renewal of ten years at the passing rent £20,000 p.a subject to breaks at the end of year 2 and year 5, Heads of Terms have been prepared and forwarded to Hill Dickinson to commence legal formalities with the current lease ending on the 31<sup>st</sup> January 2023.

**(viii) MONEY ON DEPOSIT:**

The current position was highlighted to the meeting.

**(ix) GROUND RENTS:**

**Garages and Woodford Green Properties:**

The Society's Solicitors are confident that matters are nearing conclusion and an update was provided to the meeting on the lease extensions and freehold sales currently being dealt with by the Society's Solicitors. The Trustee was thanked for their most informative report.

**2022/11/16 ACCOUNTS:**

- 16.0** Noted the Society's Registered Auditors have submitted their fees for the year of account ending 31<sup>st</sup> December 2021 reflecting inflationary increase in costs a combined fee of £12,500.00 + VAT (**£11,950.00 plus VAT**).

**IT WAS RESOLVED, AGREED: “that settlements of the fees be endorsed”.**

- 16.1 Noted, the Deputy Grand Secretary Brother D. Oakes presented his report to the meeting confirming Assets and Liabilities were in balance and reported on the Society’s budget for which he was warmly thanked.

[The meeting adjourned for tea / coffee at 10.35 resuming at 10.52am].

- 16.2 Noted, following the Audit of the Accounts as at 31<sup>st</sup> December 2021 the points made by the Actuary after the Triennial Actuarial Investigation as at 31<sup>st</sup> December 2020 highlighted by the Auditors regarding the properties of the Derby District Investment Association were considered at the last Board Meeting when it was agreed that the Derby Branches should address the points made and respond to this meeting, and a letter received that morning from Derby District Investment Association, the Grand Secretary read to the meeting and it was agreed the letter be relayed to both the Society’s Actuary and Auditor.

**2022/11/17 DISTRIBUTION OF INVESTMENT INCOME AND ASSETS LEVY:**

**Levies including Assets Levy and Distribution of Investment Income:**

- 17.0 Noted, it is normal practice at the November meeting to determine the rate of the Assets Levy and to also authorise call in one third of the amount allocated to Head Office Management Fund from branch valuations.

**IT WAS RESOLVED, AGREED: “to appropriate to Head Office Management the amount allocated thereto from the valuation and the Grand Secretary to be authorised to issue Annual Levy Notices to branches”.**

Noted, consideration was given to projections provided to the meeting and ensuring all branches contribute equally to the expense of the running the order with Assets Levy being charged against lodges not depositing in the Order Investment Fund it was:

**RESOLVED, AGREED: “that the Assets Levy be set for the next two years at 5% with a differential of 0.75% in respect of property re-valuations the Levy being charged against the assets included in the Branch Consolidated Returns other than a deposit in the Order Investment Fund and the first £500.00 deposited in a Savings Bank Account”.**

- 17.1 Noted, before consideration of the distribution of Investment Income the meeting was advised the matter received lengthy consideration at a

Trustee Board Meeting held Tuesday 8<sup>th</sup> November 2022, when the Deputy Grand Secretary provided the meeting with income and expenditure projections. It was:-

**RESOLVED, AGREED: “that in accordance with the recommendations of the Society’s Trustee calculated in the usual manner as at 30<sup>th</sup> November 2022 surplus to be distributed in the form of interest to all the deposits in the Order Investment Funds calculated at the rate of 5% in the same manner to all branch deposits and any shortfall in income for distribution to be transferred from the Interest Reserve Account”.**

**2022/11/18 FAMILY FUN DAY:**

Noted that the intended venue had been provisionally reserved for the two possible dates in August 2023.

**2022/11/19 FRATERNAL MOVABLE CONFERENCES/AFFILIATED LODGES:**

**Trinidad Star Lodge No. 4736 Trinidad**

Noted, a replacement Dispensation Warrant had been signed ready for sending to the Lodge Secretary.

**2022/11/20 “2023” ANNUAL MOVABLE CONFERENCE:**

**20.1** Noted, Advance Notice and Credential Forms have been issued to Branches and Past Grand Masters, with a deadline informed for Credential Forms being 31<sup>st</sup> December 2022.

**20.2** Further noted, that Warren Tolley had been approached to provide his services and it was:-

**RESOLVED, AGREED: “that the quotation from Warren Tolley be accepted and he be booked to provide audio services for the Conference”.**

**20.3** Noted, that suitable audio equipment be required for Brother P. Hulland as he is unable to have the standard microphone near to him and that Warren Tolley be asked about the possible streaming of a future Installation Conference, as opposed to the one day AGM and also agreed that a question box be implemented at Conference for delegates to deposit questions to be addressed by the Board of Directors.

**20.4** It was further agreed that the Grand Secretary inquire at the conference hotel of any recommendations for a DJ for the Saturday evening social.

## **2022/11/21 “2024” ANNUAL MOVABLE CONFERENCE:**

Noted, It was agreed by email that the 2024 AMC be a one day Installation Conference commencing Saturday 18<sup>th</sup> May at 9.30am, coffee break 11.00am approximately with a 45 minutes lunch break at 12.30pm then business to conclusion including installations with an estimated 5.30pm finish, Conference Dinner be scheduled for 7.30pm and 2 nights accommodation being provided by the Order for Friday and Saturday night and the Imperial Hotel, Llandudno has been booked accordingly.

It was also noted to look into booking the band “The Swing Commanders” for the Saturday evening social.

## **2022/11/22 HEAD OFFICE STAFF/PREMISES:**

**22.0** Noted, the previous tenants Principal Claims Limited have finally reimbursed the Society in respect of annual service charges but only after a small claims case had been registered and allocated a hearing at Bradford combined court which was to be attended by Justin Robinson.

**22.1** It was also noted, that agreement on the Schedule of Dilapidations had not been reached and that Justin Robinson had informed that the Secretary should arrange the works required and then Justin will attempt to seek reimbursement from Principal Claims. The works required:-

- (i) Kitchen worktop replacing which has been actioned.
- (ii) Clearance and deep clean.
- (iii) Redecoration including water damage from previous leak.
- (iv) Replacement carpet and other carpets cleaning.

**22.2** Further noted that the EPL assessor for the suite who had reported that the suite had not achieved minimum energy standards required to re-let is to assess the works required and report on them to bring the suite upto the required standard, before the outstanding dilapidations be addressed.

**22.4** It was also:-

**RESOLVED, AGREED: “that new signage be acquired for the Head Office including new emblem and sign with parking disclaimer”.**

## **2022/11/23 CLIMATE CHANGE PLANS:**

Noted, there was a general discussion concerning the Society’s plans and requirements.

**2022/11/24 LUNCHEON ARRANGEMENTS:**

Noted, no requirements with the February meeting being a Zoom meeting.

**2022/11/25 ANY OTHER ADMISSIBLE BUSINESS:**

**25.0** Noted, the Immediate Past Grand Master Sister Marian Blankson-VanDyck aided by members of the London branches had officially donated the proceeds of her Grand Masters Charity Fund to her chosen Charity with details and photos being included on the Order website.

**25.1** Further noted, the Grand Master Sister Sally R Whitehouse thanked the Immediate Past Grand Master for a great job in raising funds for her charity and the Deputy Grand Master for raising funds for the Grand Masters Charity Fund and herself for raising funds for her charity. Noted and agreed that each Director to look at their own Bio on the Order website to provide update and more content.

**25.2** Further noted, that Bro. D.K. Hemming and Bro. C. Hemming had been recovering from illness and the best wishes and the meeting sends its best wishes and prayers to both.

**2022/11/26 DATE OF NEXT MEETING:**

**IT WAS RESOLVED AGREED: “that the next meeting of the Society’s Board of Directors be held on Zoom in accordance with the General Rules Saturday 11<sup>th</sup> February 2023”.**

**[The Meeting closed at 11.42am]**

**Signed:** ..... **(Chairman)**

**Date:** ..... **2023**