United Enterprise
CREDIT UNION LTD.
Dream, partner, prosper with us.

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SUPPLEMENTARY REPORT

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UNITED ENTERPRISE CREDIT UNION LIMITED

Minutes of the Annual General Meeting November 2024

Minutes of the Annual General Meeting of
United Enterprise Credit Union Limited,
held in the Marigold Annex,
at Lloyd Erskine Sandiford Centre,
Patrick E. McDonald Building,
Two Mile Hill, St. Michael on November 2, 2024

1.0 Ascertainment of a Quorum

1.1 Upon confirmation by the President that a quorum was established in accordance with the By-Laws of the United Enterprise Credit Union Ltd. (UECUL), the meeting was declared duly constituted and prepared to conduct the business of the UECUL.

2.0 Call to Order

2.1 The meeting was called to order by President Bro. Kevin Lashley at 4:33 PM, with Bro. Lashley presiding as Chair.

2.2 Chairman Bro. Kevin Lashley moved to remove item 15a (Transfer of Property to Subsidiary) from the agenda. The motion was seconded by Bro. Jeremy Hinkson, and with no abstentions or objections, it was unanimously approved.

3.0 Prayers

3.1 At the Chair's invitation, Sis. Nathania Eversley opened the meeting with a prayer.

4.0 Welcome Remarks – The President

4.1 President Kevin Lashley extended a warm welcome to everyone attending and expressed his hope that the venue was satisfactory to all.

5.0 Greetings from Other Organisations

5.1 The Chair invited guests from other credit unions to convey greetings to UECUL.

5.2 Bro. Ralph Holder extended greetings on behalf of the City of Bridgetown Cooperative Credit Union Limited.

5.3 Sis. Shamona Harris conveyed greetings on behalf of Goddards Sports and Social Club.

5.4 Representing the Central Fund Facilities Trust (CFFT), Bro. Glyne Pilgrim extended warm greetings to the assembly.

6.0 Apologies for Absence

6.1 Apologies for absence were submitted on behalf of directors Sis. Ann Marshall and Sis. Gina Welch.

7.0 Minutes to the Annual General Meeting held on September 23, 2023

7.1 The Minutes of the Annual General Meeting of the UECUL were found on pages 5 – 14 of the Supplementary Report.

7.1.1 The Minutes of the Annual General Meeting held on September 23, 2023, were approved as read, following a motion moved by Bro. Carlos Rochester and seconded by Sis. Sherry-Ann Osbourne. With no abstentions or objections, the motion was unanimously carried.

7.2 Errors and/or Omissions

7.2.1 No errors and/or omissions were recorded in the minutes of the meeting held on September 23, 2023.

7.2.2 The Minutes of the Annual General Meeting held on September 23, 2023, were adopted as amended and accepted as a true record of the UECUL, following a motion by Sis. Charlotte Caddle and seconded by Bro. John Chandler. With no abstentions or objections, the motion was unanimously carried.

8.0 Matters Arising from the Minutes of the Annual General Meeting held on September 23, 2023

8.1 No matters were presented for discussion at the meeting.

9.0 Minutes of the Special General Meeting held on February 17, 2024.

9.1 The Minutes of the Special General Meeting of the UECUL were found on pages 17 – 22 of the Supplementary Report.

9.1.1 The Minutes of the Special General Meeting held on February 17, 2024, were approved as read, following a motion moved by Bro. Carlos Rochester and seconded by Sis. Bernetta Hall. With no abstentions or objections, the motion was unanimously carried.

9.2 Errors and/or Omissions

9.2.1 No errors and/or omissions were recorded in the minutes of the meeting held on February 17, 2024.

10.0 Matters Arising from the Minutes of the Special General Meeting held on February 17, 2024

10.1 No matters were presented for discussion at the meeting.

11.0 President's Message

11.1 The President's Message was delivered by Bro. Kevin Lashley, who began by extending a warm welcome to the new members formerly with Family Cooperative Credit Union.

11.2 The President shared that the theme for the meeting was "Dreams Live Here." He highlighted Bro. Leon Greenidge as a key figure, being the common founder of both United Enterprise Cooperative Credit Union and Family Cooperative Credit Union. The President emphasized that the theme should resonate with members, staff, and officers alike, focusing on the importance of updating the credit union's products and services to ensure the highest quality offerings.

11.3 He noted the importance of dreams and partnerships and how your life is impacted by who you partner with. He noted United Enterprise Cooperative Credit Union Ltd was the partner of choice as its growth tripled over the last six years and was now in the top five performing credit unions in Barbados.

11.4 The President emphasized the credit union's commitment to investing in technology, acknowledging that this initiative comes with significant costs. He advised members that such investments may result in lower profits in the upcoming financial year. He encouraged all members to sign up for and actively use the One Union card, a collaborative offering between UECUL and City of Bridgetown Cooperative Credit Union, which provides valuable benefits and enhances the ease of conducting business.

11.5 Throughout the year under review, UECUL focused on enhancing the Hill-Selby Building, an asset acquired through the merger between UECUL and Shamrock.

11.6 The President commended the staff, Board, executive committee members, and, most importantly, the general membership for contributing to UECUL's strongest performance in its 48-year history.

11.7 Looking ahead, the President anticipated productive synergies between UECUL and other credit unions, noting that UECUL's consistent upward trajectory has fostered valuable partnerships within the credit union community.

11.8 The President highlighted that a significant portion of the credit union's resources had been dedicated to training and education. In this regard, he commended the General Manager, Sis. Kerry-Ann McCollin, for her outstanding achievements. Sis. McCollin was honored with three prestigious global awards: the Certified Credit Union Executive (CCUE) designation from the University of Wisconsin, the International Credit Union Development Educator Award (I-CUDE), and the World Youth Credit Union Professional Award. She was selected from 113 applicants worldwide for the latter recognition.

11.9 A motion to accept the President's Report was proposed by Sis. Michelle Michael and seconded by Sis. Charlotte Caddle. With no abstentions or objections, the motion was unanimously carried.

12.0 Reports

12.1 A motion was made by Bro. Carlos Rochester and seconded by Sis. Karen Haynes to accept the Board of Directors, Credit Committee and Supervisory Committee reports as read. With no abstentions or objections, the motion was unanimously carried.

12.a Board of Directors Report

12.a.1 At the Chair's invitation, Bro. Jeremy Hinkson, Secretary of the Board of UECUL, presented the Board of Directors' Report, which can be found on pages 18-23 of the Annual Report.

12.a.2 Bro. Jeremy Hinkson welcomed all members of Family Credit Union to UECUL and expressed gratitude for the rich history and legacy brought by the credit union. He highlighted that the merger had contributed to significant growth, with membership rising from 1,681 at the same time last year to 2,218, reflecting a 32% increase.

12.a.3 During the fiscal year, UECUL achieved increases in assets, net comprehensive income, the loan portfolio, and deposits. Notably, net comprehensive income saw record growth of 125%.

12.a.4 The credit union is on a path to modernize its operations with strategic technology investments designed to keep members engaged in the digital space and enhance convenience. The Board proposed establishing an IT Committee to guide these technological advancements. Currently, the software used for daily financial operations was undergoing an upgrade, with additional technologies being introduced to support this modernization effort.

12.a.5 The Board, Committees, and staff expressed heartfelt condolences to all members who lost loved ones during the year under review. A moment of silence was observed in memory of those who passed, with special recognition given to Bro. Gregory Yearwood, a former member of the Board and Supervisory Committee.

12.a.6 The Secretary expressed gratitude to the members for entrusting UECUL to continue serving them, and he hoped that the credit union's efforts positively contributed to their lives.

12.a.7 The Board of Directors Report was adopted on a motion proposed by Bro. Kevin Lashley and seconded by Sis. Michelle Michael. With no abstentions or oppositions, the motion was unanimously carried.

12.a.8 Bro. Glyne Pilgrim acknowledged the importance of advancing technology and inquired about measures to address cyber threats and associated risks. The Chair responded that, in collaboration with the IT Committee, a staff member is currently undergoing comprehensive training in cybersecurity. Additionally, another team member recently travelled overseas to obtain a designation as a Credit Union Enterprise Risk Management Expert, covering a broad spectrum of risks relevant to credit unions. The legal team is also actively reviewing policies to strengthen protections.

12.a.9 Sis. Bernetta Hall sought assurance that robust measures were in place to safeguard UECUL member data.

12.a.10 Bro. Glyne Pilgrim inquired whether the membership growth was organic or driven by integration with other credit unions. The Chair clarified that the growth resulted from a combination of both organic and inorganic sources. Over the past two years, UECUL completed three mergers and is still in the process of fully integrating the software. Additionally, there have been targeted initiatives to onboard new members.

12.b Supervisory Committee Report

12.b.1 At the Chair's invitation, Sis. Charlotte Caddle, Secretary of the Supervisory Committee, presented the Committee's report, which is located on pages 23-26 of the Supplemental Report.

12.b.2 Sis. Charlotte Caddle emphasized that the Supervisory Committee is tasked with auditing UECUL's business transactions and documentation to ensure full compliance with its Bylaws, the Laws of Barbados, and regulations set by the Financial Services Commission (FSC).

12.b. 3 She reported that the Committee held multiple meetings throughout the year and observed a notable increase in technology use among members. The Committee recommended that additional members adopt and utilize the One Union card.

12. b.4 It was acknowledged that the IT team has been doing an excellent job safeguarding member data and continued to enhance security control measures.

12.b.5 Sis. Caddle encouraged members to take advantage of the training opportunities offered by the Barbados Cooperative and Credit Union League Limited to foster growth and enhance their knowledge.

12.b.6 Sis. Caddle expressed her gratitude to all members for contributing to the success of UECUL. She extended thanks to the Board, the General Manager and staff, the auditor and his team, as well as to the members of the credit union for their continued support.

12.b.7 Sis. Caddle expressed her gratitude to the Credit Committee and the internal credit team for their unwavering dedication and commitment.

12.b.8 The Supervisory Committee expressed confidence in the Board and Management of UECUL, recognizing their effective efforts toward serving the best interests of the members.

12.b.9 The Supervisory Committee Report was adopted on a motion proposed by Sis. Bernetta Hall and seconded by ***** Brathwaite. With no abstentions or oppositions, the motion was unanimously carried.**

12.c Credit Committee Report.

12.c.1 At the Chair's invitation, Bro. Carlos Rochester, Chairman of the Credit Committee, presented the Credit Committee's report. The report can be found on pages 27 to 29 of the Supplemental Report.

12.c.2 The Chair introduced his colleagues on the Credit Committee: Sis. Michelle Michael and Sis. Karen Haynes. He also acknowledged Bro. Alex Fergusson, Junior Loans Officer, and Sis. Crystal Storey, Loans Officer, for their support.

12.c.3 It was noted that although the year under review presented some challenges, it was strengthened by the transfer of assets from Family Cooperative Credit Union.

12.c.4 The Chair noted an anomaly in the attendance table, as the Credit Committee held 15 meetings during the review period, in addition to four supplementary extraordinary meetings. He also highlighted that numerous group discussions were conducted using a hybrid approach.

12.c.5 The highlight of the loan portfolio was debt consolidation, with the number of loans increasing to 126, compared to 122 in the previous year. However, despite the growth in the number of loans, there was a decline in the overall value of the loans issued.

12.c.6 In the previous year, seven land purchase loans totaling $482,000 were recorded. This year, the total cost of land purchases amounted to $450,000.

12.c.7 Loan restructuring became a priority as the credit union aimed to support its members through a challenging economic period. Notably, there was a significant increase in vehicle purchases, especially for hybrid and electric models.

12.c.8 For the period under review, a total of 288 loan applications were approved, amounting to $3.8 million. This included $3.5 million in ordinary loans and $300,000 in lines of credit, reflecting a 5% increase in ordinary loans and a 27% decrease in lines of credit.

12.c.9 Bro. Rochester encouraged members to consider relinquishing their credit cards in favor of applying for a line of credit and utilizing the One Union card for their transactions.

12.c.10 The total loans approved as of June 30th, 2024, saw a 2% increase, reflecting a nine-month period following the change in the financial year in 2023.

12.c.11 The staff continued to actively engage with delinquent members to explore options for settling their debts. As a result, delinquency decreased by 5.6% when compared to the previous year, with the delinquency rate on the PEARLS ratio standing at 5%.

12.c.12 During the period under review, the credit union undertook a revision of its loan policy and was currently collaborating with partners to increase loan limits.

12.c.13 Bro. Rochester expressed his gratitude to all stakeholders of the credit union. While the loan portfolio continued to grow, he emphasized the importance of increasing the number of borrowers, particularly within the younger demographic. He highlighted that risk-based lending had yielded positive results but acknowledged that there was always room for improvement. UECUL remains committed to helping its members achieve their financial goals.

12.c.14 The Credit Committee Report was adopted on a motion proposed by Bro. Kevin Lashley and seconded by Sis. Sherry-Ann Osbourne. With no abstentions or oppositions, the motion was unanimously carried.

13.0 Auditor's Report, Financial Statements & Treasurer's Report

13.1 The Auditor's Report, Financial Statements, and Treasurer's Report were taken as read on a motion proposed by Bro. Jeremy Hinkson and seconded by Sis. Melissa Savoury-Gittens. With no abstentions or oppositions, the motion was unanimously carried.

13.2 Auditor's Report

13.3 Bro. Marcelle Murrell of the Audit firm M.E. Murrell and Company was invited by the Chair to deliver the Auditor's Report. This report was found on pages 35-37 of the Annual Report.

13.4 Bro. Marcelle Murrell stated that, his company reviewed the financial statements of United Enterprise Credit Union Ltd., which included the Balance Sheet for the period ending June 30, 2024, the Statement of Changes in Equity, the Statement of Comprehensive Income, the Statement of Cash Flows for the year ended, and the accompanying notes to the Financial Statements, including the Statement of Significant Accounting Policies.

13.5 In the auditor's opinion, the non-consolidated financial statements of UECUL accurately reflect the financial position of the Credit Union as of June 30, 2024, along with comparative figures for the nine-month period ending June 30, 2023. The statements also provide a fair representation of the Credit Union's financial performance and cash flows for the year, in accordance with the International Financial Reporting Standards for Small and Medium Enterprises.

13.6 A motion to adopt the Auditor's Report was proposed by Sis. Charlotte Caddle and seconded by Sis Karen Haynes. With no abstentions or opposition, the motion was unanimously carried.

13.7 Treasurer's Report

13.8 At the Chair's invitation, the Treasurer's Report was presented by Sis. Sherry-Ann Osbourne, Assistant Treasurer of the Board of Directors. The report, covering the year ending June 30, 2024, can be found on pages 38-58 of the Annual Report.

13.9 Sis. Sherry-Ann Osbourne expressed her pleasure in being part of the UECUL family and acknowledged herself and Director Melissa Savoury-Gittens as directors who transitioned from Family Cooperative Credit Union Limited.

13.10 The financial period ending June 30, 2024, marked the first twelve-month cycle following the transition to the new fiscal year. This change was made to better align the financial operations with the credit union's operational and strategic goals.

13.11 In the just-ended financial year, UECUL achieved its best-ever performance. The merger with Family Cooperative Credit Union was successfully completed just one month before the close of the financial year, with staff and executive members working diligently to finalize the integration.

13.12 An operating surplus of $606,365 was achieved for the period under review. The auditors issued an unqualified opinion for the year.

13.13 Following the completion of the asset transfer from Family Credit Union, there was a noticeable increase in assets. However, it was evident that the Board, management, and staff of UECUL continued to manage these assets with great care and diligence.

13.14 Sis. Osbourne pointed out an error in the financial position as stated in the report. Although the figures were accurate, the categories were incorrectly labelled: "Loans to Members" should reflect $12,170, "Non-Current Investments" should be $3,166.9, and "Investment Properties" should indicate $1,248.9.

13.15 Total assets reached $22.1 million, marking a 24.9% increase over the previous financial period. Loans to members grew by $1.4 million, bringing the total to $12.2 million. This increase in the loan portfolio reflects both UECUL's organic growth and the merger with Family Cooperative Credit Union Limited.

13.16 Non-performing loans totaled $0.7 million, up from $0.5 million in the previous nine-month period ending June 30, 2023.

13.17 Member deposits and non-qualifying shares rose by 21.9%, totaling $16.9 million, and represented 76.5% of total liabilities and members' equity.

13.18 Investment income was primarily driven by renewable energy initiatives, including PV systems installed on the Nazarene Church in Collymore Rock and the Hill-Selby building, which contributed significantly to income generation. Sis. Osbourne commended the Board for this strategic decision and encouraged its continuation.

13.19 Total Other Income doubled compared to the previous period. While expenses were closely monitored, Sis. Osbourne noted the need for increased investment in technology to support the credit union's growth and modernization goals.

13.20 The Board set a target to reduce delinquency to approximately 5%. Although the rate reached 5.6%, efforts are actively underway to achieve the PEARLS benchmark.

13.21 The Board expressed gratitude to all stakeholders for their contributions in achieving these outstanding results over the past year.

13.22 **2024-2025 Forecast:** UECUL recognized that the credit union movement is undergoing a period of transition, as traditional manual processes give way to modern, technology-driven approaches. By its 50th anniversary, UECUL anticipates a return to strong profitability, enabling substantial investment in technology. While initial expenses will be significant, these one-time costs are expected to yield lasting value over time.

13.23 UECUL achieved a profitable performance this year, and the Board remains committed to ensuring ongoing profitability that benefits all members. The credit union has demonstrated innovation through strong teamwork, and with continued growth supported by its members and management, every effort will be made to manage expenses effectively.

13.24 Sis. Osbourne extended her heartfelt gratitude to the Board of Directors, Executive Committees, Management, and Staff of UECUL. She particularly commended the staff for their vision and dedication, expressing her optimism for continued success in the future.

13.25 A motion to adopt the Treasurer's Report was proposed by Bro. John Chandler and seconded by Bro. Jeremy Hinkson. With no abstentions or opposition, the motion was unanimously carried.

14.0 Appointment of Auditor

14.1 A motion to appoint M.E. Murrell & Co. as the auditor for the upcoming financial year was proposed by Sis. Sherry-Ann Osbourne and seconded by Sis. Latifah Richards. With no abstentions or opposition, the motion was unanimously carried.

14.2 Bro. Marcelle Murrell, upon accepting the appointment, expressed his gratitude to UECUL for placing their trust in his company. He also conveyed his pleasure in working with the dedicated staff of the credit union.

15.0 Amendments to By-Laws

15.1 At the chair's invitation, Sis. Melissa Savoury-Gittens, Assistant Secretary, Board of

Directors, directed this part of the meeting.

15.1 A motion to accept the amendments to the By-Laws as read was proposed by Bro. Kevin Lashley and seconded by Sis. Latifah Richards. With no abstentions or objections, the motion was unanimously carried.

15.2 Sis. Gittens-Savoury read the following Resolution:

RESOLUTION

WHEREAS, the Board of Directors of the United Enterprise Credit Union Limited considers that it is good governance practice to fully review the Society's By-Laws from time to time.

AND WHEREAS, the Board of Directors undertook the initiative to thoroughly review and revise the Society's By-Laws to ensure that they were clear, concise, and congruent with our growing Credit Union.

AND WHEREAS the Board of Directors has determined that it is desirable and in the best interest of the Society to recommend amendments to the current By-Laws.

AND WHEREAS Section 10A of the Cooperatives Societies Act, Cap. 378A and By-Law 94 of the Society's By-Laws, make provisions for the amendment of the By-Laws.

THEREFORE, BE IT RESOLVED that the Board of Directors is recommending approval for the implementation of amendments to the Society's By-Laws below:

2	**48**	**56**	**63**

15.3 The following highlighted proposed changes were recommended for the noted By-Laws:

2 In these By-Laws, unless the context otherwise requires, expressions defined in the Act or the Regulations shall have the meaning so defined, and words importing the singular shall include the plural and vice-versa, and words importing the masculine gender shall include the feminine gender and words importing persons shall include bodies corporate.

In these By-Laws – References to completing, filling, maintaining forms, applications, nominations, books, records and other documents physically or in writing also includes doing so electronically in accordance with the Electronic Transactions Act, 308B.

- **"Act"** means the co-operative Societies Act Cap 378A.
- **"Regulations"** mean the Co-operative Societies Regulations, 2008
- **"By-Laws"** mean the registered By-Laws made by the Society in exercise of any power conferred by the Act and the Regulations and includes any registered amendment of the By-Laws.
- "**Capital**" means qualifying shares and the reserves of the Society.
- **"Delinquent Loans"** means any loan where the borrower has defaulted on the agreed terms of payment.
- **"Deposit"** means a sum that will be repaid, with or without interest either on demand or at a time or in

circumstances agreed by or on behalf of the person making the payment and the person receiving it.

- **"Doubtful Loans"** means any outstanding loan in arrears for a period exceeding three (s) months.
- **"Guidelines"** means the guidelines made and issued under Section 192D of the Act.
- **"Independent Director"** means a member of the Board of Directors who does not have a material relationship with the financial institution or its senior management and who does not hold an executive office and is not involved in the day-to-day operations of the financial institution.
- **"In Good Financial Standing"** means to be a holder of ten qualifying shares, and is not in arrears in the payment of a current loan or instalment thereof or is not otherwise in default.
- **"Lead Independent Director"** is the person that coordinates the activities of the other independent directors and performs such other duties and responsibilities as the Board of Directors determine.

15.3.1 The rationale behind this amendment to the By-Law was to introduce additional terminology for greater clarity and ease of understanding.

48 (a) The Board of Directors may appoint from among its number any committee that it considers necessary and may by resolution delegate to any such committee such powers that it considers necessary for the efficient conduct of the affairs and business of the Society, subject to 55(5) of the Act.

(b) Director Emeritus – The Board may, at its discretion, designate a retired officer as Director Emeritus. The duration shall be for a period of one year and may be renewed for additional one-year terms. A Director Emeritus shall provide consulting and advisory services to the Board of Directors as requested from time to time by the Board of Directors and may be invited to attend meetings of the Board of Directors, but shall not vote or be counted for quorum purposes. A Director Emeritus shall be entitled to benefits and protection (Indemnification of Directors and Officers) and shall be compensated for their services and reimbursed for expenses incurred in their capacity as Director Emeritus as the Board of Directors shall from time to time establish.

15.3.2 The rationale behind this By-Law was to provide guidance and support to the credit union, drawing on the valuable experience gained within the movement as needed.

56 (1) At the first meeting of the Board of Directors which shall be held within seven (7) days of their election, the Board shall elect from their own number a President, a Vice President, a Secretary, a Treasurer, an Assistant Treasurer, an Assistant Secretary and a Lead Independent Director.

(2) In addition, Board members shall be assigned to certain areas of strategic responsibility and focus. This will assist with appraisals, these are:

a) Action & Implementation

b) Brand United/Marketing

c) Building & Property

d) Human Capital

e) Policy & Regulation

f) Technology

15.3.3 The rationale behind this was to introduce a Lead Independent Director, as increased regulation requires the credit union to adopt more strategic practices in order to ensure long-term sustainability.

63 (3) In addition, Credit Committee Members shall be assigned certain areas of strategic responsibility and focus. This will assist with appraisals, these are:

a) Loan Growth

b) Delinquency

15.3.4The rationale behind this was that increased regulation necessitates the credit union to adopt more strategic approaches in order to remain sustainable.

BY-LAW 48

15.4 Sis. Bernetta Hall raised concerns regarding the amendment to By-Law (48), requesting a longer resting period for any director after serving on an executive committee before being considered for the position of Director Emeritus.

15.4.1 The Chair referenced a recent situation in an institution where the majority of the Board members demitted office, leaving no one with historical knowledge to guide the organization forward. As a result, the institution sought to amend their By-Laws.

15.4.2 Sis. Bernetta Hall acknowledged that, unlike the institution referenced, UECUL's staggered rotation system would prevent a similar situation. However, she proposed that, for consistency in principles and guidelines, a one-year break should be required between a director demitting office and being considered for the role of Director Emeritus. Sis. Hall expressed that she could not support By-Law 48 in its current form, as she felt additional information was needed to strengthen it.

15.4.3 Bro. Glyne Pilgrim observed that the Board already holds the authority to appoint committees and consultants, making a Director Emeritus unnecessary for achieving its objectives.

15.4.4 The Chair explained that while the Director Emeritus role was not new, there is often a significant knowledge gap for directors in their initial years on the Board following annual general meetings. By-Law 48 aims to bridge this gap. Although the Board can already appoint ex-officio members at its discretion, this amendment would formalize the process, ensuring transparency and consistency.

15.4.5 Bro. Glyne Pilgrim proposed a motion to remove section (b) from the amendment to By-Law 48, effectively keeping By-Law 48 unchanged. The motion was seconded by Sis. Bernetta Hall. After a vote, with 15 in favor and two abstentions, the motion was carried by majority vote.

BY-LAW 56

15.5 Sis. Bernetta Hall questioned the need for specifying the additional areas, noting that these areas could change over time, potentially necessitating further amendments to the By-Laws.

15.5.1 The Chair explained that the areas were codified to align with a recently established appraisal system for directors. He noted that these core areas serve as the foundation for director evaluations, providing clear criteria for assessment and allowing for future expansion as needed.

15.5.2 Bro. Glyne Pilgrim remarked that his primary concern was that, due to the way it was codified, any future amendments to the By-Law would require the membership to undergo the same approval process again.

15.5.3 The Chair emphasized that By-Laws are dynamic documents that should evolve with the direction of the credit union movement. He noted that they should be clearly defined, evidence-based, and cohesive.

15.5.4 Bro. Glyne Pilgrim moved a motion to add the phrase "including but not limited to" after the word "focus" in 56 (2). The motion was seconded by Bro. Dayne Ross Martin. Following a vote, 36 members were in favor, with no objections or abstentions, and the motion was passed.

15.5.5 The amendment to By-Law 56 is outlined as follows:

(1) At the first meeting of the Board of Directors which shall be held within seven (7) days of their election, the Board shall elect from their own number a President, a Vice President, a Secretary, a Treasurer, an Assistant Treasurer, an Assistant Secretary and a Lead Independent Director.

(2) In addition, Board members shall be assigned to certain areas of strategic responsibility and focus, including but not limited to:

a) Action & Implementation

b) Brand United/Marketing

c) Building & Property

d) Human Capital

e) Policy & Regulation

f) Technology

15.6 **<u>BY-LAW 63</u>**

15.6.1 Sis. Sherry-Ann Osbourne moved to amend By-Law 63 (3) to state, "The Credit Committee members shall be assigned specific areas of strategic responsibility and focus, including but not limited to." The motion was seconded by Bro. Dayne Ross Martin. Following the vote, with 32 members in favor and one abstention, the motion was passed by majority vote.

15.6.2 The amendment to By-Law 63 is outlined as follows:

(3) The Credit Committee Members shall be assigned certain areas of strategic responsibility and focus, including but not limited to:

a) Loan Growth

b) Delinquency

15.7 **<u>BY-LAW 2</u>**

15.7.1 A motion to accept the amendment to By-Law two was proposed by Sis. Sherry-Ann Osbourne and seconded by Bro. Dayne Ross-Martin. Following a vote, 25 members voted in favor, and two members abstained. The

motion was carried by majority vote.

Bro. Kevin Lashley proposed a motion to amend the proceedings by moving on to the Elections of Officers and then addressing Any Other Business in the dining area. The motion was seconded by Sis. Michelle Shepherd. With no objections or abstentions, the motion was unanimously carried.

16.0 Resolutions

16.1 A Resolution was made from the floor by Sis. Michelle Shepherd to increase the honorarium for directors and executive committee members as follows:

Board of Directors - $375 per month

Executive Committee s - $250 per month

16.2 The Resolution read as follows:

WHEREAS managing the affairs of United Enterprise Credit Union Limited has become more complex and demanding;

AND WHEREAS United Enterprise Credit Union Limited has been managed by the staff and elected committee members at a very high standard;

AND WHEREAS the result of United Enterprise Credit Union Limited has shown consistent improvement;

AND WHEREAS the work of the Board of Directors, Supervisory Committee and Credit Committee has come extremely demanding;

AND WHEREAS the last time that the reimbursable expenses were agreed was at the 2020 Annual General Meeting held in January 21, 2020;

NOW IT BE RESOLVED that the reimbursable expenses paid to each regular director of the Board be increased to $375 per month and;

BE IT FURTHER RESOLVED that the reimbursable expenses paid to each regular committee member of the Credit Committee and the Supervisory Committee be increased to $250 per month.

16.3 A motion was proposed by Sis. Andrea Eli-Jones and seconded by Sis. Deborah Boyce to accept the aforementioned Resolution. With no abstentions or objections, the motion was unanimously carried.

17.0 Elections of Officers

17.1 Sis. Bernetta Hall, Chair of the Credentials Committee, was invited by the Chair to present the report. Sis. Hall noted that, prior to the mergers, the Board consisted of five directors. However, following the mergers, the number of directors increased to seven. These two additional positions were not filled through elections but were selected to serve until the Annual General Meeting.

17.2 There are currently four vacant positions on the Board of Directors, as Sis. Ann Marshall and Sis. Gina Welch have completed their first terms and are not seeking re-election. The four nominees for these positions are as follows:

<u>Board of Directors:</u>

There are four vacancies on the Board, with four candidates nominated to fill these positions:

two for a term of three years and two for a term of two years.

- Sis. Pamala Murray
- Sis. Melissa Savoury-Gittens
- Sis. Michelle Michael
- Sis. Sherry-Ann Osbourne

Supervisory Committee:

One vacancy and one candidate to fill the vacancy for a period of three years:

- Sis. Kerry-Ann McCollin (absent)

Credit Committee:

One vacancy and one candidate to fill the vacancy for a period of three years:

- Bro. Willard Mereigh (absent)

17.3 Since there were no competing nominations, all individuals nominated met the guidelines established by the Financial Services Commission (FSC) and UECUL's By-Laws and were duly appointed to the positions for which they were nominated.

17.4 The candidates who were duly elected to the Board of Directors, following the process of drawing for the length of their respective terms, were assigned to serve for the following number of years:

- Sis. Pamala Murray - Three years
- Sis. Melissa Savoury-Gittens - Two years
- Sis. Michelle Michael - Three years
- Sis. Sherry-Ann Osbourne - Two years

18.0 Any Other Business

18.1 Before delivering the vote of thanks, General Manager Sis. Kerry-Ann McCollin addressed a technology-related inquiry raised earlier by Sis. Bernetta Hall. She explained that the credit union's IT Consultant is actively working on system enhancements to strengthen data protection and cybersecurity. These efforts aim to further align the credit union's policies with the FSC's Cybersecurity Questionnaire. Additionally, she has directed the IT Consultant to conduct penetration testing to further safeguard the credit union's systems.

18.2 Sis. Kerry-Ann McCollin expressed heartfelt gratitude to everyone in attendance, acknowledging their engagement throughout the meeting. She extended her appreciation to the Board of Directors and executive committee members for their steadfast support and commitment, which played an essential role in guiding UECUL toward success this year. She commended the outstanding team at UECUL, emphasizing that their hard work and dedication had not gone unnoticed and that their efforts had been instrumental in advancing the credit union. She also conveyed appreciation to the valued members and stakeholders for their trust in the credit union's mission and encouraged them to continue providing feedback, which remains vital to the credit union's growth.

18.3 Members were invited to look under their chairs for a special prize. Prizes were offered to the following persons through this venture:

- Bro. Michael Byer
- Bro. David Eversley
- Sis. Richelle Waithe

- Sis. Shamona Harris (Guest)

18.4 Bro. Brereton was awarded a prize for being the first to arrive at the Annual General Meeting.

18.5 Sis. Pamala Murray received a prize for being the 30th attendee to arrive, completing the quorum for the meeting.

19.0 Termination

19.1 With nothing left to be discussed, the meeting was duly terminated at 8:02 pm.

UNITED ENTERPRISE CREDIT UNION LIMITED

Supervisory Committee Report

For The Period July 1, 2024, to June 30, 2025

In accordance with the Co-operative Societies (Amendment) Act, 2007-39 and in furtherance of the United Enterprise Credit Union Limited By-Law 74(c) the Supervisory Committee is pleased to present its Annual Report for the year ending June 30th, 2025.

The Supervisory Committee consists of three members, who were elected at the Annual General Meeting held on November 2, 2024.

UECUL's Supervisory Committee Members for the year under review comprised:

- Sis. Charlotte Caddle – Chairman
- Sis. Yolande Wright – Secretary
- Sis. Kerry-Ann McCollin – Member

The committee met on seven (7) occasions, with the attendance being recorded below; four (4) of these meetings were virtual. Additionally, the Committee conducted four (4) asynchronous sessions to review and audit relevant electronic and paper-based records; one of these audits was on-site.

Committee Composition and Attendance

July 1, 2024 - June 30, 2025

Table 1: Supervisory Committee Attendance 2024–2025

Name	**Post Held**	**Attendance**			
		Committee Meetings		Joint Committee Meetings	
Charlotte Caddle	Chairman	7/7	100%	3/3	100%
Yolande Wright	Secretary	7/7	100%	2/3	67%
Kerry-Ann McCollin	Member	6/7	86%	1/3	33%

Report of the Supervisory Committee to Members at the Annual General Meeting

In accordance with Section 212 of the Co-operative Societies Act CAP 378A, and Regulation 17 of the Co-operative Societies Regulations, 2008, the Supervisory Committee is mandated to:

- Examine the books of the Credit Union
- Confirm the Credit Union's cash instruments, property, and securities
- Appraise policies and operating procedures, and make recommendations to the Board and Credit Committee
- Monitor the management of the Credit Union
- Attest to monthly returns and investigate complaints made by members regarding management
- Ensure compliance with the Act, Regulations, and By-Laws
- Verify the Credit Union's assets and ensure they are adequately protected
- Confirm members' deposits and perform other duties as prescribed by the Act, Regulations, and By-Laws

The Committee is therefore responsible for safeguarding the Credit Union by ensuring it is managed efficiently and in accordance with the Co-operative Societies (Amendment) Act, 2007-39 and the Credit Union's By-Laws.

Throughout the fiscal year, the Committee conducted examinations of the Credit Union's operations. These efforts were aimed at ensuring that members' assets and savings are protected through adherence to internal control procedures and the operational manual. This oversight provides members with confidence in the integrity of the data produced.

During the period under review, the Committee fulfilled its mandate by examining the following areas:

- Minutes of Board of Directors' Meetings
- Monthly Bank Reconciliations
- Monthly Financial Statements
- Filing of reports with the Financial Services Commission
- Quarterly FSC Reports
- Investment Portfolio
- Teller Operations
- Cash Counts
- Cash Management
- Loan Applications
- Delinquency Management

Findings

The Supervisory Committee is pleased to report that no major discrepancies were found in the areas examined. Minor discrepancies identified were promptly brought to the attention of the General Manager, and these were satisfactorily addressed.

The Committee is satisfied with the overall effectiveness of management and staff. The digitization of records was well-executed, supporting both operational efficiency and environmental sustainability.

Recommendations

The Committee recommends that the Credit Union continue to explore augmenting its staff complement to mitigate risks associated with attrition and to strengthen key functions such as marketing and customer relationship management. A timely review of the performance management system is also encouraged.

We support the ongoing implementation of measures to address the marginal increase in the delinquency ratio. We also recommend that the Credit Union continue exploring innovative, technology-driven services for members, with a strong focus on cybersecurity to reassure all segments of the membership.

Conclusion

Virtual meetings enabled more thorough reviews and enhanced oversight, contributing to improved audit outcomes and stronger internal controls. The Credit Union's management practices align with sound corporate governance principles.

We commend the auditor for his dedication and extend sincere appreciation to the Board of Directors, Credit Committee, and staff for their continued cooperation and support.

Finally, we thank you, our members, for your trust and steadfast support. We encourage you to share your views and concerns with us as we work to ensure that United Enterprise Credit Union Limited remains your preferred institution for financial empowerment.

May we all continue to be blessed.

____
Charlotte Caddle
Chairman

For and on behalf of the Supervisory Committee

United Enterprise
CREDIT UNION LTD.
Dream, partner, prosper with us.

UNITED ENTERPRISE CREDIT UNION LIMITED

Credit Committee Report

For the Period July 30, 2024, to June 30, 2025

<u>Introduction</u>

The Credit Committee during the period under review was composed of three members: Member, Bro. Willard Mereigh; Secretary, Sis. Karen Haynes, and Chairman, Bro. Carlos Rochester.

The credit committee wishes to thank the loans team and the office manager for their dedication over the last fiscal year. Loan Officer Cristal Story, Junior Loan Officer Mr. Alex Fergusson, and our General Manager, Ms. Kerry Ann McCollin.

We thank you for meeting with our members and delivering a comprehensive loan application to our committee once completed.

The Credit Committee continued to meet in person and virtually to review loans. In addition to reviewing loan applications, we serve in other capacities as requested by the Board of Directors, along with reviewing loans.

By Section 206 of the Co-operatives Societies Act CAP 378A, the Credit Committee is required to:

- Recommend to the Board policies and procedures to be followed by the Credit Union for approving and granting loans.
- Monitor, through reports from the Credit Union's auditor and other officers of the Credit Union, the loan procedures used by the Credit Union.
- Consider all applications for loans, loan extensions, and revisions of the terms of the loans that are referred to by the board or an officer of the Credit Union.
- Consider reports of officers of the Credit Union that are submitted to the Committee.
- Prepare and maintain full and correct records of all actions taken by the Committee

<u>Credit Committee Members</u>

Following the annual general meeting on the 2nd of November, the following individuals were elected to serve the remaining term:

- Bro, Mr. Carlos Rochester – Chairman
- Sis. Karen Haynes – Secretary
- Bro. Willard Mereigh – Member

<u>Attendance At Credit Committee Meetings</u>

The credit committee has met each month for the past financial year. A total of seventeen (17) meetings were held during the reporting period, and these meetings were convened to review and approve loan applications. The Extra-Ordinary Credit Committee also met when necessary, and this was done on three (3) occasions. Additionally, the internal committee played a vital role this financial year.

MEMBERSHIP & LOANS COMPARISON

In Table A1, we show our membership growth and loan growth. The loans grew by 7%

UNITED ENTERPRISE CREDIT UNION LIMITED Membership Comparison From 2024 – 2025 & 2023 – 2024 **MEMBERSHIP & LOANS COMPARISON**		
FINANCIAL YEAR PERIOD	**NO. OF MEMBERS**	**NO. OF BORROWING MEMBERS**
2024 – 2025	2303	606
2023 – 2024	2218	567
Percentage Change %	3.83%	7%
Growth	85	39

In Table A1, we present our membership growth alongside our loan growth. Our loans have increased by 7%. To further support this growth, we aim to encourage our members to utilize our loan services and to provide them with prompt and effective assistance.

This will be achieved through the implementation of new technologies and the continuous improvement of our internal processes for loan approval.

Update on Loan Products This fiscal year saw no new loan products; all promotional maximum amounts were raised to $10,000.00, with the exception of the Christmas loan, which has a maximum of $7,500.00.

Table 1 below shows total loans for the period 2024 - 2025

LOAN DISBURSEMENTS 07/01/2024 TO 06/30/2025		
SUMMARY OF DISBERSEMENTS		
LOAN CATEGORY	**NO. OF LOANS**	**AMOUNT**
APPLIANCES/FURN.	4	$ 20,420.00
CHRISTMAS LOAN	29	$ 53,276.86
DEBT CONSOLIDATION	126	$ 785,111.54
EASTER LOAN	32	$ 193,443.29
EDUCATION	1	$ 5,400.00
FUNERAL	5	$ 35,877.10
GENERAL	18	$ 69,712.39
GREEN LOAN	1	$ 40,000.00
HOME IMPROVEMENT	12	$ 135,500.00
HOUSE PURCHASE	1	$ 60,000.00
LAND PURCHASE	1	$ 75,637.13
LEGAL FEES	2	$ 12,107.97
LOAN WITHIN SHARES	14	$ 321,038.68
LOVE LOAN	13	$ 69,700.00
MEDICAL	2	$ 48,146.00
REFINANCE LOANS	2	$ 5,000.00
RESTRUCTURE LOAN	1	$ 38,676.55
SUMMER ADVENTURE	1	$ 1,500.00
SUMMER LOAN	15	$ 69,758.26
TRAVEL	12	$ 59,895.53
VEHICLE PURCHASE	56	$ 2,983,249.93
VEHICLE REPAIRS	1	$ 5,000.00
Total	**349**	**$5,088,451.23**
Line of Credit	**810**	**$512,033.44**
Total	**1159**	**$5,600,484.67**

Table 2 below shows the leading loans for the year and the value for 2024 – 2025

UNITED ENTERPRISE CREDIT UNION LIMITED		
LOAN DISBURSEMENTS 07/01/2024 TO 06/30/2025		
LEADING LOANS		
CATEGORY	**NO. OF LOANS**	**AMOUNT**
VEHICLE PURCHASE	56	2,983,249.93
DEBT CONSOLIDATION	126	785,111.54
LOAN WITHIN SHARES	14	321,038.68
EASTER LOAN	32	193,443.29
HOME IMPROVEMENT	12	135,500.00
Total	**240**	**4,282,843.44**

According to Table #2 above, our credit union has seen a new trend over the past year: an increase in requests for auto loans. As we balance this requirement against our credit union's capacity to handle these demands, mortgages are drawing interest from our members even though they are not top of category this year.

We need to monitor these requests while keeping an eye on external factors such as market conditions and the services offered by banks and other financial organizations. These organizations might be more risk-taking than our credit union, which might compel our members to move their businesses to another financial institution.

Table 3 below shows the comparison from 2023-2024

UNITED ENTERPRISE CREDIT UNION LIMITED

LOAN DISBURSEMENTS 07/01/2024 TO 06/30/2025

SUMMARY OF DISBERSEMENTS

LOAN CATEGORY	NO. OF LOANS	AMOUNT ($) 2024 - 2025	NO. OF LOANS	AMOUNT ($) 2023 - 2024
APPLIANCES/FUNERAL	4	20,420.00	1	40,000
BUSINESS	-	-	2	94,359
CHRISTMAS LOAN	29	53,276.86	38	76,865
DEBT CONSOLIDATION	126	785,111.54	126	501,204
EASTER LOAN	32	193,443.29	6	12,000
EDUCATION	1	5,400.00	-	-
FUNERAL	5	35,877.10	7	58,750
GENERAL	18	69,712.39	-	-
GREEN	1	40,000.00	9	88,111
HOME IMPROVEMENT	12	135,500.00	-	-
HOUSE CONSTRUCTION	-	-	-	-
HOUSE PURCHASE	1	60,000.00	4	450,462
LAND PURCHASE	1	75,637.13	-	-
LEGAL FEES	2	12,107.97	-	-
LOAN WITHIN SHARES	14	321,038.68	5	85,500
LOVE LOAN	13	69,700.00	6	81,490
MEDICAL	2	48,146.00	3	49,229
REFINANCE LOANS	2	5,000.00	8	262,772
RESTRUCTURE LOAN	1	38,676.55	1	1,500
SUMMER ADVENTURE	1	1,500.00	34	193,631
SUMMER LOAN	15	69,758.26	7	43,500
TRAVEL	12	59,895.53	30	1,497,570
VEHICLE PURCHASE	56	2,983,249.93	1	5,847
VEHICLE REPAIRS	1	5,000.00	-	-
Total	349	5,083,451	288	3,542,790.19
Line of credit	171	512,033	149	319,911

Loans

Delinquency

		2025 JUNE		2024 JUNE		DIFFERENCE
IN GOOD STANDING	744	$11,841,729.21	745	$11,841,729.21	0.00%	$ -
ARREARS						
In arrears, 30 days - 89 days	20	$ 282,546.26	8	$42,713.40	561.49%	$239,832.86
In arrears, 90 days - 179 days	21	$ 366,477.63	8	$119,636.02	206.33%	$246,841.61
In arrears, 180 days - 364 days	26	$ 361,410.44	16	$182,220.43	98.34%	$179,190.01
In arrears, 365 days and over	29	%402,333.37	23	$357,669.05	12.49%	$44,664.32
TOTAL ARREARS	96	$1,412,767.70	55	$702,238.90	101.18%	$710,528.80
WRITTEN OFF LOANS				$ -		
NEW TOTAL ARREARS				$ -		
TOTAL LOANS	840	$14,651,291	800	$12,543,968	5.66%	$710,528.80
DELINQUENCY		9.1%		5.60%	90.40%	$0.05

As of June 30, 2025, United Enterprise Credit Union Limited recorded its delinquency rate at **9.1**%. In the just concluded period, it rose to **4.40%** in comparison to this period last year. Noticing a downward trend over the just concluded financial year, it was expected to be lower than last year; however, this slight increase of **0.40%** can be attributed to the mergers and some loans going delinquent.

Appreciation

Carlos Rochester
Chairman

Presentation of Nominees for 2025 Annual General Meeting (AGM)

There are **SIX (6)** positions to be filled at this year's Annual General Meeting. In reference to By-Law 41, item 1A, the Board of Directors (BOD) shall appoint a Credentials Committee of at least **THREE (3)** persons who are not nominees for any vacancy. Those chosen were Sister Marcia Goddard-Walcott and Brothers John Chandler and Richard Wharton.

From the Board of Directors (BOD) members, Sister Nathania Eversley and Brother Jeremy Hinkson have completed their first term and are eligible for another term.

Credit Committee (CC) member, Sister Karen Haynes, has completed her second term and is now retiring.

Supervisory Committee (SC) member, Sister Charlotte Caddle, has completed her two terms and is retiring, and is seeking election for the Board of Directors.

<u>NOMINEES</u>

BOARD OF DIRECTORS

- There are **FOUR (4)** vacancies and **FIVE (5)** candidates. Sisters Charlotte Caddle and Bernetta Hall, and Brothers Jeremy Hinkson and Glyne Pilgrim are seeking to fill these positions.

SUPERVISORY COMMITTEE

- There is **ONE (1)** vacancy and **ONE (1)** candidate for a **THREE (3)** year term in office. Brother Ralph Holder is seeking to fill this vacancy.

CREDIT COMMITTEE

- There is **ONE (1)** vacancy and **ONE (1)** candidate for a **THREE (3)** year term in office. Sister Nathania Eversley is seeing to fill this vacancy.

The Credentials Committee met on **ONE (1)** occasion with a total of **SIX (6)** nominations being received. All nominees signed in consent to the nomination as under By-Law 41, section 1B. Nominees were assessed against the Act, the Regulations and the By-Laws of the Credit Union.

An orientation session is to be held with our remaining nominees between November and December 2025 with focus on:

- Formally meeting our nominees,

- Educating the nominees about the CU's organogram (Organizational Chart) and current financial position.

- Governing bodies of the CU, regulations and By-Laws

- Review the overall responsibilities of the Board, the SC and the CC

- Answer all questions or queries

In conclusion, to the best of our knowledge, the members of the Credentials Committee are satisfied that the nominees have met all requirements necessary under the Act, the FSC guidelines and the CU's By-Laws.