



GRAND UNITED ORDER OF ODDFELLOWS FRIENDLY SOCIETY NO: 204F

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

The Registered Office:

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on

SATURDAY, 11TH NOVEMBER 2023

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**MINUTES OF THE ZOOM MEETING OF THE BOARD OF DIRECTORS
(COMMITTEE OF MANAGEMENT)
SATURDAY, 11TH NOVEMBER, 2023**

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	- Vice Chairman / Deputy Grand Master
Sister M.A. Blankson-VanDyck	- Immediate Past Grand Master
Brother N. Robinson	- Grand Secretary

Directors:

Brother M. Gordon
Brother P.C.A. Hulland
Brother M.J. Dyche
Brother J.B. Mellor

**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 S. R. Whitehouse welcomed everyone to the November meeting on Zoom due to inflated hotel prices, for multiple reasons including football and various parades.

On the table:

The Grand Master Sister Sally Whitehouse informed everyone should have received copy of letters relating to the Trinidad Star Lodge and the 2024 AMC social evening set menu.

2023/11/1 IN MEMORIAM:

Worthy Brother James Opoku-Acheampong

Noted, Bro. Joe Wryter Secretary of London United Lodge No. 11636 informed with deep sorrow the passing of Worthy Brother James Opoku-Acheampong on Saturday, 23rd September 2023 at the hospital in Ghana after a short illness.

W/Brother James was born in Ghana on 3rd December 1938. He came over to UK for further studies and in the year 1974 he joined the "London United" Lodge No. 11636.

Brother James was an active, enthusiastic, and conscientious person. He served his Lodge faithfully in the capacity as the Permanent Secretary for a good many years, He rose to the rank of Past Worshipful Council Master.

Brother James Opoku-Acheampong was one of the founding members of the Pride of London Lodge No. 12280 and the first Noble Grand of this Lodge for the year 1990/91.

After retiring from his full-time employment as an accountant in 2005, he went back to settle in Ghana but then returned to be a regular visitor to the UK.

He was very popular among the Brethren and much liked by everyone. Brother James will be sadly missed by all his family, friends, and Brethren.

May his soul rest in Perfect Peace.

At the Grand Master's request after informing there will be a 2 minutes silence at 11.00am in respect of Armistice Day. The meeting stood in a minutes silence in respect of all deceased Brethren.

2023/11/2 MINUTES:

IT WAS RESOLVED, AGREED: "that the Minutes of the Board Meeting held Saturday, 12th August 2023 numbered (2023/8/1 – 2023/8/23) be now confirmed as a correct record and be signed by the Grand Master when possible".

2023/11/3 BRANCHES:

- 3.0** Noted, the Grand Master attended the meeting of Workman's Protection Lodge No. 125 Cheadle on 29th September and her written report had been circulated and after reporting verbally she was thanked for representing the Board.

2023/11/4 SOCIETY'S ACTUARY/ACTUARIAL INVESTIGATION:

4.0 Noted, it will be the Triennial Consolidated Actuarial Investigation as at 31st December 2023 and a timetable had been agreed with the Actuary for provision of data.

2023/11/5 PASSWORD:

IT WAS RESOLVED, AGREED: "that from 1st January 2024 and for 12 months thereafter until such time as subsequently revised the password for the Order be as follows":-

LODGE OUTSIDE:	-	qrvkl
LODGE INSIDE	-	xrppraohl
TRAVELLER	-	yjalxaorv
CMD	-	asocjaly

2023/11/6 OFFICERS LIABILITY INSURANCE:

Noted, cover has been renewed at the current level for a premium of £2,763.00 – no increase on previous year.

2023/11/7 THE ASSOCIATION OF FINANCIAL MUTUALS:

7.0 Noted, the 2023 AGM was held on Monday 2nd and Tuesday 3rd October at the Grand, 97-99 Kings Road, Brighton and a link to minutes of this meeting had been circulated.

2023/11/8 ORDER DIARY:

Noted that **175** Special Order Diaries 2024 have been received and the re-sale price of **£4.20** each excluding postage and packing retained as previously agreed and after orders from Lodges had been satisfied a balance of 37 diaries remained.

IT WAS RESOLVED: "that any surplus diaries be distributed overseas as agreed".

2023/11/9 FINANCIAL CONDUCT AUTHORITY/PRUDENTIAL REGULATION AUTHORITY:

9.0 Noted, deadline for submission of Schedule IV Reports by Independent Inspectors of Lodge Systems was the 30th September and all reports had been received and were available for consideration.

- 9.1 It was also Noted, Brother Martin Gordon had completed the inspection of the Head Office Systems and his report was available for consideration for which he was warmly thanked.

2023/11/10 BOARD DEVELOPMENT & COMPLIANCE:

- 10.0 Noted. a range of modules with skillcast online courses had been circulated to everyone with eight modules for completion by 31st October 2023.

2023/11/11 PROGRESSION OF THE ORDER AND MARKETING STRATEGY:

- 11.0 Noted, It had been agreed at the last Board Meeting that Board members bring to this meeting details of any local shows to discuss possible representation for promoting the Order. And several shows including The Big One – Derby. The Emley Show near Huddersfield, The Stafford Show, Cheadle Makers Market or Carnival were discussed and agreed be looked into.

2023/11/12 REPORT BY THE SOCIETY'S TRUSTEE:

A Zoom Board Meeting had been held Tuesday 7th November 2023 attended by James Horsfall of the Society's Brokers.

(i) **SOCIETY'S BROKERS:**

James Horsfall, Senior Investment Director of Investec Wealth & Investment Limited made his presentation supported by documentation he had circulated earlier and answered all questions for which he was thanked.

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

The meeting had deliberated on projections provided by the Deputy Grand Secretary in respect of the Order Investment Fund and Order Management Fund income and expenditure and agreed on the recommendations to be made to this meeting for distribution of investment income with the Assets Levy having already been set for a 2 year period at the November 2022 Board Meeting.

(iii) **OLD TRAFFORD PROPERTY:**

The Ground Floor suite is now occupied and no issues to date and Justin Robinson has sent a claim to the previous tenants in connection with dilapidation costs and he will feedback response when received.

(iv) **STOCKPORT PROPERTY:**

A complete specification for renovation works has now been finalised. That specification has been issued to 5 contractors for pricing. Pricing

is due back 8th November. That will provide a platform to finalise negotiations with Lloyds Bank's Agents in connection with both of the flood and dilapidations claim.

The settlement will be a cash settlement negotiated by Andrew Snape. He will of course make his recommendations and seek the trustees approval before agreeing anything. Once the claim is finalised that will provide a platform for us to carry out work to the property and get it back into a state suitable for letting.

The dentist remains interested in taking a lease and Justin has told him he will keep him advised with regards to the refurbishment works.

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

A new lease is with the tenant for signature. She went quiet and then she said she had been trying to recruit a new nursery manager and that had taken priority. She wanted that in place before committing to a new lease and once again is quiet despite Justin chasing.

The situation is that the tenant now holds over. The terms of the lease remain in place as does the rent. The tenant could give one quarters notice to quit.

The advantage of a new lease is that it would commit her to a further term certain, we were not looking to increase the rent.

The tenant is clearly keeping her options open. The Society could take the aggressive approach and serve notice to bring the existing lease to an end. This would push her into taking a new lease. That said forcing her hand in this way could make her decide to move out which we don't want.

All things considered the meeting was in agreement with Justin that we leave things as they are, and he will continue to push gently.

(vi) **MONEY ON DEPOSIT:**

Current position highlighted to the meeting.

(vii) **GROUND RENTS:**

Garages and Woodford Green Properties:

Zara Saunders at Hill Dickinson is dealing with this.

Justin had a long discussion with Zara on 27th September. They seem to be stuck waiting for both the head lessee and the Council and Zara was pursuing them both. In the mix we have the flat owners keen to

conclude the matter of their freehold purchase. The Solicitors had always maintained this was linked to the Shulem B deal happening but Justin has never fully understood why. Justin asked Zara to look at that and she was to speak with Ralph Bullivant her colleague to see if there was a way of concluding the freehold purchase deal which would clearly result in a capital receipt (£26,692), Justin awaits hearing on that. Justin is finding it frustrating in terms of the head lessee deal but there seems little that can be done. Justin is in touch with Zara and will keep pressing.

Number 36: - Lease extension. Notice received. Counter notice served 1 June 2023 seeking premium of £258,396. No response from the tenant. Justin predicts this may not proceed due to the large premium required.

Number 78: - Freehold acquisition to include number 80. The tenant is in touch with Justin. No notice has been served and Justin is looking to agree a way forward by negotiation. No numbers have been tabled at this stage. Justin will keep us posted.

Number 82 & 84 – Freehold Sale: - Noted. Premium £26,692 agreed – in legals. As previously this particular deal seems entrenched in the head lessee deal.

(viii) **CLIMATE CHANGE PLANS:**

Advice was still awaited from E.D (Financial) and the softening of the Governments stance had been discussed. The Trustee was thanked for their informative report.

[The meeting adjourned for Tea/Coffee at 10.33am resumed at 10.58am]

[2 minute silence was stood for Remembrance Day]

2023/11/13 ACCOUNTS:

13.0 Noted, the Secretariat met with Martin Chatten (RPG) the Society's registered Auditors on Thursday 2nd November and Martin submitted his annual account for consideration by this meeting. 7% increase Order £12330 inc VAT (11520 inc VAT).

IT WAS RESOLVED, AGREED: "That settlement of the audit fees be endorsed".

13.1 Noted that the Deputy Grand Secretary presented his report on the Budget to the meeting for which he was thanked.

2023/11/14 LEVIES INCLUDING ASSETS LEVY AND DISTRIBUTION OF INVESTMENT INCOME:

- 14.0** Noted, it is normal practice at the November Meeting to determine the rate of the Assets Levy and also to authorise call in of **1/3rd** of the amount allocated to the 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 be authorised to issue the Annual Levy Notices to branches”.

Assets Levy – Noted, the 12th November 2022 Board Meeting had agreed that for the next two years the Assets Levy be set 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 Saving Bank Account.

- 14.1** It was noted before consideration of the distribution of investment income Brother V.M. Houldsworth P.G.M advised that the matter received lengthy consideration at a Zoom Trustee Meeting held Tuesday 7th November 2023 and the meeting considered income and expenditure projections provided by the Deputy Grand Secretary.

IT WAS RESOLVED, AGREED: “in accordance with the recommendations of the Society’s Trustee calculated in the usual manner as at 30th November 2023, surplus to be distributed in the form of interest to all deposits in the Order Investment Fund at the rate of 6% calculated in the same manner to all Branch deposits and any shortfall in income for distribution to be transferred from the interest reserve account”.

2023/11/15 FAMILY FUN DAY:

Noted, no feedback received following the last Board Meeting.

2023/11/16 FRATERNAL MOVABLE CONFERENCES/AFFILIATED LODGES:

16.0 Trinidad Star Lodge No. 4736 Trinidad

Noted, that there are still issues and legal challenges over the administration of the Lodge with the long time Permanent Secretary Bro. C. Chanicka informing that Vivian Johnson and Stephen Mathison have claimed appointments to key positions including Permanent Secretary, without proper due process. The Lodge has initiated legal proceedings to challenge these appointments and address the lack of due process. Bro. Chanicka claims Mathison and Johnson have broken into the lodge, vandalizing it, stolen the key to the night safe deposit box, stolen the modem that is used to access the internet and destroyed the security camera at the entrance of the lodge, they have

notified the bank and internet service provider of these thefts and reported the vandalism and theft to the relevant authorities.

Noted also that in the Registrar's letter to the Management Committee he purports that Deochan Sookdeo has been appointed to hold an inquiry. Bro. Chanicka claims that Mr Sookdeo is the auditor for all lodges and he has received all financial information and performed his annual audit as is the norm and they have received his audit report.

Legal letters sent to the Registrar and communication to Mathison have been provided (copy correspondence circulated with this agenda) and Bro. Chanicka will provide updates as the situation unfolds.

It was agreed the situation be noted and legal outcome be awaited.

2023/11/17 "2024" ANNUAL MOVABLE CONFERENCE:

- 17.0** Noted, Advance Notice and Credential Forms have been issued to Branches and Past Grand Masters, deadline informed for Credential Forms and notification of attendance being 31st December 2023.
- 17.1** Noted that Bro. P.C.A. Hulland originally informed by email that due to a change in employment circumstances he may not be able to attend Board Meetings and had questioned his suitability for seeking re-election to the Board and it had been agreed discussion be left to this meeting. Since which Bro. Phil Hulland has informed that he can seek to reschedule work shifts or use holidays for Board Meetings if allowed which he would know a fortnight before any meeting. It was agreed to monitor the situation with Bro. P.C.A. Holland's employment and ability to attend Board Meetings.
- 17.2** Noted the current Deputy Grand Master Sister P.A. Palmer will be age 71 years at conference and the provisions of General Rule II (2) become applicable with the requirement to propose a resolution to Conference why the Board deem Sister Pam be approved for election to office and if Covid hadn't happened this needn't have been a consideration.

IT WAS RESOLVED, AGREED: "that a resolution be proposed to Conference informing that Sister Pam Palmer D.G.M is a worthy candidate to the Office of Grand Master and in the Boards opinion the requirements are age discriminatory.

- 17.3** It seems when providing their proposal in the pricing the Hotel allowed for a table D'Hote menu specifically for the conference party on the Friday and a banqueting menu on the Saturday for the choice to be made of the same starter, main and dessert for all guests and the same for the vegetarian menu options and the banqueting selector

menus were circulated with this Agenda. Although an option for choice for everyone in the New Year will be a totally separate menu provided by the chef requiring a pre-order, seating plan and place with a £5 per person supplement.

IT WAS RESOLVED, AGREED: “that the option for a choice for everyone subject to a £5 per person supplement be agreed and the Hotel be informed to not make the choice exotic and the dessert choice to include the option of cheese and biscuits”.

17.4 Noted, it had been agreed previously to stream Conference but now to consider the possible broadcast of Conference via Zoom.

IT WAS RESOLVED, AGREED: “the streaming of Conference be cancelled”.

2023/11/18 “2025” ANNUAL MOVABLE CONFERENCE:

Noted an approach had been made to the Copthorne Hotel to hold the 2025 AGM on Saturday 17th May the same facilities as this year’s conference. The Grand Secretary intimating the possibility of the hotel becoming a regular venue for the AGM held every two years.

The proposal from the Meeting and Events team following discussions with the General Manager includes increased prices allowing for increased costs and they admit the rates seem a little on the high side due to the unknown on the hotels costs in two years with the proviso of reduction if rates lower than anticipated.

IT WAS RESOLVED, AGREED: “to book the Copthorne Hotel”.

2023/11/19 HEAD OFFICE STAFF/PREMISES:

19.0 Noted, that the Ground Floor suite is now occupied and no issues to date.

195.1 Further Noted, Justin Robinson has sent a claim to the previous tenants in connection with dilapidation costs and he will feedback response when received.

2023/11/20 CLIMATE CHANGE PLANS:

Noted, advice still awaited from E D (Financial) Ltd.

2023/11/21 LUNCHEON ARRANGEMENTS:

Noted and agreed everyone to make own arrangements.

2023/11/22 ANY OTHER ADMISSIBLE BUSINESS:

Noted Bro.V.M. Houldsworth P.G.M spoke about Bro. James Opoku-Acheampong and about Thames Water issuing a new Bond 8.5% fixed which he wouldn't recommend.

2023/11/23 DATE OF NEXT MEETING:

IT WAS RESOLVED, AGREED: “that the next meeting of the Society’s Board of Directors be held on Saturday the 10th February 2024 and to reserve a decision on face to face/zoom meeting until weather known”.

The Grand Master Sister S.R Whitehouse closed the meeting wishing everyone a Merry Christmas and Happy New Year which was warmly reciprocated.

[Meeting Closed at 12.05pm]

Signed: (Chairman)

Date: (2024)