

**Most Worshipful Prince Hall Grand Lodge
Free and Accepted Masons
State of California, Inc**

**Board of Directors Meeting
Riverside Marriott Hotel
June 10-11, 2005**

I. Opening

A: Call to Order: A regular meeting of the MWPHGL Board of Directors was called to order on the above date at 4:00 PM, by Vice-Chairman Eddie L. Thompson. Director Thompson informed the Board members that Chairman Frederick B. Young, Jr. was at the PHMA with RW Lee Burton, testing the server, and would be in attendance later this evening.

B: Prayer: Offered by RWJGS Carl D. Parker.

C. Pledge of Allegiance: All in attendance.

D. Roll Call of Officers: All Board members were present, with the exception of Director Donald Vincent Goode who last week, laid down his working tools and went from labor to refreshment, in that celestial lodge in the sky. In honor of Director Goode, the Board observed a moment of silence. Alas, my brother.

Sickness & Distress: MWPGM Paul E. Washington is not doing well, RW Grand Orator Malcolm Westbrooks had hip replacement surgery, RW Jewel D. Jones, the Grand Sword Bearer is not well, it is uncertain if we will be attending Grand Session.

E. Acknowledgement of Visitors: PM Fred Price, Jr. GWP, PM Lee Burton #61, IT Administrator, and PM Frank Palmer, Grand Session Manager.

F. Hours of Labor: Moved by GT Fucles, 2nd by GS Harrington, that the hours of labor be from 4:00 PM Friday, June 10, 2005, until called off by the Chairman on Saturday June 11, 2005. Motion adopted by consent.

G. Adoption of Minutes from March 11-12, 2005: Moved by GS Harrington, 2nd by Director Emeritus Morgan, that the minutes be adopted as printed. Motion adopted by consent.

Vice –Chair Thompson requested the Board Secretary to read the recap of the Board Conference Call of April 18, 2005.

II. Consent Agenda

A. Grand Secretary & Grand Treasury: A combined Grand Secretary & Grand Treasurer 4th Quarter Report (for periods February through April 2005) was given by the RWGS Billy G. Harrington. This report included Receipts & Disbursements. The report showed that Income was greater than expenses for this quarter. The Grand Secretary stated that this report would be presented at Grand Lodge in the same format.

B. Grand Auditors Report: The Grand Auditors reviewed the books and records of various committees, departments and funds for the fourth quarter (February –April 2005) as well as the Consolidated Reports of the Grand Secretary & Grand Treasurer. The Auditors discovered minor discrepancies that were corrected after a phone call to the Grand Secretary. The report also stated that the Auditors now audit the LARA records as well as the Grand Session Committee and those reports are included in their report. The Auditors main concern is the number of outstanding checks that have not been cashed. Over all, the Auditors found the books and records of the Funds generally well maintained, and thanked the financial officers for their cooperation

The concerns of the Auditor Committee were discussed amongst the Board members, it was agreed that the Grand Secretary and the Grand Treasurer would review the list of outstanding checks listed in the Auditors report and report the issue dates. Outstanding checks older than 12 months will be redeposit into the respective account the check was written on. Director Emeritus Morgan suggested having the Lodge's inform the Grand Secretary when a relief check has been delivered to a widow. The Grand Secretary also presented a report that showed the membership changes for the 4th quarter. The changes were related to members that had been suspended, reinstated, raised, affiliated, healed, demitted or were deceased.

C. Comptrollers Report (Performance Worksheet and Review): Director Wooten gave a Profit & Loss Budget vs. Actual Expenditures report, for the 4th quarter (February –April 2005). Director Wooten stated that payroll taxes were under budgeted. Other than that, there's nothing of serious concern.

Moved by, GT Fucles 2nd by GS Harrington, that the items on the Consent Agenda be adopted. Motion adopted by consent.

III. Administrators Report: RWSGW Warden Corbin presented a 4th Quarter Report for the Teams that fall under his area of responsibility.

A. Charity & Benevolence: This Team has collected an additional \$645.00 for the Big Five Program for this period. The Evergreen Program added five new members, making the total number of participants 490. GM Price asked

Bro. Corbin to review his records and advise him which Grand Lodge Officers (past & present) has paid into the Evergreen Program.

B. Entre Nous: The Grand Lodge in conjunction with the Affinity Marketing Group is once again offering the Gold Hamilton Masonic watches. This offering was very successful the first time around and hopefully we will have the same success this time. The Affinity group has mailed the brochures advertising this offering to the membership.

C. Grand Session: Registration for the 150th Communication has picked up as anticipated. The Marriott & Mission Inn Hotels are completely sold out. Bro. Corbin also presented a financial report from the Grand Session Committee. The MWGM informed all present that anyone caught cooking food of any type in his or her room will be asked to leave by the hotel and subject to a fine. The Grand Master instructed the Grand Secretary to frame a letter to the lodges, chapters & courts etc., advising all that food & liquor must be brought into the hotel discretely. The hotel reserves the right to remove and penalize any person that disobeys. Guests should govern themselves accordingly.

RWJGW Warden Report: Bro. Parker presented his report for the teams that fall under his area of responsibility

D. Publicity and Public Relations/Civic Affairs: This Team will be contacting the local and major newspapers to advertise the 150th Anniversary, as soon as they receive the details from the 150th Anniversary Team.

E. Corporate Affairs/Ways and Means: Grand Lodge Give-Away tickets have been mailed to the Grand Lodge Officers, as well as to the DDGM for distribution to the various lodges. The goal is to raise \$20,000.00. As of 6/1/2005, sixty-five (65) Grand Lodge Officers have responded for a total of \$2,580.00 and an additional \$620.00 has been received from various lodges. The deadline to have the tickets in, is June 30, 2005. There are 10 DVD's from the 149th Communication, which have not been sold.

F. Masonic Digest: The May 2005 edition has been mailed to the membership. The bill for the printing and mailing cost will be submitted to the Grand Secretary for payment.

G. Regalia Supply: Of the forty-five- (45) former Grand Lodge Officers who need to turn in their aprons, 87% of them have been collected. There are six remaining aprons that need to be collected.

H. Protocol Manual: Bro. Parker has also been tasked by the MWGM to Chair a Protocol Committee to standardize protocol for this jurisdiction.

Moved by GT Fucles, 2nd by GS Harrington that both Administrators reports be accepted and passed to record. Motion adopted by consent.

IV. **Committee Reports:**

A. Committee North: This committee again met with the Board of Good Hope Hall to discuss the payoff of their \$1,529.00 loan to the MWPHGL, the last payment Good Hope made was in April 2004. WM Hosea Henry of Good Hope #29 provided Committee North copies of cancelled checks that were missing from the Grand Lodge's ledger. After review, both committees agreed the outstanding balance owed to the MWPHGL is \$566.00. Once the agreed amount of \$566.00 is paid, the Grand Secretary will send Good Hope a written document stating that the loan has been satisfied.

Committee North is also following the activities of the Prince Hall Arms Project.

B. Committee Central: There was no report coming from this committee.

C. Committee South: Presented a detailed 4th Quarter report that showed Income, Expenses, and the balance in the reserve account. The Committee also presented a draft of the Office Policy Manual. Chairman Young asked the Board to review the manual, and be prepared to discuss and adopt during Saturday's session. It is the hope of this committee to have a final document at the next Board meeting in July. It should be noted that Committee South's report was submitted in Memory of Director Donald Vincent Goode.

V. **Open Items:**

A. Tumast Foundation: Chairman Young informed the Board that this item has been turned over to the Grand Lodge Legal Committee. The committee was authorized to proceed with inquiries into the status of the Tumast Foundation with particular attention to be paid to the joint responsibility established by the agreement dated April 18, 1979, between NCHP Property Management Inc. and the Board of Directors of the Tumast Foundation. Bro. Carl Henley is taking the lead in this matter and will inform the Chairman what action needs/should be taken. Matter continued.

B: Cooperative Hall: Matter resolved as of last Board meeting.

C. IT Department: Chairman Young informed the Board that the Grand Lodge server is up and running. He and Bro. Lee Burton #61, the newly appointed IT Chairman spent the earlier part of the afternoon at the Grand

Lodge building testing the system. Chairman Young introduced RW Burton to make his presentation on the server's functionality. RW Burton passed out detailed instruction on how to access the Grand Lodge server stated that he would be emailing user ids and temporary passwords to those designated by Chairman Young. Bro. Burton stated that he was glad to have been of service to this Grand Lodge and advised the Board that if they had any questions or if they encounter any problems accessing the system he could be reached at the number listed on the last page of the instructions.

The Board members collectively thanked Bro. Burton, for his assistance in finally getting this system up and running. GM Price asked Bro. Burton if the server has space on it that the OES could use since they will be automating their accounting process, using the same accounting software? Bro. Burton responded that there is enough space on the server to share. GM Price asked the Grand Worthy Patron if he had any questions for Bro. Burton? The GWP stated that he was satisfied and any questions he may have, he will direct to Chairman Young.

Having covered the agenda items to this point, the meeting was adjourned at 8:20 PM, to reconvene at 8 am, Saturday, June 11, 2005.

VI. EXECUTIVE SESSION: Chairman Young opened The Executive Session at 8:00 am on Saturday, June 11, 2005.

- A. Taxes (EDD-IRS-City):** Chairman Young informed the Board that he had received a fax from our CPA stating that the taxes owed to the IRS & EDD are still outstanding, and he would like to know the status. Both the Grand Secretary and the Grand Treasurer confirmed that all checks had been written. However, a quick review of the check register showed that the checks have not been cashed. Chairman Young requested that Bro. Harrington contact the IRS and our CPA to resolve this issue. Chairman Young advised the Grand Secretary that this matter should be given a **HIGH PRIORITY**, and requested that he keep our CPA in the loop. Matter continued.
- B. Insurance:** Chairman Young informed the Board that the liability insurance for the Grand Lodge and Subordinate Lodges is now in affect. Lodges that own their own building have a separate policy and will receive a separate bill. DGM Tyner along with Director Emeritus Morgan suggested that a copy of the insurance certificate be sent to the lodges. The Grand Secretary stated that he will see that the lodges receive a copy of the certificate.
- C. Personnel:** Chairman Young asked the Board if they had any questions or concerns with the Personnel Manual that was passed out by Committee South. DGM Tyner stated there are some cosmetic changes that need to

be made, but the content of the Policy will remain as written. Moved by Vice Chairman Thompson, 2nd by Director Wooten that the MWPHGL Board of Directors adopt the Office Policy Manual as presented by Committee South. On the question, Director Emeritus Morgan suggested this policy be used as the template to be used throughout the jurisdiction. Motion adopted by consent. Chairman Young informed the Board that Director Emeritus Morgan has been appointed Office Manager for LARA; this appointment will increase the efficiency of the Corporate Office.

Chairman Young reiterate that the Office Manager has no authority over the Grand Secretary, that he is there to help manage the work flow and ensure that nothing falls through the cracks, and that he will see to it that the Board receives a copy of the Office Manager's job description.

D. Grand Session Presentation: RW Frank Palmer #79, Grand Session Manager presented the Board with a proposal from the Hyatt Regency in Burlingame asking the Grand Lodge to consider using this venue to hold one of our future Communications. The Burlingame Hyatt is a ten-story atrium with 793 guest rooms, which would be enough to house all our convention attendees, based on the number of attendees registered for the 150th Communication. The facility is also just minutes away from the SF airport. Bro. Palmer recommended that the Board accept the proposal. After a brief question and answer period, the Board unanimously voted in favor of the Hyatt Regency, Burlingame as the HQ hotel for the 154th Annual Communication of the MWPHGL. The dates will be July 9, through July 16, 2009.

VII. Ad Hoc Committee Reports: Chairman Young gave an update on the cross collateral loan of \$500K for the Prince Hall Arms Project secured by the PHMA. The money has been received from California Mortgage. The money will be used to pay the Architect to revise the drawings that need to be submitted to the design review board and the zone approval board. \$200K will be set assign to deal with legal issues related to the project. Our attorneys are confident that the MWPHA, Inc. will prevail in this litigation. Pre construction is planned to start in September 2005. Matter continued.

VIII. Budget: GT Fucles presented a financial report that included a recap of the GL investments and savings. The report showed a gain on the investments in the amount of \$14K. Our portfolio manager suggested that no changes be made at this time. Comptroller Wooten stated that based on the dollar amount received from per capita tax, the Budget was reduced. Director Wooten also stated that membership is down by 200 members. Moved by Director Wooten, jointly second by GS Harrington and GT Fucles, that the Budget be adopted. Motion adopted by consent.

IX. Remarks:

Director Boynton requested that all communication relating to Board subject matters, be communicated to all Board members. RW Lee Burton thanked the Board for their confidence in him by asking him to serve on the IT Team. Bro. Burton stated that he is readily available after 5PM if needed. DGM Tyner stated he enjoyed the meeting and it appears everything is moving in the right direction.

MWGM Price stated that as usual it is a pleasure to be present. The GM stated that it was his sad duty, to inform the Board that he had cancelled the Youth Convention. This was a decision the Grand Master made due to the fact that the Youth Administrator had entered into contracts without advising, consulting or going through the Grand Session Committee. In addition, for liability purposes, only the Grand Board of Directors can authorize the execution of contracts for the Grand Lodge or any of its subordinate bodies.

The Grand Master also stated that he has informed the Grand Worthy Patron, that there can be no more OES functions that end on Prince Hall or St. Johns day, all functions must end on the day prior to the mandated date for the observation of Prince Hall or St. Johns day.

Chairman Young informed the Board that all Board reports must be submitted to the Grand Master by June 15, 2005 if they are to be printed for Grand Lodge. There will be no discussion on the Grand Lodge floor of reports that are not printed in the Grand Sessions Board Report.

X. Closing Prayer: RWJGW Carl D. Parker

XI. Adjournment: There being nothing further to come before the MWPHGL Board of Directors, the meeting was adjourned at 11:35 AM.

Future Board Meeting

**July 15 & 21, 2005
Riverside, CA
(Time TBD)**

Frederick B. Young
Chairman, Grand Board of Directors

Donald E. James
Secretary, Grand Board of Directors