

Metropolitan Police Friendly Society Limited

## Notice of Annual General Meeting

Notice is hereby given that the 2020 Annual General Meeting of the Metropolitan Police Friendly Society Limited will be held online at [metfriendly.org.uk/AGM](https://metfriendly.org.uk/AGM) at 2pm on 19th June 2020, for the following purposes:

1. To confirm the Minutes of the 2019 Annual General Meeting
2. To receive and adopt the Annual Report and Accounts for the year ended 31 December 2019
3. To receive the Auditor's Report for the year ended 31 December 2019
4. To consider and, if thought fit, pass an Ordinary Resolution to re-appoint Mazars LLP as Auditor of the Society, and to authorise the Board to fix the Auditor's remuneration.
5. To consider and, if thought fit, pass an Ordinary Resolution to approve the Remuneration Report for the year ended 31 December 2019. *(Advisory Vote - this is not a binding vote but your Board considers it best practice to enable members to express a view on this matter.)*
6. To consider and, if thought fit, elect/re-elect the following as directors of the Society:-
  - 6.1 To elect **Gerhardt Ekermans** as a Director
  - 6.2 To elect **Nicola Josephine Hayes** as a Director
  - 6.3 To elect **Clive Triance** as a Director
  - 6.4 To re-elect **Kathleen Jeanette Byrne** as a Director
  - 6.5 To re-elect **Benjamin Keith Grainger** as a Director
  - 6.6 To re-elect **Craig Paul Haslam** as a Director
  - 6.7 To re-elect **Graeme Stewart McAusland** as a Director
  - 6.8 To re-elect **Lee Darren Schopp** as a Director
  - 6.9 To re-elect **Joanna Mary Alison Young** as a Director

By Order of the Board  
Robert Dagg  
Society Secretary  
Metropolitan Police Friendly Society Limited  
May 2020

### Notes relating to the Annual General Meeting Notice and Attendance

- Members wishing to attend the online AGM can login in from 1:30pm using the information provided on page 1 of this document.
- All eligible members are welcome to attend the online Annual General Meeting but because of security arrangements you must inform us that you wish to attend by 5pm on Monday 17 June 2020. If you would like to attend the online AGM please contact us via email at [agm@metfriendly.org.uk](mailto:agm@metfriendly.org.uk) or call us on **01689 891454**. If you are unable to attend but would still like to vote please either vote online or complete and return the Appointment of Proxy and Voting Form incorporated within this document in the Freepost envelope provided.
- The 2019 Annual Report & Accounts and other documents referenced above can be viewed at [metfriendly.org.uk/RandA](https://metfriendly.org.uk/RandA)

### Voting Conditions

The voting date is 17 June 2020 if you are using this form to vote by proxy or 19 June 2020 if voting is in person at the Meeting. You must be an eligible member as at the voting date to vote on the resolutions. To be an eligible member you must:

- Be at least 18 years of age on the voting date, and
- Hold, in your own right, a contract of insurance or any other product with the Society on the voting date.

**Please note that you may vote only once as a member of the Society, irrespective of the number of contracts or products you hold with the Society**

## Notes relating to Voting at the online Annual General Meeting

- a) You may attend and vote yourself at the online Annual General Meeting or you may use the Appointment of Proxy and Voting Form attached to appoint the Chair as proxy to attend and vote for you. For your online security we are unable to accept other proxies for the 2020 AGM as we are not able to verify third party identities on this occasion. Alternatively, you may indicate your voting preferences online in advance by using the Society's online voting facility. You will need the details shown on the first page of this document to use the online voting facility.
- b) You may direct your proxy how to vote at the Meeting. Your proxy may vote for you at the Meeting but only on a poll.
- c) Your proxy may demand or join in demanding a poll at the Meeting and may speak on your behalf.
- d) Voting Conditions are contained in the Society's Rules and are summarised above. A copy of the Rules is available upon request to the Society and is also published on the Society's website.
- e) Please remember to sign the Appointment of Proxy and Voting Form if submitting the paper-based version attached. Only signed forms will be valid.
- f) Please return this form in the envelope provided to the Society's Scrutineer at MPFS, Unit 4B, Chelmsford Road Industrial Estate, Great Dunmow, CM6 1HD. The form must be received by the Scrutineer by no later than 5pm on 17 June 2020. Forms received subsequently will not be valid.
- g) Please note that only one form can be used in the Appointment of Proxy and Voting process. If you submit both an online and a paper-based copy of the form, the Society will use the latest eligible form received in the Appointment of Proxy and Voting process.

## Directors Standing for Election/Re-Election

Information on the directors standing for election/re-election is set out below.

Gerhardt <b>EKERMANS</b> Executive Director	Chief Financial Officer, Gerhardt is a Chartered Accountant with over 15 years' experience in auditing, technical accounting and financial management gained in the financial services environment. During his career he worked for a Big 4 audit firm, global banks, a smaller private equity owned bank and a large insurance company.
Nicola Josephine <b>HAYES</b> Non-executive Director	Nicola has a background in financial services, where her focus was on global distribution (sales, marketing & client service), operations and governance. She now works as a consultant and sits on several boards including a national charity, where she is Chair of the Audit, Risk & Commercial Committee.
Clive <b>TRIANCE</b> Non-executive Director	Clive worked for 36 years in banking for some of the largest global firms. During his career he served as a CEO, COO, Global Head of Sales, Global Head of Operations and Regional Head of Product. In June 2019 Clive left a global bank to form his own leadership coaching firm. He now works with a number of universities facilitating and teaching leadership skills and assisting firms in their preparedness for the cognitive revolution.
Kathleen Jeanette <b>BYRNE</b> Executive Director	Chief Executive Officer. Kathy was appointed to the Board in 2019 and is a qualified actuary with more than 30 years' experience in the insurance industry. She has held various executive positions with other insurers as well as experience in setting up a new savings business from scratch.
Benjamin Keith <b>GRAINGER</b> Executive Director	Chief Operating Officer. Ben is a member of the Institute of Directors and is working towards Chartered status, having completed with "Distinction" the IoD's Certificate in Company Direction. Until 2019 he led Metfriendly's sales and marketing team and now is responsible for the Society's Member Services, IT and Human Resources functions.
Craig Paul <b>HASLAM</b> Non-executive Director	Craig recently retired from the Metropolitan Police Service after 32 years' service. His last operational role was as the OCU Commander for The Taskforce, prior to which he was in charge of training at Hendon.
Graeme Stewart <b>McAUSLAND</b> Non-executive Director	Chair of the Risk and Investment Committee and the Non Executive Director responsible for advising the Board on the fair treatment of with profits policyholders. Graeme qualified as an actuary in 1991, spending most of his career in life assurance. He has held various senior roles including Chief Executive of a mutual insurer, UK Group Finance Director of another insurer and is currently Chief Executive of the Funeral Planning Authority.
Lee Darren <b>SCHOPP</b> Non-executive Director	Chair of the Audit and Compliance Committee, Lee is a Chartered Accountant and Chartered Director with considerable experience in strategic planning and execution gained over 20 years. Lee has previously worked with a mutual insurer both as CFO and CEO.
Joanna Mary Alison <b>YOUNG</b> Non-executive Director	Joanna, who retired from the Metropolitan Police as a Chief Superintendent in 2015, has been a Metfriendly member since the 1980s and Chair of the Board since 2018. She runs her own business and maintains close links with policing, and others in the public sector, supporting the leaders of the future through leadership and personal development programmes and one to one coaching.

Following a formal performance evaluation by the Chair, the Board considers that all candidates standing for election/re-election continue to be effective and demonstrate commitment to the role.