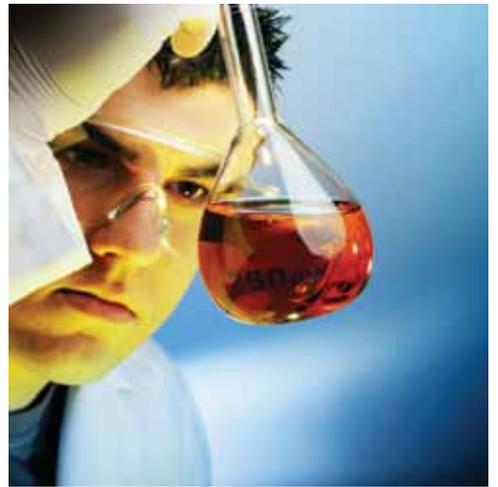


CELEBRATING 10 YEARS PROMOTING AND FUNDING MEN'S HEALTH RESEARCH AND COMMUNITY SUPPORT



CHAIRMAN'S REPORT



Mr Andrew Lathlean JP

It is with pleasure I present my first report as Chairman of the Freemasons Foundation Board of Management on our activities for the financial year ending 30th June 2017. In doing so, I wish to thank the Grand Master, Stephen Michalak for inviting me to take over as Chairman following the retirement of Don Sarah AM. Don served in the position for the past six years and his enormous contribution in guiding the Foundation during his term through both exciting and challenging times is acknowledged and greatly appreciated. On behalf of the Board of Management, as well as all members of the Foundation, I thank him for the significant contribution he made as Chairman and for his continuing wise counsel.

I am aware that this is the 28th annual report to members of the Freemasons Foundation since being established in 1989 as the charitable arm of the Grand Lodge of South Australia and the Northern Territory. This was the first charitable body established by a Grand Lodge in Australia and is now replicated in most other jurisdictions. At the time, it was a bold and innovative move and this Foundation has been an inspiration for others to emulate.

A significant initiative has been the establishment of the Freemasons Foundation Centre for Men's Health (FFCMH), in a unique partnership with the University of Adelaide. The Centre now enjoys an international reputation for excellence in research and this year celebrates its tenth anniversary. The model adopted was the first on its kind in Australia, and indeed in the world. I will make further comment about the Centre later in my report.

In accordance with the charitable objects of the Foundation's constitution our ability to provide ongoing charitable benefit to the community while carefully managing our relatively small financial base, continues to be commendable.

Since inception, with a volunteer Board of Directors and minimal staff, the Foundation has overseen the expenditure of some \$7.245 million in charitable assistance. This figure is made up of \$2.598 million in general benevolence, more than \$3.430 million in medical research and \$1.206 million in scholarships and educational grants.

FFCMH Funding – a Deliberate Strategy

The most substantial area of charitable funding during the past ten years relates to the FFCMH at \$300,000 per annum, an amount matched each year by the University of Adelaide. It is readily acknowledged that this commitment has somewhat depleted our corpus but funding the initiative has always been a deliberate strategy of the Board fully aware that this would be the case. However, it has been too important to let slide. As we plan for the future, we seek to capitalise on this initiative, while rebuilding our corpus and working closely with the newly established Masonic Charities.

The Foundation ended the financial year with a net deficit of \$163,424 after providing for unrealised impairment charges of \$18,596 and net transfers from reserves of \$22,408. The book gains on the sales of investments totalled \$192,267.

The Foundation's Board has husbanded and managed our financial affairs with great care. The five year aggregate of return on equity is 12.32%. This reflects the high quality of the assiduous work of the Investment Committee, Chaired by John Behenna.

Our Lodges are Important

The Freemasons Foundation is a multi-faceted charity as demonstrated by the breakdown of figures I have mentioned. While this may be skewed towards the work of the FFCMH, this has not in any way detracted from the importance we place on our Lodges by assisting them with their charitable endeavours in the community and their many scholarships. Our support to our Lodges is undiminished. Our role is to support them whenever possible while seeking to develop in them a sense of pride, relevance and renewal. We are undertaking more regular communications to advance these sentiments.

Freemasons Foundation Centre for Men's Health

The importance of supporting and sustaining this world class facility,

established by and branded in the name of Freemasonry, should not be underestimated nor taken for granted. Our co-branding partnership with the University of Adelaide as well as our collaboration with many other institutions nationally and internationally, has been exceptionally successful. For every dollar invested in the Centre, the Centre has leveraged eight dollars directly to support research into men's health through major research grants. Among the Centre's many achievements are:

- More than 300 peer-reviewed scientific papers published
- More than 250 national and international research presentations
- Representation on state, national and international working groups on men's health
- Numerous federal and state government health briefings and participation in standing committees and enquiries on men's health
- 36 higher degree (Masters and PhD) students trained
- 10 additional PhD students currently supported
- 17 early career post-doctoral scientists supported and trained
- 52 summer vacation research student scholarships

In so doing the FFCMH has advanced research, knowledge and influenced national and international policy, practice and education relating to health care for men. It has been worth every dollar spent so far.

Lodge Sponsored Education Grants & Scholarships

Apart from awarding major scholarships we also support Lodge sponsored education grants and scholarships which amounted to some \$42,417. This provides much needed assistance to young people enabling them to continue and advance their educational opportunities. During the past year this significant charitable activity provided assistance to more than 50 students.

Our Future

For quite some time following the sale of Masonic Homes Ltd the Foundation's Board of Management has been preparing for the future with significant strategic planning. This is to enable us to better manage our Foundation moving forward and to engage more effectively with both Masonic Charities and the Grand Lodge Board of Management.

I am pleased to report the Foundation already enjoys a close working relationship with these bodies, which I am confident will continue to grow. This relationship is imperative.

As the charitable arm of our Grand Lodge, the Foundation has the leading role to play in building our charitable profile in the community, and to assist in the promotion of the brand of Freemasonry generally.

The Grand Master has previously remarked the Foundation has a wonderful story to tell of quite remarkable achievement. Now approaching its third decade, the Foundation has a long and proven record of endeavour in supporting education, medical research, the needy, and a myriad of causes undertaken by our Masonic Lodges in general charitable assistance.

Corporate Governance

The Board met regularly in accordance with the Constitution.

At the Annual General Meeting held in October 2016 Mr Lathlean was appointed Chairman, Mr John Behenna, Vice Chairman and Mr Nicholas Handley, Treasurer.

Also, as only one nomination had been received for each of the elected Fellow

and Member categories, Mr Arnie Narayan and Mr Joseph Nehme were both elected unopposed.

The Board of the Freemasons Foundation consists entirely of volunteers and comprise highly committed and experienced members from diverse backgrounds, who bring a range of skills including legal, finance, business, administrative, community and fundraising.

I wish to take this opportunity to thank the Board members for giving so much of their time and expertise over the past year, and for their support of me as Chairman.

Staff & Committees

Executive Director
Robert Clyne OAM MAICD

Administration Officer
Mrs Christine Lock

Financial Consultants
David Burgess, Macquarie Private Wealth

Auditors
BDO

**Trevor Prescott Memorial
Freemasons Scholarship Committee**
Fred Trueman (*Chairman*)
Robert Clyne OAM MAICD
Ms Marg McGee

Investment Committee

John Behenna (*Chairman*)
Nicholas Handley
Robert Clyne OAM MAICD
Don Sarah AM

Accountant
Mrs Gillian Page

Conclusion

I am indebted to the members for their continuing thoughtful and frank advice and strong support. I also commend the Foundation's small administrative staff, which consists of only one full time employee in its Executive Director, Mr Robert Clyne OAM, a part-time Secretary Mrs Christine Lock, and part-time Accountant Mrs Gillian Page. Their combined dedication to the task, continued enthusiasm and ongoing commitment to achieve our vision is most commendable.

To all of our many volunteers, including ladies, freemasons and friends, I extend my grateful thanks for the time which you have given so freely on numerous occasions and in so many ways to support the important work undertaken by Freemasons Foundation throughout the year.

Andrew Lathlean JP
Chairman



1. Kathryn and Joe Nehme with Boy's Night Out compere Rob Shehade (centre) 2. Members of Millicent Lodge No 88 supporting local Pedal Prix entrants 3. FFCMH researcher Dr Kate Fennell with SA Governor Hieu Van Le AC after winning SA Young Tall Poppy Award 4. Grand Master Stephen Michalak presenting Ben Morton with the Trevor Prescott Scholarship with Committee Chairman Fred Trueman

CHARITABLE OVERVIEW

Charitable Assistance Overview

The Foundation ended the financial year with a net deficit of \$163,424 after providing for unrealised impairment charges of \$18,596 and net transfers from reserves of \$22,408. The book gains on the sale of investments totalled \$192,267.

It is pleasing to reflect that the Foundation has now expended over \$7,234 million in charitable assistance since inception.

This is made up of \$2,598,384 in general benevolence, \$3,430,095 in medical research and \$1,206,055 in scholarships and educational grants.

During the financial year \$409,342 was expended in charitable assistance, medical research funding and educational scholarships and assistance, as shown below:

Lodge sponsored benevolent projects	\$28,425
Men's health & medical research	\$300,000
Educational scholarships and grants	\$80,917

Lodge Sponsored Projects

We continued to support constituent Lodges and recognised Masonic Organisations throughout the jurisdiction with local projects amounting to \$28,425.

The projects supported were as follows:

Guides SA Inc Leadership skills for girls Lodge Kilwinning No 220	\$500	Parkinsons SA Inc Support services 88 Masters' Association	\$1,000
Beyond Blue Ltd Support services Lodge Baden Powell No 222	\$700	Royal Flying Doctor Service of Aust Inc Medical assistance 88 Masters' Association	\$1,000
Blue Lights SA Inc Paediatric ward assistance Lewis Lodge of Brighton No 187	\$1,000	Alzheimer's Australia Support services 88 Masters' Association	\$1,000
Royal Flying Doctor Service of Australia Inc Heart monitor defibrillators Lewis Lodge of Brighton No 187	\$1,000	Cancer Care Centre Inc Support services Adelaide Combined Lodges	\$760
Tutti Ensemble Inc Arts Fund General Assistance Lewis Lodge of Brighton No 187	\$1,000	Leukaemia Foundation General assistance Lewis Lodge of Brighton No 187	\$1,500
Brain Injury Network of SA Inc New equipment Lewis Lodge of Brighton No 187	\$1,000	Total Recreation NT General assistance Lodge Foelsche No 211	\$3,000
Foodbank of SA Inc Christmas Hampers Millicent Lodge No 88	\$1,000	Peter Nelson Leukaemia Foundation General assistance Mostyn, Goodwood & Loyalty No 18	\$1,000
Ardrossan Community Hospital Medical equipment Ardrossan Lodge No 150	\$2,080	Jack's Fund Medical treatment Tea Tree Gully Lodge No 218	\$5,000
Seacliff Surf Life Saving Club Life saving equipment Lodge Thespian No 195	\$2,000	Strathalbyn Suicide Prevention Group Support services Lodge Baden Powell No 222	\$800
Foodbank of SA Inc Christmas Hampers Lodge Yankalilla	\$900	Barmera Residential Care Auxiliary 3 wheelchairs Lake Bonney Lodge No 106	\$1,185
The Fred Hollows Foundation Medical services 88 Masters' Association	\$1,000		
		<i>Included in Educational Assistance:</i>	
		Legacy Club of SA General support Freemasons Foundation	\$3,000



1. Corinthian Lodge No 34 supporting Sailability for disabled children at Goolwa 2. Rob Clyne & Marg McGee with Katie Tucker (centre) 3. Pha Netbon at the Tutti Fundraising Concert

FINANCIAL STATEMENT

For the year ended 30th June 2017

	2,017	2,016
	\$'000	\$'000
What the Foundation Earned		
Members' Contributions	15	14
Bequests received	41	35
Dividends, Interest and Distributions	303	290
Donations	81	97
Profit (Loss) on Sale of Investments	192	224
Other Fundraising	17	36
	649	696
Administration Expenses	350	355
Other	12	13
	362	368
Net Income	287	328
Medical, Educational and Charitable Payments		
Charitable Assistance	28	68
Medical Research Funding	300	304
Scholarships Awarded	81	84
	409	456
Net Surplus (Deficit) before transfer to Reserves	(122)	(128)
Unrealised impairment charge	(19)	(182)
Transfer to/(from) Reserves	(22)	(43)
Total Change in Equity	(163)	(353)
What we own		
Cash	904	804
Other Assets	64	73
Investments	3,224	3,415
	4,192	4,292
What we owe	920	965
NET ASSETS	3,272	3,327

BOARD MEMBERS

ANDREW LATHLEAN JP

Chairman

Member of the Board since 2012

Andrew has a long career in Advertising and Marketing spanning some 40 years, commencing with The Advertiser in 1971. He moved to the advertising agency world, working with local, national and multi national clients. He has managed his own advertising and marketing agency since 1984. Andrew is a Justice of the Peace and is also the Honorary Consul for the Dominican Republic in SA. He is a former Chairman of the Walford Foundation and has been active in business, sporting and community affairs for many years. He is a Past President of both Sturt and Forestville Hockey Clubs. Andrew is a Governor member of the Foundation.

DON SARAH AM

Immediate Past Chairman,

Member of the Board since 2009

Don joined the Board of the Foundation in 2009. He was appointed Chairman in January 2011. Born in Box Hill Victoria, Don came to Adelaide with his family in 1939 where he attended St Peters College before joining the family building firm in 1961. He has been President of the Master Builders Association of SA and State and National President of the Australian Institute of Building. He was awarded a Member of the Order of Australia (AM) for services to the building industry in 1987. He was Charter President of the Rotary Club of Hindmarsh (1972) and a member of that Club until 2000. He was Rotary District Governor in 1990/91. A long standing freemason, he is married to Meredith with four children and eight grandchildren. Don loves fishing.

RICHARD FLASHMAN AM FAICD

Governor category representative

Member of the Board since 1994

Richard has enjoyed a long career in the motor industry during which he has been involved in dealerships, insurance, manufacture, education and finally the Motor Trade Association (MTA) in SA of which he was the Executive Director from 1980 until his retirement in 1998. Richard was made a Member of the Order of Australia (AM) in 2000. He has served as Vice Chairman of BankSA Crimestoppers since its inception in 1989. He is a past Chairman of the Foundation having served in that capacity for six years from 1995 to 2001.

NICHOLAS (NICK) HANDLEY

Treasurer

Appointed 2016

Nick has been associated with Freemasonry since as a young child he delighted in assisting his grandfather and great uncle at festive boards following meetings of Lodge Thespian before later being initiated into Lodge St Alban at his first opportunity.

A graduate of the University of South Australia with a Bachelor of Commerce degree, Nick commenced his professional career working with his father as a Certified Practising Accountant and Business Consultant with Handley Accounting Services in 2004. This burgeoning practise now has offices at three locations and continues to grow as it provides financial services, business development, coaching and mentoring skills to a wide range of clients.

As could be expected, Nick brings to the Foundation the benefit of his impressive record of experience, particularly with major charitable organisations which includes as a Board member of Anglicare SA Finance Committee, Anglicare SA Housing, a director of the William Wilberforce Foundation and Treasurer of the Rotary Club of Adelaide. For the past seven years he has also been Treasurer and Parish Councillor at St Columba's Anglican Church at Hawthorn.

Nick is Treasurer of the Young Freemasons Network and has been Deputy Grand Treasurer since 2013. He is blessed with a young son, Nate, and loving partner Krystal

ARNIE NARAYAN MAICD

Patron category representative

Member of the Board since 2014

A legal practitioner, Arnie comes to the Freemasons Foundation Board with substantial corporate governance experience, having been on the Board of Councillors - Law Society of South Australia; a Committee Member of the Country Lawyers Committee - Law Society of South Australia; a Board Member of the Whyalla Hospital and Health Services; and a Board Member and Deputy Chairman of the Insolvency Practitioners Association of Australia (SA & NT Division). Arnie has had extensive experience with the Grand Lodge of SA & NT where he has served as both Deputy Grand Registrar Deputy Grand Registrar (2004-2006, 2014-2015) and Grand Registrar (2006-2012) and the Board of Management from 2006 – 20012. Arnie is married to Martine who works with him at their law firm Travancore Legal & Advisory which they established in 2011. They

have two children and Arnie likes a round of golf.

JOHN BEHENNA JP MAICD

Vice Chairman

Member of the Board since 2014

John's formative years were spent in Whyalla, studying accountancy while working in banking and local government. Employed in the Commonwealth Department of Employment and Training with heavy involvement in the hospitality industry before commencing work as a political adviser and Chief of Staff in the Brown and Olsen Governments and more recently for Isobel Redmond when she was Leader of the State Opposition. Past key past appointments have included, Chairman of the Local Government Training Authority, Executive Member of the Local Government Association, Vice President of the Regency Institute of TAFE Council and Councillor for the City of Henley and Grange and for the City of Charles Sturt. John is a Justice of the Peace and is a Freemason of long standing. He is Chairman of the Freemasons Foundation Investment Committee.

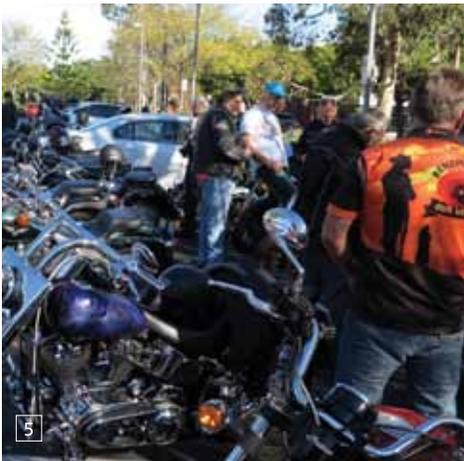
JOE NEHME

Member category representative.

Member of the Board since 2016.

Joe Nehme is General Manager and a Director of Nehco Pty Ltd a family owned company which operates throughout South Australia, the Northern Territory and Western Australia in the shop fitting, building, waterproofing, plumbing and electrical industry. Nehco employs almost 100 staff members. Joe is also an event organiser and promoter, a DJ in his spare time, as well as being a former radio presenter on Fresh 92.7.

An enthusiastic Freemason, Joe is highly motivated, enjoys new challenges and brings energy and a wide range of skills to the Board of the Freemasons Foundation. He and his wife Kathryn are proud parents to their daughter Niamh.



1. Jo Peters & Austin Taylor 2. Legacy President Mark Bourchier with Perrin and Mackinley Krause 3. FFCMH Patrons Andrew Lathlean and Dr Neil Jensen with FFCMH Patron in Chief His Excellency Hieu Van Le AC 4. Everard Walker & Ray Mack at "Give Freemasonry a Shot" Virginia 5. Freemasons Motorbike Charity riders assemble 6. Celebrating Men's Health Week with FFCMH Director and researchers 7. Stephen Marshall enjoying the Boys' Night Out fundraising dinner 8. Arnie Narayan and Lennox Pawson at the Foundation's Charity Jewel Cocktail Party



THE FREEMASONS FOUNDATION
EXISTS TO ETHICALLY AND
PROACTIVELY SUPPORT, PROMOTE,
FUND AND DRIVE MEN'S HEALTH
ISSUES, AND TO PROVIDE
CHARITABLE WORKS AND
FUNDING IN THE COMMUNITY.