



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
SATURDAY, 10th AUGUST 2024**

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**MEETING OF THE BOARD OF DIRECTORS
(COMMITTEE OF MANAGEMENT)
HELD AT 56 TALBOT ROAD, OLD TRAFFORD,
MANCHESTER M16 OPL
ON SATURDAY, 10th AUGUST 2024**

The Grand Master P.A. Palmer presided and the meeting commenced at 9.30am

Present:

Sister P.A. Palmer	-	Grand Master
Bro. M. Gordon	-	Deputy Grand Master
Brother N. Robinson	-	Grand Secretary

Directors:

Brother P.C.A Hulland	-	Via Zoom
Brother M.J. Dyche		
Brother J.B. Mellor	-	Via Zoom

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

Brother V. M. Houldsworth P.G.M.	-	Chairman
Brother D. B. Whittaker P.G.M.		
Sister J. Birch		

Also Attending:

Brother D. Oakes - Deputy Grand Secretary

The Grand Master Sister P.A. Palmer welcomed everyone to the August Board Meeting and informed that on the table everyone should have a copy of her report of the Emley Show and the Deputy Grand Masters report on the Ghana & Jurisdiction FAMC.

2024/8/1 CHAIRMAN:

IT WAS RESOLVED, AGREED: “that Sister P.A. Palmer Grand Master be elected the Society’s new Chairman and Brother M. Gordon Deputy Grand Master be elected the Society’s new Vice Chairman”

2024/8/2 APOLOGIES:

IT WAS RESOLVED, AGREED: “that the apologies for non attendance from Sisters J. Kaye Taylor and R. Nyarko be accepted”.

2024/8/3 MINUTES:

IT WAS RESOLVED, AGREED: “that the minutes of the quarterly meeting held on Saturday 13th April 2024 numbered (2024/4/1 – 2024/4/23) be now signed by the Grand Master as a correct record of the business conducted therein”.

2024/8/4 INVITATIONS/VISITS/REPRESENTATIONS:

Grand Masters Reception:

4.0 Noted, an invitation has been received from the Committee of Management Derby District to all members of the Board of Directors including Trustees to attend the reception in honour of the new Grand Master Sister Pamela A. Palmer on Saturday 21st September 2024 at the Mickleover Court Hotel, Etwall Road, Derby, black tie optional but regalia essential. Photos from 6pm meal from 7 for 7.30pm.

IT WAS RESOLVED, AGREED: “that the invitation be accepted and entitlement for travelling expenses be waived but that Saturday nights accommodation be discharged by the Order and that chain collars be the chosen regalia for the Grand Officers and Board of Directors”.

4.1 Noted, Bro. D.B. Whittaker P.G.M wanted his apologies placed on record that he would be unable to attend due to prior family commitments.

2024/8/5 ANNUAL RETURNS/ACCOUNTS:

Noted, all Consolidated Returns have been received and all Annual Accounts have been received and filed electronically with the Regulators via the new portal.

2024/8/6 BRANCHES:

- 6.0** Noted, a Branch Secretary had discussed with the Grand Secretary that the Committee of Management of the Lodge were now leaning towards the likelihood of the Lodge having to close by Transfer of Engagements and that he would explore if a local lodge is interested in accepting the engagements.
- 6.1** Noted, an email received from the Order website from a man in St Helens intimating he and family members would like to become active members of a local Lodge and he will be informed that Oldham Phoenix Lodge No. 12221 approx 30 miles away is the most local active lodge and Central Lodge No. 11917 administered at Head Office has no social side.

2024/8/7 OFFICERS LIABILITY INSURANCE:

Noted the current policy terminates on the 18th August 2024. The premium last year was **£2,763.00** - cover **£3,000,000.00** and it has been renewed on the same terms.

2024/8/8 ORDER DIARY:

“2025” Edition:

Noted, 175 special Order diary inserts have been ordered and the 13th April 2024 Board Meeting agreed a re-sale price of £4.30 each excluding Postage and packaging.

2024/8/9 SOCIETY’S ACTUARY/ACTUARIAL INVESTIGATIONS:

- 9.0** Noted that the Triennial Actuarial Investigation as at 31st December 2023 has been completed by the Actuary and the appropriate form has been signed by 3 signatories as required when the Secretary is also the Chief Executive and filed with the Regulators and copy documentation circulated including the Actuaries report containing his recommendations.

For the Order Ordinary Branch business, reversionary bonuses of 5% of the sum assured for each of the years 2021, 2022 and for 2023. A terminal bonus of 20% of reversionary bonuses declared to the date of death or maturity be paid for the triennium commencing 1 January 2024 or until further notice. The interim rate of bonus be maintained at 5% p.a. for the triennium commencing 1 January 2024 or until further notice.

For the Industrial Branch business a terminal bonus of 55% of the sum assured at death be paid for the triennium commencing 1 January 2024 or until further notice.

For Lodges the approach previously adopted by the Society of using the net surplus in each Lodge (allowing for transfers to the management funds in the Lodge and the Head Office and allowing for the Lodge RMM) to support an increase in death benefits. Approximately 94% of each Lodge's net surplus is used to fund an increase in benefits with the remaining 6% being carried forward. Recommendations are that the death benefits be increased as included in his report and once approved branch surplus distributions will be prepared for distribution.

IT WAS RESOLVED, AGREED: "that the Actuaries recommendations be approved:-

2024/8/10 BOARD DEVELOPMENT AND COMPLIANCE INCLUDING CONDUCT RISK:

- 10.0** Noted, the Actuarial team have yet to advise on the resilience testing required to ensure compliance with the requirements of the Prudential Regulation Authority for operational risk and resilience
- 10.1** Noted, the Grand Secretary reported at a previous meeting that he had involved the Actuarial Team in completing a survey by the Financial Conduct Authority on the treatment of customers in vulnerable circumstances and a follow up by the FCA 26th June required the Society as part of a broader sample of firms to provide a more in depth review providing evidence how the Society is monitoring outcomes for consumers frameworks and how its output are used to make improvements to products and services, and ultimately the outcome that customers in vulnerable circumstances receive. They are reviewing firms treatment of customers in vulnerable circumstances against the expectations of the 2021 guidance for firms on the fair treatment of vulnerable customers and they committed to evaluate firms actions and assess how outcomes for consumers in vulnerable circumstances have improved.

As well as the **not mandatory information request** a follow up (Teams) meeting has been scheduled for Monday 12th August to discuss the information shared and explore the Society's approach to delivering good outcomes for customers in vulnerable circumstances before which to provide (where relevant for the firm) various evidences with a deadline COB Thursday 11th July 2024.

The Grand Master and Grand Secretary had a Zoom meeting with the Actuary and Elaine Fairless on Friday 5th July to discuss the

requirements and it was agreed that the Grand Secretary prepare a response trying to inform the Society's operation and responsibility to its membership which was circulated and the Actuarial team built upon the document with an additional Appendix and it was submitted before the deadline and copy appended to the Board Agenda.

It seemed odd that a meeting was deemed required even before submission of the response but it has been scheduled for Monday 12th August at 9.00am with the FCA team, the Grand Master, Grand Secretary. The Actuary and Elaine Fairless and the Grand Secretary has queried the relevance of an Agenda received from the FCA.

- 10.2 Noted, arrangements will be made shortly for distribution of new Skillcast courses.
- 10.3 Noted that a feedback letter from the Prudential Regulation Authority after conducting its periodic summary meeting (P.S.M) for category 4 life insurance peer group of firms has been received. Challenging business model sustainability outlining various steps and requiring confirmation that the contents of the letter have been discussed and that the Board has agreed to implement actions requested and it was

RESOLVED, AGREED “that a sub-committee be appointed to review the Society’s future comprising; Grand Master Sister P.A. Palmer, Grand Secretary Bro. N. Robinson, Deputy Grand Secretary Bro. D. Oakes, Chairman of the Society’s Trustee Bro. V.M. Houldsworth P.G.M, representative of the Registered Auditors M. Chatten, Society’s Actuary N. Silby and E. Fairless”.

2024/8/11 PROGRESSION OF THE ORDER AND MARKETING STRATEGY:

- 11.0 Noted, the application for a trade stand at the Great Yorkshire Show Tuesday 9th July-Friday 12th July 2024 was unsuccessful but a trade stand had been secured at the Emley Show, Factory Farm, Emley Moor, Huddersfield, HD8 9TE held Saturday 3rd August 2024, and the Grand Master had provided her written report for which she was warmly thanked.

2024/8/12. FAMILY FUN DAY:

Noted that there had been no feedback to the challenge made at Conference to branches to forward suggestions for a future Family Fun Day.

IT WAS RESOLVED AGREED: “that the Grand Secretary contact all branches asking for their response to the challenge or just confirmation that the Lodge has considered the challenge, whether positive or negative and to respond by Friday 8th November 2024”

[Adjourned for tea/coffee 10.33am]
[Resumed 10.59am]

2024/8/13 REPORT BY THE SOCIETY'S TRUSTEE:

Noted a Zoom meeting was held Tuesday 6th August 2024, fully quorate and the Chairman Bro. V.M. Houldsworth P.G.M reported:-

(i) OLD TRAFFORD PROPERTY:

The dilapidations claim against the previous tenant continues. They are asking further questions in connection with the carpets which Justin Robinson is responding to and Justin is keen to bring the matter to a head but reluctant to engage Hill Dickinson at this stage as it will involve more fees that we are unlikely to recoup. The important thing is they are still in touch with Justin and not ignoring the matter. Justin is sure they think they will wear him out and the matter will fall away. They wont.

(ii) REDDISH PROPERTY:

In summary the total claim submitted amounts to £438,000 including VAT.

After some considerable chasing Lloyds surveyor has responded to Justin. The response is dismissive. Justin has been working up an appropriate response which he expects to go back to them with in the next week.

Their surveyor has made his own assessment of the property and arrived at a figure of £147,600 including VAT. As Justin touched on he considers he has been dismissive of many of the items Justin has referred to. In putting forward a claim Justin has not held back given that a negotiation is always likely. At the same time Justin has not been ridiculous with the demand. Items have been tendered and there are very real costs attached to dealing with the flooding.

Beyond the figure of £147,600 the surveyor has also had a diminution valuation carried out. In brief the law is such that the amount of landlords claim is capped at the level of diminution in value of the building as a result of the works needed. Their diminution surveyor has suggested that the buildings fall in value in light of flood damage and works of dilapidation is just £89,430. It is something of a nonsense in Justins view and clearly something of a try on.

Justin has already asked Ralph Bullivant (Hill Dickinson) how we might escalate this matter so to avoid their procrastination and unwillingness to engage properly.

Ralph has said that we could take the matter to Court. There is though cost which could be £10,000 and no guarantee we will win the day.

In the circumstances Justin is sending back via Ralph a very robust response requesting that they propose something far more realistic failing which they will leave us with no option but to go to court.

The matter is increasingly frustrating given the amount of time that has passed by and costs that have been and are being incurred. The property is empty and not earning any rent. Justins team are also struggling to get it removed from the rating list. The Valuation Office's argument is that they will not consider removing the property from the rating list ie no rates to pay until works of refurbishment commence.

Justin will keep us posted and it had been agreed not to accept less than £380,000 in settlement and take the matter to court if satisfactory settlement not proposed.

(iii) LITTLE HULTON PROPERTY:

No further progress with the tenant.

Justin has not had any contact with her. He fears the more we push her the more we might worry her into packing in and moving out. There isn't anything we can do to force her hand other than serving notice for a new lease and Justin really doesn't think that it is wise in the circumstances.

Justin plans to inspect the property again shortly and wants to be sure that she is sticking to her obligations under the terms of the lease in terms of repair, maintenance and compliance.

(iv) BROKERS/PORTFOLIO:

The Brokers recommendation on investing £150,000.00 from the Lechmere Avenue lease extension in Gilts has been agreed and is progressing.

An email from James Horsfall had been circulated informing of an implication that has come to light from Investec's Integration with Rathbones. They are no longer going to be able to offer sponsored crest membership and have offered use of their nominee service and all that entails. They would receive all dividends as per corporate Bonds held at the moment and be paid out at each month-end and needed a decision by end of September to allow time to move the investments across. It had been agreed that the Brokers offer of using their nominee services be accepted.

(v) GROUND RENTS:

LAND AT FONTAYNE GARDENS:

Disappointingly we are no further on. Justin doesn't seem to have any means of unlocking the situation. Zara at Hill Dickinson informed Justin that she is still waiting to hear from the head lessee solicitors. Eric Shapiro can't get any response from them either. The situation seems to firmly rest with the head lessee and seems hopeless. There is no threat we can deliver other than to withdraw from the proposal and Justin is not sure they'd be bothered. Having got this far Justin feels we must see it through and all he can do is keep pressing each side and hope that we reach a resolution. In a sense Justin doesn't want to constantly badger Hill Dickinson and have them badger the head lessee as it will keep pushing up the bill. Justin thinks there is a balance and he will maintain efforts.

WOODFORD GREEN PROPERTIES:

No. 36, the extension now complete premium £201,932 has been received and now only one unextended lease remaining.

No. 84, Section 42 notice received seeking to extend the lease in return for a premium of £5,000 (£100 to head lessee). Section 45 counter notice served today proposing a premium of £8,338 Grand United and £100 head lessee.

No. 56, Section 42 notice received seeking to extend the lease in return for a premium of £6,900 (£100 head lessee) Section 45 counter notice served requesting a premium of £9,735 Grand United and £102 head lessee. Negotiations ongoing.

No. 82, Section 42 notice received seeking to extend the lease in return for a premium of £5,000 (£100 head lessee). Valuations in connection with counter notice being prepared.

No 78/80 the tenant has made an approach with regards to acquiring the freehold of the two flats. His solicitor is contacting Hill Dickinson directly to see if a mechanism can be enabled to allow for the freehold to be acquired albeit subject to acceptance of a premium. Hill Dickinson instructed to initially seek undertaking with regards their costs.

IT WAS RESOLVED, AGREED: "that the Trustee be thanked for their informative report".

2024/8/14 ASSOCIATION OF FINANCIAL MUTUALS:

Noted, the 2024 Annual Conference is scheduled to be held at the East Midlands Conference Centre, Beeston Lane, Nottingham NG7 2RY Monday October 7th – Tuesday October 8th and agreed no representation be made.

2024/8/15 ACCOUNTS PERIOD ENDED 30th JUNE 2024:

- 15.0** Noted, that the Assets and Liabilities were in balance at the period ended and the Deputy Grand Secretary reported on the budget to the meeting for which he was thanked.

2024/8/16 DISTRESSED MEMBERS LEGAL AID SCHEME:

- 16.0** A member of Charity Lodge No. 97 Cleckheaton via the Lodge is claiming for assistance under the scheme, if his situation is covered, he has submitted documentation and basically it appears that he worked as a mechanic at a business sold in 2020 and the sale did not include the members own tools which he had acquired over a 40 year period but he is claiming that the new owners have retained his tools and the member has reported the claimed theft and has a crime reference from West Yorkshire Police and a statement from the seller of the business corroborates that the tools were not included in the sale. A summary of losses and actions had been appended to the Agenda.

It is also claimed that the new business owner has threatened the disabled wife of the member which has also been reported to the police.

IT WAS RESOLVED, AGREED: “that the Grand Secretary go back to the member for more details of his employment termination which is the only aspect covered by the scheme and advise that the Board is seriously considering any assistance under the terms of the scheme but need a clearer picture”.

2024/8/17. FRATERNAL MOVABLE CONFERENCES/AFFILIATED LODGES:

17.0 Ghana & Jurisdiction

Noted that the 2024 FAMC held at Gnat Hall, Tamale in the Northern region of Ghana from Thursday 1st August to Sunday 4th August and the Deputy Grand Master Bro. Martin Gordon officially represented the Central Body and provided his written report which was on the table for which he was warmly thanked and he thanked the Board for delegating him to attend the FAMC.

- 17.1** Noted an invitation had been received from the Grand Executive of

Australia & Jurisdiction to the Grand Master to attend the 2024 Biennial Fraternal Conference to be held from 9.30am Saturday 24th August 2024 at the Camden Haven Surf Life Saving Club, 128 the Parade, North Haven, New South Wales to conclude that evening with the Grand Lodge installation and dinner.

IT WAS RESOLVED, AGREED: “to graciously decline this invitation and Fraternal Greetings to be sent”.

2024/8/18. “2024” ANNUAL MOVABLE CONFERENCE

18.0 Noted, that the Report of Conference is being produced and a copy will be sent to each branch free of charge.

IT WAS RESOLVED, AGREED: “that the price for any additional copies remains at £12.00 including postage and packing”.

18.1 It was also noted that the total cost of Conference was £28,204.80 (2023 - £13,284.00).

2024/8/19. “2025” ANNUAL MOVABLE CONFERENCE:

19.0 Noted that Warren Tolley has quoted for supplying audio-visual equipment/technical support for the afternoon only Saturday 17th May 2023 at the Copthorne Hotel, Manchester.

IT WAS RESOLVED, AGREED: “that the Grand Secretary to obtain alternative quotes for comparison.

2024/8/20 “2026” ANNUAL MOVABLE CONFERENCE:

20.0 Noted, a few venues are under consideration it was thought that one particular venue could be ideal and the Grand Master and Grand Secretary were planning a visit but the proposal turned out to be well in excess of this years Conference by about £6000.00 plus significant additional car parking fees, but after the Grand Secretary informed the hotels Meeting and Events Consultant of the fact that the proposal was significantly more expensive than this years Conference she said she would check with the manager if she can drop the rates and offer a better commercial proposal, if not, other venues to be explored.

2024/8/21. HEAD OFFICE STAFF/PREMISES:

21.0 Noted, the dilapidations claim against the previous tenant continues and Justin is responding to further questions in connection with carpets, he is keen to bring the matter to a head but reluctant to engage Hill Dickinson at this stage as it will involve more fees unlikely to be recouped.

21.1 Noted, the new Wi-Fi has been installed with fluctuating speeds expected in the first weeks but a second access point is going to be installed on the first floor for an even spread of the Wi-Fi and that the cloud voice telephone system yet to be installed.

2024/8/22 LUNCHEON ARRANGEMENTS:

Noted and agreed everyone to make their own arrangements.

2024/8/23 ANY OTHER ADMISSIBLE BUSINESS:

23.0 Noted and agreed to consider erection of a shed at the rear of the Head Office to store the gazebo and promotional goods and to think about suggestions made regarding promotional material including trolley coins, kids activities, dog bowl and balloons.

23.1 Noted that as for existing Directors arrangements be made for DBS checks for the new members of the Board.

2024/8/24 DATE OF NEXT MEETING:

IT WAS RESOLVED, AGREED: “that the next meeting of the Board of Directors be held at Head Office Saturday 9th November 2024.

[The meeting closed at 12.25pm]

Signed: (Chairman)

Date: (2024)