

DIVISION 4 - THE STATE

PART 1 - STATE ORGANIZATION

Article 1 - Membership

RULE 750. (Deleted 11/16/04)

Article 2 - State Officers

RULE 755. The Officers of the Corporation, herein referred to as "State Officers," are the President, Vice President, **Chief Administrative Officer**, State Secretary, State Treasurer, Assistant State Secretary, Assistant State Treasurer, the Regional Directors and the Area Governors.

(Revised 11/14/06 effective 1/1/07) (Revised 11/8/11)(8/1/16)

RULE 756. The Board of Directors of the Corporation, herein referred to as the State Board, consists of the President, Vice President, **Chief Administrative Officer**, State Secretary, State Treasurer, Assistant State Secretary, Assistant State Treasurer and the Regional Directors. (Revised 11/14/06 effective 1/1/07)(8/1/16)

RULE 757. The State Executive Committee consists of the President, Vice President, State Secretary and State Treasurer.

RULE 758. Officers of the Corporation as defined in Rule 755 shall not serve concurrently as a Branch Officer except as provided in Rule 327 (Interim Management). Upon application to the President, the President may make an exception to this rule. (Revised 11/15/05)

Article 3 - Election of Officers

RULE 765. The members to serve as State Officers, other than Regional Directors and Area Governors, shall be elected at the Annual Meeting. (Revised 7/6/95)

RULE 766. Annually by September 30 the President-elect should make all of his appointments to State Committees and other Presidential appointments pertaining to his administration.

Among these appointments, the President-elect shall appoint a Nominating Committee consisting of:

- a. A chairman who shall be the then current President or; if unable to serve, the most recent Past President available, and
- b. One other Past President; and
- c. Three other members other than Past Presidents, who shall be past or present Regional Directors or Area Governors.

(Revised 6/8/10)

RULE 767. It shall be the duty of the Nominating Committee to select from the members of Sons In Retirement, Incorporated, and its Branches nominees for election to state offices, other than the Regional Directors and Area Governors to serve during the calendar year next following the year in which they are elected and until their successors have been elected and installed.

Article 3 - Election of Officers (Continued)

RULE 768. A Candidate for the office of President or Vice President shall be a past or present State Board Member or Area Governor. (Revised 11/14/06)(6/2/15)

RULE 768.1 (Deleted 6/2/15)

RULE 768.2 A candidate for President or Vice President must meet the qualifications for the office as specified in Rules 768 ~~and 768.1~~ and must submit to the Chairman of the State Nominating Committee by April 15 of each year a SIR Form 43 - Declaration of Candidacy - and the background data requested on the Form 43. Refer to Rule 769 for an exception. (Revised 11/11/08)(8/1/16)

RULE 768.3 A candidate for **Chief Administrative Officer**, State Secretary, State Treasurer, Assistant State Secretary or Assistant State Treasurer must be an active member of Sons In Retirement, and must submit to the Chairman of the State Nominating Committee by April 15 of each year a SIR Form 43 - Declaration of Candidacy for State Elected Office - and the background data requested on the Form 43. Refer to Rule 769 for an exception. (New 11/11/08)(8/1/16)

RULE 769. The Nominating Committee shall submit its report to the President not later than June 1. Additional nominations may be made from the floor at the Annual Meeting. A nominee from the floor must signify his agreement to accept the office if elected.

RULE 770. Not less than 30 days prior to the Annual Meeting, the State Secretary shall notify those entitled to vote the date, time and place of the meeting. The notice shall contain a list showing the names and qualifications of the nominees recommended for State offices designated and the name, Branch No., and qualifying office held of other candidates, if any, for the State offices designated. (Revised 4/18/00, 6/20/2015 by the State Executive Committee.) (Confirmed 4/5/2016)

RULE 771. All State chairmen and appointees, although not eligible to vote, should register in lieu of roll call at the Annual Meeting. (Revised 9/19/00)

RULE 772. In lieu of roll call at the Annual Meeting, each qualified voter, at the time of registration, shall receive a ballot. This ballot shall contain:

- a. Names of the nominees for State Offices recommended by the Nominating Committee.
- b. Write-in space for the names of other eligible candidates nominated from the floor and who are willing to serve if elected.

RULE 773. Voting shall be by secret ballot, provided, that for any office for which there is but one nominee, voting may be by voice or by show of hands.

RULE 774. Prior to the Annual Meeting, the President shall appoint a committee of three to serve as tellers in the event that more than one candidate is nominated for any office. A committee member shall be a Regional Director, Area Governor or a Big Sir.

DIVISION 2 - BRANCH BYLAWS (Continued)

Article 9 - Amending the Bylaws

Section 55. Deleted. (Revised 8/6/01)

Section 56. A proposal to amend the Branch Bylaws in any given year shall be submitted to the President through the chain of corporate communications in such reasonable time, prior to the Annual Meeting, as set forth by the President to permit its review and consideration by the appropriate committees and the State Board of Directors.

Section 57. If the ~~President~~ **State Board by majority vote** finds the proposed amendment to be in the best interest of the Corporation, ~~the State Secretary~~ **he** shall cause **such amendment** to be circulated to each voting member and chartered Branch, not less than 30 days before the Annual Meeting, a copy of the proposed amendment and notice of voting thereon at the Annual Meeting. **In the event that the State Board rejects the proposed amendment and the President disagrees, the State Secretary shall cause such amendment to be circulated as above, but with the President's comments and the State Board's comments preceding.**(Revised 8/7/00),(8/1/16)

Section 58. The State Secretary shall include on the agenda for the Annual Meeting, proposed amendments to the Branch Bylaws, ~~as directed by the President.~~(Revised 8/1/16)

Section 59. **These Bylaws may be amended by the affirmative vote of two-thirds of those present and entitled to vote at the Annual Meeting. If a proposed amendment is approved by two-thirds of those present and entitled to vote at the Annual Meeting, all Branch Bylaws shall be amended, even though one or more Branches did not vote favorably thereon.**(Revised 8/1/16)

Section 60. ~~The revised Branch Bylaws approved by the State Board of Directors on August 5, 1991 and adopted at the Annual Meeting on December 2, 1991 became effective January 1, 1992. The date on which each provision is thereafter amended or added shall be indicated parenthetically at the end of the section so affected. Date handling instructions moved to the rule manual protocol.~~ (Revised 8/1/16)

DIVISION 2 - CORPORATE BYLAWS (Continued)

Article 4 - Membership

Section 130. Membership of the Corporation shall consist of the President, Vice President, **Chief Administrative Officer**, State Secretary, State Treasurer, Assistant State Secretary, Assistant State Treasurer, Regional Directors, Area Governors, Big Sirs of the Chartered Branches and Past Presidents.

(Revised 8/7/06 effective 1/1/07)(**Revised 8/1/16 effective 1/1/17**)

Section 131. All Members of the Corporation shall be entitled to vote at the Annual Meeting in the election of the President, Vice President, **Chief Administrative Officer**, State Secretary, State Treasurer, Assistant State Secretary and Assistant State Treasurer, and on amendments to the Corporate and Branch Bylaws. (Revised 8/7/06 effective 1/1/07),(**8/1/16 effective 1/1/17**)

Section 132. Membership requires no initiation fees. Authorized expenses of the Corporation shall be defrayed through the assessment of Chartered and Provisional Branches on a pro rata membership basis as well as through other sources approved by the State Executive Committee. (Revised 8/4/03)(Revised 8/5/13)

Section 133. The conferring of Honorary Life Membership is reserved to the State Board. (Revised 8/4/03)

Section 134. An Honorary Life Membership in the Branch of his choice shall be conferred upon each Past President. (Revised 8/4/03)

(Sections 130 and 131 edited 11/14/06)

Revised 11/14/06, 8/5/13, **8/1/16**

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DIVISION 2 - CORPORATE BYLAWS (Continued)

Article 5 - Officers

Section 140. The Officers of the Corporation are the President, Vice President, **Chief Administrative Officer**, State Secretary, State Treasurer, Assistant State Secretary, Assistant State Treasurer, Regional Directors and Area Governors. (Revised 8/7/06 effective 1/1/07)(**8/1/16 effective 1/1/17**)

Section 141. The President, Vice President, **Chief Administrative Officer**, State Secretary, State Treasurer, Assistant State Secretary, Assistant State Treasurer, and eight or more Regional Directors as specified in the Standing Rules, shall constitute the State Board and shall have voting rights on all matters before the Board. (Revised 8/7/06 effective 1/1/07)(**8/1/16 effective 1/1/17**)

Section 142. Only members of the State Board shall be entitled to vote on matters to be determined by the State Board.

Section 143. All State officers except Regional Directors and Area Governors shall be elected at the Annual Meeting of the Corporation. (Revised 8/7/95)

Section 144. Each Regional Director shall be elected for the ensuing calendar year by the Governors of the Area comprising the Region, as provided in the Standing Rules.

Section 145. A Regional Director shall not serve concurrently as an Area Governor or any other elected State office.

Section 146. Each Area Governor shall be elected for the ensuing calendar year by the Big Sirs and Little Sirs of the Branches within the Area as provided in the Standing Rules.

Section 147. An Area Governor shall not serve concurrently in any other elected State office.

Section 148. Except as otherwise provided herein, a regularly elected Officer of the Corporation shall serve for one calendar year and until his successor is elected and installed. If an officer is appointed or elected after a calendar year commences to any office for the remainder of such year, such year shall not be counted in applying any term limit. (Revised 8/4/03)

Section 149. Duties of State Officers shall be as prescribed in the Standing Rules.

(Sections 140 and 141 edited 11/14/06)

DIVISION 2 - CORPORATION BYLAWS (Continued)

Organizational Advisory Committee

Section 260. Deleted. (Revised 8/6/01) (Effective 1/1/02)

Special Committees

Section 265. The President may create and appoint members to committees (a) to make special studies and report its recommendations to him concerning such matters as he deems necessary or desirable in the interests of the Corporation, and (b) to make special studies and reports to the Board, and to process administrative details and records.

Article 9 - Parliamentary Procedure

Section 280. Subject to the limitations in the Articles of Incorporation, of these Bylaws, the Standing Rules and the California Non-Profit Public Benefit Corporation Law, Robert's Rules of Order shall, where applicable, govern the conduct of all meetings.

Article 10 - Amending the Corporate Bylaws

Section 290. These Corporate Bylaws may be amended ~~by the affirmative vote of two-thirds of those present and entitled to vote at the Annual Meeting.~~ **applying the procedures in Branch Bylaws Sections 57,58,58, and 59. (Revised 8/1/16)**

Section 291. ~~The revised Corporate Bylaws adopted on December 2, 1991, became effective on January 1, 1992. The date on which any provision is thereafter amended or added shall be indicated parenthetically at the end of the section so affected.~~ **Date handling instructions moved to the rule manual protocol. (Revised 8/1/16)**