



GRAND UNITED ORDER OF ODDFELLOWS FRIENDLY SOCIETY NO: 204F

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

**Held on
SATURDAY, 22nd APRIL 2023**

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**MEETING OF THE BOARD OF DIRECTORS
(COMMITTEE OF MANAGEMENT)
HELD ON SATURDAY, 22nd APRIL 2023
COMMENCING AT 09.30A.M**

The Grand Master Sister S. R. Whitehouse presided and the meeting commenced at 9.30am.

Present:

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

Directors:

Brother P. Hulland
Brother M.J. Dyche

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

Brother V. M. Houldsworth P.G.M. - Chairman (via Zoom)
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 warmly welcomed everyone informing that the Annual General Meeting of the Central Lodge to commence promptly at 2pm.

On the table the Grand Master informed everyone they should find a copy of the Agenda for the Board Meeting and a copy of her written report attending the London Lodge of Sorrow & Memorial Service.

2023/4/1 APOLOGIES:

Noted that both Bro. John Mellor and Bro. Vaughan Houldsworth P.G.M had informed the February Board Meeting that they would not be attending this meeting in person but hoped to be in attendance via Zoom and Bro. Vaughan had connected via Zoom, Brother Martin Gordon had contacted the Grand Secretary earlier in the week informing he was unable to attend the meeting due to family and personal issues.

IT WAS RESOLVED, AGREED: “that thoughts go to Brother Martin and family and look forward to welcoming him back to the Board Meeting and also agreed the apologies from Brothers Martin and John be accepted”.

2023/4/2 MINUTES:

IT WAS RESOLVED, AGREED: “that the minutes of the quarterly meeting held Saturday 11th February 2023 numbered (2023/2/1 – 2023/2/25 be now signed by Grand Master as a correct record of the business conducted thereat”.

2023/4/3 INVITATIONS/VISITS/REPRESENTATIONS:

Noted the Grand Master Sister S.R. Whitehouse representing the Central Body had attended the London Lodge of Sorrow & Memorial Service on Saturday 1st April 2023 at the Holy Trinity Church Hall, 74 Trinity Road, London SW17 7RH and her written report was available to the meeting and the Grand Master elaborated on the occasion saying how emotional and worthwhile she found it.

IT WAS RESOLVED, AGREED: “that the Grand Master be thanked for both her verbal and written reports”.

2023/4/4 ANNUAL RETURNS/ACCOUNTS:

Noted, The deadline for receipt of the Consolidated Lodge Returns was the 28th February and all Returns have been received and copied to the Actuary. Further noted copies of the Accounts and Committee of Management Reports are required to be forwarded to the Regulators by the 30th June or fourteen days before the Branch Annual General Meeting, whichever is the earlier date and later in the meeting an issue concerning signatories to the accounts to be discussed.

2023/4/5 NUMERICAL STRENGTH:

Noted, the strength of the Order as at the 31st December 2022 - including comparatives for the previous year were detailed to the meeting.

2023/4/6 BRANCHES:

Noted, the Branch meeting dates notified following the reminder issued after the February Board Meeting, excluding branches with board representation were detailed in the Board Agenda.

IT WAS RESOLVED, AGREED: “That the Grand Master and Deputy Grand Master to attend the 29th September meeting of the Workman’s Protection Lodge No 125, Cheadle and there will also be Board representation to the Friday 8th December Annual General Meeting of Bingley United Lodge No. 774 with the Grand Master intimating that she plans to attend the meeting”.

2023/4/7 ORDER ASSURANCE/HELPING HAND ASSURANCE FUNDS:

Noted, for the 12 months ended 31st December 2022, two policies have been issued, 1 Cashbuilder Plan for Annual premium of £240.00 with £2329.00 sum assured with profits and one Helping Hand Savings Plan with Annual premium of £120.00 and £1000 sum assured with profits.

2023/3/8 OFFICERS LIABILITY INSURANCE:

Noted, the current policy terminates on the 19th August 2023.

IT WAS RESOLVED, AGREED: “the Grand Secretary secure the same level of cover for the coming 12 months.

2023/4/9 SOCIETY’S ACTUARY/ACTUARIAL INVESTIGATIONS:

9.0 Noted, the Actuary is being provided with the data he requires for the interim valuation – deadline for filing with the regulators being the 30th June 2023 and that he will also be provided with data in line with the agreed timetable for the Consolidated Triennial Actuarial Investigation as at 31st December 2023.

2023/4/10 ORDER DIARY:

“2024” Edition:

Noted that 175 special Order diary inserts have been ordered with the price discounted to the 2023 Edition and resale price remains the same.

2023/4/11 BOARD DEVELOPMENT AND COMPLIANCE INCLUDING CONDUCT RISK:

11.0 Noted, advice from the Actuarial Team awaited concerning the resilience tests needing implementing, to be in compliance with the requirements of the Prudential Regulation Authority for operational risk and resilience.

- 11.1 It was also noted, Skillcast courses require completion in accordance with the scheduled timetable.

2023/4/12 PROGRESSION OF THE ORDER AND MARKETING STRATEGY:

- 12.0 Noted, at the time of the meeting it was not known if the Society is to be offered a trade stand applied for at the Great Yorkshire Show taking place 11-14th July 2023.

- 12.1 Further noted, that The Big One at Chaddesden Park, Derby is scheduled for Sunday 4th June 2023 but after consideration it was agreed the Big One would not be a suitable venue for the Society.

2023/4/13 FAMILY FUN DAY:

Noted, a letter to Branch Secretaries distributing the minutes of the 11th February 2023 Board Meeting requested branches to assess and inform by 31st March of interest by members to attend a Fun Day and to also inform which dates of 20th and 27th August be preferred and if free coach travel be required but limited responses have been relayed to the Deputy Grand Master and the Board expressed disappointment and sadness in the lack of interest and agreed not to proceed with a Family Fun Day this year and to report why to Conference.

2023/4/14 REPORT BY THE SOCIETY'S TRUSTEE:

Noted, a meeting was held Tuesday 18th April fully quorate with the Chairman Bro. V.M. Houldsworth P.G.M participating via Zoom while on holiday and Bro. D.B. Whittaker P.G.M. reported:-

(i) **OLD TRAFFORD:**

The Ground floor suite has been cleared and cleaned and 3 decorating quotations have been relayed to Justin Robinson for consideration, ultimately he will try to recover a portion of the costs in the Schedule of Dilapidations to be served on the previous tenants, once water damage is put right and the suite decorated, new carpets and kitchen vinyl flooring being fitted should enable the suite to be re-let.

REDDISH, STOCKPORT:

- (ii) This one has dominated Justin's time for the past weeks. The drying out process is complete. In parallel Andrew Snape is arranging for the services to be tested now the building is dry. We will then know what can be re used/reinstated and what can't.

In parallel with that, they are working up thoughts on what works of reinstatement to be done going forward and this is a process linked of course to the ongoing dilapidations claim.

It remains very much a step at a time. Andrew and Justin are making the wheels turn as quickly as they possibly can whilst aiming to protect the Society's interests in terms of the claim that will ultimately be served on Lloyds.

In all of the above Justin is in touch with a the party interested in taking a new lease and asked them to let him know what they propose doing to the property. It makes sense that the works of reinstatement that we do are consistent with what they require but equally we need to reinstate the property with the Society's and not their best interests in mind – and of course the dilapidations claim. They are though very serious and have sent Justin architects drawings of their plans and will in the next few days send him specifications of works they require. They are discussing terms and they require a 15 year lease which is certainly a positive.

(iii) **LITTLE HULTON:**

A new lease is with the tenant for signature and we require an EPC for the property before the lease can be completed and the assessor who approved the ground floor suite at Head Office will be carrying out the assessment.

(iv) **MONEY ON DEPOSIT:** £

Santander Instant Reserve Account	908.53
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Nat West Business Reserve Account	150,000.00
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(v) **PORTFOLIO/BROKERS:**

A general discussion on the current status of the portfolio.

(vi) **GROUND RENTS:**

FONTAYNE GARDENS:

Still progressing and Justin Robinson believes a conclusion is in sight.

WOODFORD GREEN:

The current situation in terms of ongoing leasehold extensions and freehold sales is as follows:-

36 – Notice just received for a new lease which has not previously been extended but a notice was served in 2017 which didn't proceed and the new notice proposing a premium £139,600.00 to the Society has been referred to Justin Robinson who has requested Eric Shapiro to prepare a valuation report.

46 – lease extensions – premium proposed by us £10,979 – notice received and counter notice served – 25th January at that figure. Awaiting response.

58-60 – freehold sale – now completed premium £67,685.

82-84 – freehold sale – premium £26,692 agreed – in legals. As previously this particular deal seems entrenched in the Shulem B deal and should be able to fall into place when that Shulem B deal concludes.

(vii) CLIMATE CHANGE PLANS:

A general discussion on requirements.

The Trustees were thanked for their comprehensive and informative report.

2023/4/15 ACCOUNTS YEAR ENDED 31ST DECEMBER 2022:

15.0 Noted, there have been no reported revisions from the figures produced in February but an issue with the Auditors in providing all the information required by the Actuary to be able to complete notes to the accounts including the capital statement due to the Derby District Investment Association and the Derby District and branches changing Auditors had note provided the information to the Actuary necessitating the involvement of the Order Auditors, it was:

RESOLVED, AGREED “that the authorised signatories be empowered to sign the accounts on behalf of this Committee”.

15.1 Noted, the Deputy Grand Secretary reported on the current period and the budget for which he was accordingly thanked.

15.2 Further noted, there is an issue with the signing of the accounts both the Order and branches with the FCA now flagging up that 3 signatures are required and it was:-

RESOLVED, AGREED: “that branches be informed that all accounts need signing by the Lodge Secretary and two members of the committee management”.

2023/4/16 CLIMATE CHANGE PLANS:

Noted, a general discussion on what the Society can do to benefit the climate and resolved, agreed to limit paper communications to electronically whenever possible.

*[The Meeting adjourned for coffee / tea at 10.33am]
[Resumed 10.52am]*

2023/4/17 FRATERNAL MOVABLE CONFERENCES/AFFILIATED LODGES:

17.0 GHANA & JURISDICTION:

Noted, Advance Notice has been received that the 2023 Annual Movable Conference will be held at Sekondi/Takoradi in the Western region of Ghana from 27/07/2023 – 30/07/2023 at a venue yet to be decided and the Grand Secretary Bro. S. K Bimpong Acquah has asked to be informed of representatives while waiting details of arrangements.

IT WAS RESOLVED, AGREED: “that the Immediate Past Grand Master, Sister Marian Blankson-VanDyk will be attending the AMC that she will be the official representative of the Central Body”.

17.1 Noted, As agreed at the last Board Meeting an email was sent to all jurisdictions and affiliated lodges sending best wishes of the Grand Master and Board of Directors and asking for news or updates for inclusion in the Board of Directors report to conference, with to date, limited feedback which was reported to the meeting.

17.2 DOMINICAN REPUBLIC & JURISDICTION:

Noted, the Communication from Carlos Perez of Perseverancia Lodge No. 9835 that was circulated had been referred to Bro. D. Colon Ambassador of the Jurisdiction who has informed that the Committee of Management of the Jurisdiction is working on an audit of all 5 districts as they have learned another lodge from district 4 was sold without their knowledge, once the audit is concluded they will inform actions to be taken.

2023/4/18 “2023” ANNUAL MOVABLE CONFERENCE:

18.0 Noted, Formal Notice had been served as required by the General Rules and no deficiencies were notified by the 7th April 2023 in accordance with the General Rules.

- 18.1 It was noted, it is normal for the April Meeting to decide who should be invited to act in certain capacities but there is no church service, mace bearers nor a vote of thanks.

IT WAS RESOLVED, AGREED: “That the Deputy Grand Secretary Act As Tyler At The Conference”.

- 18.2 Noted, resolved adopted the Board of Directors Report subject to being updated due to recent developments. It was also noted, resolved, agreed that part of succession planning be a Tyler in training to be discussed at a later Board Meeting.

- 18.3 **IT WAS RESOLVED, AGREED: “that a Pre-conference Meeting of the Board of Directors be held in the Heritage Suite at 11am on the Saturday morning”.**

It was also **RESOLVED, AGREED: “to have included at the Conference Dinner the bottles of wine as agreed by the meeting”.**

2023/4/19 “2025” ANNUAL MOVABLE CONFERENCE:

Noted, that the Deputy Grand Master Sister Pam Palmer give consideration to possible venues.

2023/4/20 DEVOTED SERVICE JEWEL:

Noted and agreed following a request for an award that consideration be given to an introduction of an award specifically for a Lodge to recognise continued service to the Lodge and Order by a Past Grand Master.

2023/4/21 HEAD OFFICE STAFF/PREMISES:

- 21.0 Noted, a written request from the Deputy Grand Secretary Brother D. Oakes had been circulated to change his employment to a three day week with his reasons outlined in his letter with pro rata reduction in both salary and holiday entitlement and that if approved his working week will be Monday – Wednesday with Monday being the designated work at home day and days subject to rotation if and when necessary and accepting at times a 5 day week be needed not least covering for the Grand Secretary when he’s on holiday.

IT WAS RESOLVED, AGREED: “that the Deputy Grand Secretary’s request for reduced hours be given a 3 month trial, to be reviewed at the August meeting of the Board of Directors and for the decision to be confirmed in writing to the Deputy Grand Secretary with the reviewed terms to commence on the 1st May 2023”.

- 21.1 Noted the Ground floor suite has been cleared and cleaned and at the date of the Board Meeting 3 decorating quotations have been relayed

to Justin Robinson, the Society's property advisor for consideration, ultimately will try to recover a portion of the costs in the Schedule of Dilapidations to be served on the previous tenants, once water damage is put right and the suite decorated, new carpets and kitchen vinyl flooring being fitted should enable the suite to be re-let.

2023/4/22 LUNCHEON ARRANGEMENTS:

IT WAS RESOLVED, AGREED: "that everyone be responsible for their own arrangements".

2023/4/23 DATE OF NEXT MEETING:

IT WAS RESOLVED, AGREED: "that the next meeting of the Society's Board of Directors be held at Head Office, Saturday 12th August 2023 commencing 9.30am.

[The meeting closed at 11.55pm]