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**MINUTES OF THE  
NINETY-FIRST ANNUAL GENERAL MEETING  
OF  
LADY GROVER'S FUND**

Held at Mountbarrow House, 6-20 Elizabeth Street, London, SW1W 9RB  
12 April 2016

In attendance:

General Sir Roger Wheeler	President
Maj Gen Adrian Lyons	Chairman and Trustee
Air Cdre Stephen Anderton	Vice Chairman and Trustee
Air Cdre Peter Johnson	Member
RAdm John Gower	Member (by phone)
Mr Lee Holloway	Member
Brig Jon Brittain	Member
Mrs Evelyn Strouts	Member
Lord Clifton (Ivo)	Rathbones
Mr Nigel Silby	Actuary, ED Financial
Mr Eric Pritchard	Auditor, Keelings
Col Mike Vickery	Secretary

Apologies:

Maj Gen Lennox Garrett	Vice President
Maj Gen Paul Alexander	Vice President
Mrs Bridgit Getley	Trustee
Col Sharon Woodhouse	Member
LtCol Nicky Murdoch	Member
Cdr Stephen Mackay	Member

**AGENDA ITEMS**

**1. Opening remarks by the President.**

The President welcomed all to the 2016 AGM and particularly mentioned our advisers; Eric Pritchard of

Keelings, our auditor; Nigel Silby of ED Financial, our actuary; and Ivo Clifton of Rathbones, our investment manager. The Meeting had a quorum (7 out of 11 members attending). The President asked all to introduce themselves.

No Fund members attended the meeting.

The President mentioned that he was aware that it required some quick work to get the accounts, reports and audit completed in the January to early April timeframe and thanked our auditors, accountant and actuary for achieving it.

2. **Apologies.** Apologies were received as above.

### 3. **Minutes of the 2015 AGM**

A copy of the 2015 AGM Minutes had been sent to all Members of the Committee of Management. Copies of the AGM Minutes, the Committee of Management's Report and Annual Accounts are always available for members of the Fund, on request, from the Secretary at the Registered Office. The Secretary would publish the AGM minutes on the website.

The 2015 AGM Minutes were before the Meeting. There were no comments or objections. Evelyn Strouts proposed acceptance of the minutes, seconded by Jon Brittain. The Chairman signed the minutes.

### 4. **Matters arising from the Minutes.**

There were no special matters which would not be covered in the Committee's Report, or in the ordinary course of the AGM.

### 5. **2015 Reports.**

#### **The Committee of Management's Report to the Fund's members of the year's work (2015).**

All committee members had a copy of the report. The Chairman recalled that 2014 had been a testing year for the Fund and was happy to report that 2015 had seen an improvement in our financial outlook. Much work had been done by the Committee and the Secretary in order to bring the Fund's supporting documentation into compliance with the new regulations. The regulatory burden had not been as onerous as had at first been feared, as the Fund does not fall under the stricter requirements of Solvency II, being a non-directive firm. The documentation had been revised with a view to applying best practice, rather than as a compliance box-ticking exercise. The Chairman thanked the Committee and the Secretary for their work.

**Actuarial Report.** The Chairman asked our Actuary, Nigel Silby, to present his report. Nigel reminded the meeting that every three years, he was required to produce a full triennial report. The full report was produced in 2013, so for FY 2015 he was required to produce an interim report on our liquidity.

He explained that since last year we had been declared to be a non-directive firm and thus some of his concerns about potential liquidity calculations had been allayed. The liquidity tests that he had applied to date remained in force; in particular the downgrade in value of equities by 10%.

In making his report he noted that 2014 expenditure on claims had been £102k, whereas in 2015 it had been £73k. This allowed some reserve to be released. Gilts yield had been about 2.4%, and a legacy of £30k had helped to raise our margin. Thus we had a favourable rise in our reserve from £40k in 2014 to £138k at end 2015.

He warned that we continued to be volatile, being vulnerable to the assumptions made in his calculations.

Audit. Copies of the audited Accounts and Balance Sheet were before the Meeting. Eric Pritchard, our Auditor, explained that at end 2014 there had been concern that claims would continue to be high and that the stock market weakness would drive down the value of the Fund. In fact, during 2015, claims returned to a more normal figure and the value of the Fund increased. He declared a clean audit report, with no reservations or observations. The Fund's solvency had risen.

Investment Report. The President mentioned that we have been well looked after by Will McIntosh-Whyte for some years and asked Ivo Clifton to thank him on the Committee's behalf for his excellent husbandry of our resources. Ivo reported that our capital worth had dropped by 5% over the year. He was concerned over the volatility of the market and that central banks were not able to control the market. Lee Holloway asked whether, if more were to be invested, the asset allocation of our portfolio would change significantly. Nigel Silby replied that although our 65/35 equities/non-equities balance was high, he doubted whether a 40/60 split would permit the growth that we require. Our investment mandate was discussed and Evelyn Strouts asked whether Ivo felt that our mandate was too restrictive. Ivo replied that it was more active than passive, but nevertheless gave Rathbones sufficient leeway to make decisions and act in the interest of the Fund.

**6. Adoption of the Accounts for the year ended 31 December 2015.**

Peter Johnson proposed the approval and adoption of the Accounts, seconded by Jon Brittain. The report was signed by the Chairman, Evelyn Strouts and the Secretary.

**7. Future of Lady Grover's Fund.** Following last year's Strategic Review, the Fund had received an expression of interest from the Officers' Association to take over the Fund and run it as part of the OA. The committee had received assurances from Lee Holloway, CEO of the OA, that they wished to keep the Fund's ethos and rules as they are and run the Fund as a business which would be complementary to the OA's present work, permitting them to present a more complete assistance package for their members.

Lee briefed the meeting on progress so far with due diligence. The OA Board had been consulted and had agreed to start exploring ways in which the OA could run the Fund. The OA would consult with their lawyers. The OA had requested that the Fund be incorporated in order to free the Trustees from financial risk. Nigel Silby mentioned that there might be repercussions on our reserve requirement and agreed to research the consequences of incorporation.

**8. Officers - Committee of Management.**

In order to comply with the Friendly Societies Act 1992, several appointments, re-appointments, retirements and re-elections were proposed and seconded at this Meeting. The Secretary dealt with this business:

Under Rule 16(1)

The Rules require that a third of the members of the Management Committee have to retire at the AGM every year and put themselves up for re-election if they wish.

**RETIRING** the following Members of the Committee of Management:

Lt Col Nicky Murdoch  
Col Sharon Woodhouse  
Mrs Evelyn Strouts

**RE-APPOINTING** the following as Members of the Committee of Management:

Lt Col Nicky Murdoch  
Col Sharon Woodhouse  
Mrs Evelyn Strouts

Evelyn would be retiring from the OA in June 2016 and would at that point resign from the Committee of Management. Lee offered her successor as a member of our Committee. Her successor was Commander (retired) Nigel Hare. The Head of Benevolence in the OA had been on our Committee almost ex officio for many years. Evelyn had been the primary co-signatory for payments of grants and invoices and had worked closely with the Secretary. The Secretary felt it was important that we and the OA continue this close cooperation and that the Committee should accept Lee's offer. He would deal with the formality of election when the time came.

The President thanked Evelyn for all that she had done for the Fund since she had been a member of the Committee. She had been considerably more than a co-signatory, and had always been ready with advice and comment when asked.

Under Rule 25(1)

**RE-APPOINTED** as Auditors of the Fund, Keelings Ltd.

Under Rule 26(1)

**RE-APPOINTED** as Actuaries of the Fund, ED (Financial) Ltd.

Stephen Anderton proposed these changes in Officers of the Committee of Management, seconded by Jon Brittain.

9. **Any other business.**

There was no other business.

10. **Closing remarks by the President**

The President thanked the Fund's Advisers:

- a. Eric Pritchard - Auditor - Keelings Limited
- b. Nigel Silby - Actuary - E.D.(Financial) Limited.
- c. Ivo Clifton - Investment Adviser – Rathbones.
- d. The Officers' Association who continued to be of considerable help to the Fund.

**AGM 2017.** Tuesday 11 April 2017. This took into account the fact that Easter would be on 16 April in 2017.

AW Lyons  
Maj Gen  
Chairman