

SIR MANUAL



EDITION 8/25/2021

PREFACE Continued

SIR MISSION STATEMENT: SIR exists to enrich the lives of its members through fun activities, luncheons and events while making friends for life.

OUR VISION: To become the best active men's organization in Northern and Central California by improving longevity through providing opportunities for physical, mental and social engagement.

MANUAL: THE SIR Manual is the property of SIR, Incorporated (SIRinc). It is available on the SIRinc Website to all members of the SIR organization as the official copy.

On January 31, 2019 a reconstruction of the SIR Manual was published with the main changes involving replacement of Standing Rules with Policies and Procedures. In April 2020 a second reconstructed SIR Manual was published.. This reconstruction reorganized the manual such that Procedures immediately followed the appropriate Policies. Previously the Procedures were multiple pages further down in the manual and were difficult to locate. There was the problem of a reader having to flip back and forth between the Policy and the Procedure to fully understand the requirements.

Bylaws remain stand-alone, but also have been incorporated within the SIR Manual in the appendices for user convenience.

SIR MANUAL COMPOSITION: This Manual has the following divisions

Division

- 1 Preface
- 2 Table of Contents
- 3 Policies/Procedures - Branch
- 4 Policies/Procedures - State.
- 5 Position Descriptions for Branch and State Officers
- 6 Appendices
 - A Branch and Corporate Bylaws (adopted by eligible voters at Annual Meetings). Bylaw intentions are included within the Policies and Procedures with appropriate Bylaw reference when applicable.
 - B. History
 - C Articles of Incorporation.
 - D. IRS Exemption Certificate

AUTHORITY: The provisions of Policies and Procedures and underlined sections of position descriptions are mandatory unless stated otherwise. *Italic* sections of position descriptions Guidelines should be followed except in circumstances imprudent to do so. A Bylaw takes precedence over a Policy or Procedure whenever there is conflict in wording or intention.

NON-PROFIT STATUS OF SIR: SIR (SIR, Incorporated) and its Branches are 501c-4 non-profit public benefit corporations under the California Corporation Code.

SIR MANUAL REVISIONS: Manual revisions are found on this website, under STATE INFORMATION. Click on SIR Manual, Checklist, and Revisions.
(New Format 4/7/20)

Div2. TABLE OF CONTENTS
POLICIES and PROCEDURES

SECTION	POLICY	PAGE	TITLE
<u>1 GENERAL</u>			
	1	1	Guiding Principles
	2.	1	Geography
	3.	2	Organization
	4.	2	Parliamentary Procedures
	5.	2	Definitions
	6.	4	Alcohol Policy
	7.	5	Alliances With Woman's Groups
	8.	5	Worthy Causes
	9.	6	Logo and Emblem
	10.	8	SIR Awards/Certificates
	11.	11	State Forms
	12.	11	Managing Funds of Branch and State
	13.	15	Travel & Short Bus Trips
	14.	23	Amending Policies and Procedures
	15.	24	Amending Bylaws
	16.	25	No Contact With Insurance Company, Agent, or Broker
	16.a	25	Providing Food at SIR Functions
	17.	28	Filling Vacancies in SIR State Leadership Positions
<u>2 BRANCH – MEMBERSHIP</u>			
	18.	29	Membership List/Roster
	19.	29	Participation- Members and Guests
	20.	29	Membership Criteria
	21.	29	Members' Badges
	22.	29.1	Membership Applications
	22.A	30	New Member Induction Oath
	23.	30	Dual Memberships
	24.	30	Member Transfer
	25.	30	Member Attendance
	26.	31	Termination of a Member
<u>3 BRANCH – OTHER</u>			
	27.	31	Branch Operations
	28.	31	Branch Size
	29.	32	Branch Meetings
	30.	32	Fundraising/Dues/Raffles/Contributions
	31.	32	Branch Executive Committee
	32.	34	Branch Officer Training
	33.	34	Branch Committees
	34.	35	Election of Branch Officers
	35.	37	Forming a New Branch
	36.	39	Revoking or Suspending a Branch Charter
	37.	40	Disbanding/Merging Branches/Managing Inactive Branches

Div2. TABLE OF CONTENTS
POLICIES and PROCEDURES Continued

SECTION POLICY PAGE TITLE
3 BRANCH – OTHER-Continued

	38.	44	Changing a Branch Name
	39.	45	Unauthorized SIR Activities
	40.	45	Removal of a Branch Officer
	41.	46	Branch Advertising in Bulletins/Rosters
	42.	46	Branch Bulletins
4	<u>STATE</u>		
	43.	46.1	Developing & Monitoring the State Budget
	44.	47	State Board
	45.	49	State Executive Committee
	46.	49	State Committees
	47.	52	State Officer Elections
	48.	57	Annual Meetings
	49.	59	Removal From State Office
	50.	61	SIR Websites
	51.	61.1	Electronic Meetings

Div2. TABLE OF CONTENTS
POSITION DESCRITON

5 POSITION DESCRIPTION

62 Position Description

6 APPENDICES

63 Bylaw Table of Contents

64 Appendix A Branch Bylaws

67 Appendix A Corporate Bylaws

75 Appendix B History

77 Appendix C Articles of Incorporation

87 Appendix D IRS Exemption Certificate

**NOTE: IF YOU ARE READING AN ELECTRONIC VERSION OF THIS MANUAL
HOLD THE CONTROL KEY DOWN AND PRESS THE 'F' KEY.
THIS WILL OPEN A SEARCH BOX . TYPE IN A KEY WORD AND PRESS ENTER.**

1. POLICIES GENERAL
Policy 1. GUIDING PRINCIPLES

1. SIR Mission - The guiding principles of our Bylaws, Policies and Procedures shall be governed by the Mission of SIR, and applied with common sense. The Mission of SIR is to enrich the lives of our members through fun activities and events while making friends for life.

2. Non-Discrimination Principle – SIR policies, procedures, bylaws, and supporting practices are built upon the principle that trust, mutual respect, and dignity are fundamental beliefs between all members of our organization. SIR does not and shall not discriminate against any member, guest, or prospective member of our organization on the basis of race, color, religion, national origin, marital status, sexual orientation, age or disability. SIR shall comply with all applicable national, state and local statutes pertaining to nondiscrimination. In furtherance of these commitments, it has and will continue to be a fundamental policy to update and take action-oriented steps to implement our policy.

Procedure for Policy 1:

How to Respond to Individual Complaints

The procedure for responding to individual complaints shall be as follows:

1. Any member or prospective member who believes that inappropriate discrimination has occurred shall notify the branch's Big Sir within a reasonable time following the alleged discriminatory action.

2. The Big Sir shall immediately notify the Area Governor, Regional Director, and Vice President; hereinafter referred to as the Discrimination Task Force (DTF).

3. The Big Sir concurrently shall commence a thorough investigation and report, within thirty days from the notice of the alleged discrimination, all information about the complaint to the DTF.

4. The DTF shall take appropriate action to address the complaint, including meeting with the complainant and any other parties that may be relevant, and within a reasonable time thereafter issue its recommendations to the State Board.

5. The State Board at a special meeting or its next scheduled Board meeting shall review the complaint and the DTF recommendations, and approve appropriate action to resolve the complaint. This action shall be communicated to all involved parties.

Policy 2. GEOGRAPHY

The activities of the Corporation in the formation of Branches shall be confined to the northern portion of the State of California that lies within these geographical limitations: north of the southernmost boundaries of the counties of Inyo, Kern and San Luis Obispo, and including the metropolitan area of Santa Maria; and including environs of South Lake Tahoe that extend into Nevada. (See Bylaw 110)
(New Format 4/7/20)

1. POLICIES GENERAL-Continued

Policy 3. ORGANIZATION

The Officers of the Corporation are the President, Vice President, Chief Administrative Officer, State Secretary, State Treasurer, State Assistant Secretary, State Assistant Treasurer Regional Directors and Area Governors. (See Bylaw 140)

The above named Officers constitute the State Board of Directors of the Corporation, called the State Board (See Policy 44 – The State Board). (See Bylaw 141)

A change in the organizational structure of SIR, Inc. including the number of Areas or Regions, shall be submitted to the President for action by the State Board.

The territory within the geographic boundaries of SIR, Incorporated, shall consist of the following Regions, with a Regional Director for each Region:

Region No. 1	Areas 1,2, 3, 4
Region No. 2	Areas 5, 6, 18, 19
Region No. 3	Areas 7, 8, 9, 10
Region No. 4	Areas 11, 13, 14
Region No. 5	Areas 15, 16, 17

An Area is a group of Branches designated by an assigned number with an Area Governor for each Area. No Area shall have less than three chartered Branches, except that the President may authorize the formation of an Area consisting of two Branches if he determines, because of distances involved, that administration and communication would be otherwise be impaired. In making his determination, special consideration should be given to situations where Branches are being formed in a new Area and it is probable that additional Branches will be formed in that Area.

In case it becomes necessary to change the number of Areas, the Regional Director or the Regional Directors affected, acting with the advice of the Area Governors and the Branches affected, shall submit recommendations to the President for consideration and action by the State Board. The State Board acting on its own initiative may also adopt recommended changes if deemed necessary.

Policy 4. PARLIAMENTARY PROCEDURES

Subject to the limitations in the Articles of Incorporation, of these Bylaws, the Policies and Procedures and the California Non-Profit Public Benefit Corporation Law, Robert’s Rules of Order shall, where applicable, govern the conduct of all meetings. (See Bylaw 280)

Policy 5. DEFINITIONS

Unless otherwise stated, the general provisions and definitions below shall govern the Policies and Procedures:

- a. As used herein, the term “Corporation” means the State Organization incorporated under the laws of the State of California as “SIR, Incorporated.” (See Bylaw 120.)
- b. The “Corporation” and “Corporate”, the "State Organization", the "Corporate Body”, SIR, and “SIRinc” refer to the State organization of SIR. (See Bylaw 5)

(New Format 4/7/20)

1. POLICIES GENERAL-Continued
Policy 5. DEFINITIONS-Continued

- c. The Principal Office of a Branch Corporation shall be the address of the “Agent For Service or Process” as named in the Branch articles of incorporation or subsequent biennial statements to the California Secretary of State. (See Bylaw 9)
- d. The Principal Office of the Corporation shall be the address of the “Agent for Service or Process” as named in the Articles of Incorporation or subsequent biennial statements to the California Secretary of State. (See Bylaw 111)
- e. The mailing address for the Branch shall be the address of the current Branch Secretary. (See Bylaw 10)
- f. The mailing address of the Corporation shall be the address of the current State Secretary. (See Bylaw 112)
- g. "State Board" means the State Board of Directors, the governing body of the Corporation. (See Bylaw 121)
- h. “State Officer” and “Corporate Officer” means an officer of the Corporation. (See Bylaw 20.5) 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. (See Bylaw 140)
- i. "President" means the President of the Corporation.
- j. "Vice President" means the Vice President of the Corporation.
- k. "Shall", "will" and "must" are mandatory. "May" and "can" are permissive.
- l. The term “Bylaw” means an action adopted as mandatory by eligible voters (called Members of the Corporation) at a SIR, Inc. Annual Meeting. The terms “Policy,” and “procedure” mean an action by the State Board governing the operations of the State and the Branch Corporations. (Bylaw 122) An exception or exemption to
- m Policy or Procedure may be approved by the State Board, or by the President with notification to the State Board).
- n “Regulation” means an action by a Branch Executive Committee governing the operation of the Branch. (See Bylaw 7).
- o. Pages denoting a date “Revised”, “Amended”, or such term are to be read as “Effective”.
- p 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. (Bylaw 130).

(New Format 4/7/20)

1. POLICIES GENERAL-Continued
Policy 6. ALCOHOL POLICY

Alcoholic beverages at a SIR function may be served or provided, whether or not for compensation, only when there is full compliance with all federal, state and local laws, rules or regulations.

- a. If the restaurant or facility is serving, SIR is absolved of liability providing SIR has received a certificate of insurance (Form 64) naming SIR as an additional insured.
- b. At any Branch function where SIR is providing alcoholic beverages, the alcoholic beverages must be served by certified SIR member bartenders OR the participants must serve themselves...no exceptions.
- c. Should a Branch receive income from the sale of alcohol, said income shall be reported monthly as a separate line item on the Branch Form 28 under Receipts, 103 Other – Alcohol Sales. Total annual sales receipts for liquor sales are to be reported to the Chairman of the State Insurance Committee.

Procedure for Policy 6:

How to Provide and Serve Alcoholic Beverages at Meetings and Events

- a. To meet the requirements of our Liquor Liability Carrier, any branch serving alcohol at their meetings or events shall have two certified bartenders.
- b. Any SIR member selling and serving alcohol shall be trained and certified through a Bartenders training course via the internet or through another responsible beverage server certification program. Expense of the program is to be absorbed by the branch. Documentation of compliance is the certificates of completion. Failure to meet this requirement could result in the branch losing its Liquor Liability insurance.
- c. Should a Branch receive income from the sale of alcohol, said income shall be reported monthly as a separate line item on the Branch Form 28 under Receipts, 103 Other – Alcohol Sales. Any branch that generates income from selling alcohol shall report annual income to the State Insurance Committee Chairman, as mandated by our insurance carrier.
- d. Exception to this Procedure – Participants Serving Themselves. If at a SIR function where Certified Bartenders are not present or are not serving the alcoholic beverages, the participants must serve themselves. No exceptions.

1. POLICIES GENERAL-Continued
Policy 7. ALLIANCES WITH WOMAN'S GROUPS

Notwithstanding the provisions of Policy 8, and for new member recruitment purposes, an Area Governor in concurrence with that Region's Director may approve, upon application from a SIR Branch, the Branch's non-financial/non insurance liability support of a social group of women, formally organized or not, regarding social, recreational activities.

This support may be in the form of SIR bulletins, Newsletter notices, and mutual recruitment efforts at retirement seminars offered by businesses and corporations which benefit both SIR and the Social Group of women. Examples could be, but are not limited to such liaisons as "Red Hat Ladies," a ladies group such as "Daughters of Leisure (DOLS)" made up of mostly wives of SIR, or any group of SIR spouses engaged in similar activities to SIR.

Policy 8. WORTHY CAUSES

SIR, Incorporated, and its Branches shall not support, promote, endorse or otherwise act to benefit, directly or indirectly, any other entity, cause, or crusade; or any charitable or civic project no matter how worthy, including donations to the Red Cross, blood banks and the like, or any political preference, affiliation, group, or organization other than SIR.

Speakers at luncheons or other meetings of the Branch or State shall be made aware of this position so as to avoid any semblance of soliciting contributions or business, or endorsing any political, religious or ideological concepts.

SIR groups composed exclusively of SIR members that provide entertainment to others may appear before other than SIR groups so long as their main objective of the appearance adheres to the Mission of SIR- "to improve the lives of our members through fun activities and events while creating friends for life".

Actions prohibited by this Policy shall include, among other things:

- a. Inclusion of material referred to above in Branch bulletins or distributing or making available such literature at Branch or State meetings or events.
- b. Solicitation of business or solicitation for volunteers, collection or distribution of funds, materials or other assistance by any person or persons at any luncheon or other meeting of the Branch or State.
- c. Inclusions of statements, displays or other verbal or graphic material referred to above at luncheons and other meetings or events of the Branch or State.
- d. The lending of credit by means of holding harmless or pledging indemnification or the like to insure another entity against losses, liabilities, fees, taxes, or other obligations arising, in whole or in part, because of that entity's actions or omissions.

1. POLICIES GENERAL-Continued
Policy 8. WORTHY CAUSES-Continued

Paragraphs a, b and c above do not apply to acts necessary to promote an authorized activity which is directly related to the fulfillment of the purposes and objectives of SIR, Incorporated. This includes State events such as SIR Day at the Giants, Oakland A's, Golden State Warriors, Sacramento River Cats, and other events approved by the State Board of Directors.

Notwithstanding the above provisions, individual SIR members may be notified of a SIR cause to raise funds in order to furnish financial or other assistance to a Branch and its members in distress caused by events such as fire, flood or earthquake. Such notification for example may be in the form of an email from a SIRinc officer, from a branch or state newsletter or during a Branch Luncheon meeting.

Policy 9. LOGO AND EMBLEM

The logo of SIR, Incorporated, as displayed on its official letterhead, is registered as a copyright under the laws of the United States and may be used only as authorized as provided in the Procedure 9 - "How To Use The SIR Logo and Emblem. It shall not be authorized for display on any item produced, handled or sold for the personal gain of any member of SIR, Incorporated.

When the logo is to be displayed in color, the colors specified in Procedure for Policy 9 shall be used.

Procedure for Policy 9:

How to Use the SIR Logo

- a. The SIR logo or emblem may be used on official letterheads, envelopes, Branch bulletins, rosters, announcements of Branch functions, paraphernalia, certificates, plaques and memorabilia.
- b. When dealing with outside parties, the use of the SIR Logo is encouraged.
- c. The design of the logo and emblem may be enlarged or miniaturized to any dimension deemed desirable considering the circumstances in which it is displayed; provided the same proportional scale of the official logo is maintained as nearly as practical.
- d. A Branch Executive Committee (BEC) and the State Board, by majority vote recorded in its minutes, may authorize the use of the logo or emblem in connection with the promotion or conduct of a specifically designated official event conducted by or on behalf of SIR or it may be authorized as provided herein, for display on other items produced, merchandised, marketed, or sold.

1. POLICIES GENERAL-Continued
Policy 9. LOGO AND EMBLEM-Continued

- e When the logo is to be displayed in color, the following colors should be as those described below or similar.

Body Part	Color	RGB Code		
		Red	Green	Blue
Rooster	Red	191	30	46
Block SIR	Black	0	0	0
Banner bordering and lettering	White	255	255	255
Banner fill and copyright symbol and "Incorporated"	Black	0	0	0



1. POLICIES GENERAL-Continued
Policy 9. LOGO AND EMBLEM-Continued

f. When the emblem is to be displayed in color, the following colors should be as those described below or similar.

Body Part	Color	RGB Code		
		Red	Green	Blue
Head, comb and wattle	Red	255	0	0
Beak	Yellow	255	255	0
Body and tail feathers	Brown	216	80	37
Neck, legs and feather accents	Light Brown	220	150	0
SIR letters fill	Blue	0	0	255
Banner bordering and lettering	Yellow	255	255	0
Banner fill and copyright symbol and "Incorporated"	Black	0	0	0



Policy 10. SIR AWARDS/CERTIFICATES

SIR, Incorporated, through its State Certificates Chairman, issues the State awards and certificates shown in items a-d below. A Certificate of Appreciation is also available for a Branch to issue as stated in e following.

- a. Honorary Life Membership (HLM) - The purpose of the HLM is to recognize exceptional and extraordinary service by a member to SIR. It is not to be treated lightly or awarded merely on the basis of good fellowship. The award will be meaningful if bestowed only to those who, upon careful review and scrutiny, are found to have clearly earned it through faithful and outstanding service to the organization for five years or more. Failure to meet these strict requirements and high standards will destroy the purpose and meaning of the honor and will cause the request for HLM to be rejected. See Procedure for Policy 10 for specific details and requirements.

(New Format 4/7/20)

1. POLICIES GENERAL-Continued
Policy 10. SIR AWARDS/CERTIFICATES-Continued

- b. Branch Charter Certificates – See Policy 44 - The State Board & Bylaw 203.
- c. Presidential Awards - Senior SIR, Super Senior Sir, Century Sir Certificate -See Form 6.
- d. President's Appreciation Certificate - Past State Officers, Past State Committee Chairmen and Past Big Sirs are each presented with the President's Appreciation Certificate for their service to SIR. The presentations to the State Officers and Chairmen are done by the State President or his designee, and the presentations to the Past Big Sirs are done by the Area Governors. This Certificate is prepared by the State Certificates Chairman at the request of the President. The President may also contact the State Certificates Chairman to obtain any special certificate that he deems appropriate
- e. Certificate of Appreciation – A Branch Executive Committee may obtain a Certificate of Appreciation (Form 7) from the SIR Website and issue it to guest speakers, entertainers, or Branch members as he deems appropriate.

Procedure for Policy 10:

How to Process an HLM Award

PROCEDURES TO BE FOLLOWED BY THE BRANCHES:

- a. HLMS requested by a Branch are first recommended by a two-thirds vote of the Branch Executive Committee (BEC)
- b. Form 45 - Application for Honorary Life Membership and supporting documentation are then forwarded to the Area Governor and Regional Director for their approval, and a copy to the Chairman of the State Certificates Committee, who will monitor the progress of the approval process, before the form is presented to the State President for the final approval. The facts related in the supporting document should only concern SIR Branch service. Non-SIR activities and achievements are immaterial and will not be considered in determining the worthiness of an application.
- c. Approval of the Form 45 shall not result in the number of HLMS in a Branch with less than 100 members being more than two, or more than two percent of the total membership for a Branch with 100 or more active members, on the date of application.
- d. When an HLM is conferred upon a Branch member, he shall be presented with an appropriate certificate, provided by the State Board, which sets forth the facts on which the honor has been bestowed.
- e. The President, or present or past State Officer designated by the President shall present this certificate, although the Big Sir may recommend a person that meets these qualifications to the President.

(New Format 4/7/20)

1. POLICIES GENERAL-Continued
Procedure for Policy 10-Continued

- f. The Branch shall provide the member with an official badge indicating he is a recipient of the honor and the certificate shall be appropriately matted and framed.
- g. In situations where the Branch has determined that the HLM can no longer attend or participate in branch functions, the BEC with two-thirds approval may request that the Area Governor approve assigning that member HLM Emeritus status so that he would no longer count toward the Branch's HLM limit. This Branch request shall be initiated by letter to the Area Governor over the Big Sir's signature outlining the circumstances that prompt the requested action including steps taken to contact the HLM. The Area Governor shall approve or disapprove the request by return correspondence with a copy to the State Certificates Chairman. If approved, the individual shall remain a member of that Branch and be reflected as HLM Emeritus in that Branch's and State Roster membership records.
- h. An HLM shall remain a member of his Branch until death, transfer, resignation or permanent relocation, but shall not be subject to attendance requirements.
- i. When a Branch-initiated HLM has been an HLM for at least 10 years he will automatically be elevated to Senior HLM in the Corporate HLM records and the State Roster, and he no longer counts toward any Branch's HLM limit.

PROCEDURES TO BE FOLLOWED BY THE STATE

- j. A State HLM shall be awarded to each Past State President. In addition, the State Board may, on its own initiative, with a two thirds vote of the State Board, award an HLM to other members, based on outstanding or exceptional service performed by a member at the corporate level of SIR.
- k. Should the recipient of the State awarded HLM have been awarded a Branch HLM previously, the Authority code shall be changed from "BR" to "PP"(Past Presidents) or "SB" (State Board) and the State HLM shall supersede and replace the previously awarded Branch HLM and shall no longer count against the Branch's 2% maximum
- l. The conferring of the HLM is reserved to the State Board.

PROCEDURES TO BE FOLLOWED BY ALL

- m. The recipient shall be presented the certificate specifying the facts upon which the honor has been bestowed in a matted and framed holder. The State shall also provide a distinctive lapel pin indicating the recipient has received the honor.
- n. A member of SIR can only receive one HLM, either through his Branch or as a State-initiated action.
- o. An HLM shall be permitted to transfer from one Branch to another. The HLM shall no longer be counted by either Branch in determining the number of HLMs authorized for it and shall not be counted in determining the number of HLMs authorized for each Branch.

1. POLICIES GENERAL-Continued:
Policy 11. STATE FORMS

Forms provided through the State are controlled by the INFOSYS SIR Forms Subcommittee. No creation or elimination of, or amendment to, such a form should be effected without it being first reviewed by the State SIR Forms Subcommittee.

In case of disagreement, The State SIR Forms Subcommittee shall then submit the proposed form with its recommendations regarding the form to the State Executive Committee for approval.

The State SIR Forms Subcommittee is responsible for notifying form users when new forms are created or revised.

The user who completes a form is responsible for its distribution, in accordance with form instructions.

Policy 12. MANAGING FUNDS – BRANCH and STATE

No member of the Corporation or any Branch shall be given nor receive any compensation for performing his assigned duties from the funds of the Corporation or Branch. A Branch member and a member of the Corporation may be reimbursed for authorized expenses as prescribed in the Procedure for Policy 12- How to Manage Funds in State Committees and Branches.

No member of the Corporation or any Branch shall be given nor receive any compensation for performing his assigned duties from the funds of the Corporation or Branch. A Branch member and a member of the Corporation may be reimbursed for authorized expenses as prescribed in Procedure 12- How to Manage Funds in State Committees and Branches.

State-related expenses incurred by Area Governors, Regional Directors, State Chairman, etc. File expense claims within 30 days and by December 1, if possible, to support year end financial reporting. (Revised 6/11/20).

Expenses for continuing group activities in which all members do not participate such as bowling, golf, bridge, and the like, shall be borne totally by those participating.

Special activities, including in lieu luncheons, dinners or picnics, shall not be intended to be profit-making.

The President shall review and approve all State expenses, provided that the President may delegate any terms and conditions as the President deems necessary or desirable in the best interests of SIR. No SIR shall approve his own expenses. (Revised 6/11/20).

11. POLICIES GENERAL-Continued:

Policy 12 - Managing Funds - Branch and State - Continued

A Branch Officer or member may be reimbursed by the Branch Executive Committee for expenses following the same guidelines.

See Procedure 12- How to Manage Funds in State Committees and Branches which prescribes standard financial and banking procedures, remuneration procedures for SIR officers visiting Branches, as well as insurance add-on procedures for foreign travel.

HOW TO MANAGE FUNDS IN STATE COMMITTEES AND BRANCHES

Standard financial and banking procedures for State Committees that receive and disburse funds pertaining to their activities and expenses are:

- a. A Committee Treasurer shall be appointed by the Committee Chairman
- b. Funds received by the Committee or a representative of the Committee shall be received by the Committee Treasurer in the name of the Committee.
- c. The establishment of bank accounts for State Committees shall receive prior approval from the State Treasurer or Assistant State Treasurer.
- d. The Committee Treasurer shall deposit and/or distribute such funds through an insured depository approved by the State Treasurer in an account bearing the title "SIR, Incorporated, 'Committee name' " with the SIR State Treasury federal identification number.
- e. There shall be three authorized signatories on the account—the Committee Chairman, Secretary, and Treasurer. All checks or withdrawals from the account for \$500 or more shall be approved in writing (email okay) in advance by two of the three authorized signers.
- f. At least every three months, the Committee Treasurer shall prepare a financial report showing the receipt, disbursement, and amount on hand of all funds in his possession. A copy of this report shall be sent to the Committee Chairman, State Treasurer, and President.
- g. The funds and accounts of the Committee shall be audited annually not later than January 31 by the State Audit Committee. The audit report shall be submitted to the Committee Chairman, State Treasurer, and President.

PROCEDURE FOR PROCESSING STATE EXPENSES

- h. Approved vouchers will be sent to the State Treasurer for payment.

(New Format 4/7/20)

1. POLICIES GENERAL-Continued:

Procedure for Policy 12 - Managing Funds - Branch and State – Continued

Note: State related expenses incurred by Area Governors, Regional Directors, State Chairman, etc., must be filed on Form 15. File expense claims within 30 days and by December 1, if possible, to support year end financial reporting.(Revised 6/11/20).

- i. All reimbursable expenses except mileage, Bridge and road tolls and authorized Branch luncheon attendance meals must have receipts or explanations for more than \$20.00 (Revised 6/11/20):

Note: When a Branch invites an Area Governor (AG) or any other SIR Inc Officer to a luncheon or other SIRinc function the branch will pay; this includes the spouse or significant other (Revised 6/11/20).

An Authorized Branch Luncheon is when an AG or any other SIRinc Officer invites himself to a Branch luncheon or other SIR Branch function for official business he will pay and SIR State will reimburse the SIRinc Officer. The SIRinc Officer will pay for his spouse or significant other, not the State. (Revised-6/11/20).

- j. Allowable expenses include

- k1. Mileage: Personal motor vehicle usage at the reimbursable rate shown on Form 15, Expense Claim Voucher.

- k2. Lodging: For trips exceeding 2 ½ hours driving time each way and a meeting duration of 5 hours or early morning meetings requiring night driving: When an overnight stay is necessary check Hotels.Com for the price of the least expensive local, 3 star rated. single occupancy hotel or motel in the area of your destination. It's likely to be a Motel 6 or a La Quinta Inn. This sets the base rate (room rate plus taxes & fees) for charges that are reimbursable. (Revised 6/11/20)

Note: Sirs can stay anywhere they want, however, only charges up to the base rate will be eligible for reimbursement without an acceptable explanation. (Revised 6/11/20).

- k3. Meals: Guidelines for all meals are Breakfast \$15, Lunch \$20 and Dinner \$25 with receipts for actual cost including gratuity (alcoholic beverages are not reimbursable).Vice President approval is required if these amounts are exceeded.

1. POLICIES GENERAL-Continued:

Procedure for Policy 12 - Managing Funds - Branch and State - Continued

- k4. Postage: Mailing and other delivery charges.
- k6. Supplies: Such as printer paper, ink cartridges envelopes, blank labels, etc.
- k7. Meetings: Coffee, light refreshments, pastries and meeting room rental fees when a free meeting room is not available
- l. Non-reimbursable expenses also includes the following (Revised 6/11/20)
 - l1. Attendance at own Branch meetings or other functions.
 - l2. Meals for spouses.
 - l3. Set-up or printing of personalized stationery.
 - l4. Computer hardware, software or supplies unless pre-authorized by the State President or his designee.
 - l5. Expenses of committee members must be approved by the Committee Chairman either by signature on the expense report, or by electronic approval such as email.
 - l6. State expenses of Area Governors shall be approved by the appropriate Regional Director by signature on the expense report, or by electronic means such as email.

STANDARD FINANCIAL AND BANKING PROCEDURES FOR BRANCHES

- 1. Opening a Branch bank account:
 - a. Opening a Branch bank account, including accounts for the Branch committees in need of separate accounts, shall be authorized and controlled by the Branch Treasurer or Big Sir with the approval of the Branch Executive Committee. Approval must be recorded in the BEC minutes and kept on file with the Branch Secretary and Branch Treasurer as long as the account is active.
 - b. Any Branch account must be in the name of the Branch or its committee, such as "SIR Reynolds Branch 1" or "SIR Reynolds Branch 1 Golf Committee" account.

1. POLICIES GENERAL-Continued:

Procedure for Policy 12 - Managing Funds - Branch and State - Continued

c. A copy of the Branch Articles of Incorporation may be provided to the bank along with the Branch federal identification number, known as the Employer Identification Number ("EIN") that is assigned by the IRS. This information is contained in local Branch files and/or on the SIR Website SIRinc.org under Members Information – Branch Information – Membership Information – Branch Data Sheets. Banks and Savings and Loans used by Branches must be fully insured by FDIC, or in the case of Credit Unions, the National Credit Union Administration (NCUA). (Revised 11/11/08)

2. Procedure for processing Branch expenses

d. Branch related expenses incurred by Officers, Directors, Chairman, etc., may use Form 15, or a locally produced one developed and approved by the BEC. The expense form used shall be approved by the Big Sir, or in his absence the Little Sir, and submitted to the Branch Treasurer for processing. (Revised 6/11/20).

e. Allowed and disallowed expenses are to follow the same guidelines listed above for State expenses.

f. & g (Deleted 6/11/10)

INSURANCE ADD-ONS:

h. To provide adequate funding for insurance coverage for each event involving travel outside the United States, Canada and U.S. Territories and Possessions (Puerto Rico, Guam, U.S. Virgin Islands, Northern Mariana Islands and American Samoa) an insurance add-on shall be included in the fare to be paid by each participant contracted by the Travel (Rev 10/18/19)(Rev 6/11/20).

The State Activity Committee or Branch Designated Member (DM) authorized to sign SIR contract Form 50 or 50B for the event, shall be responsible for notifying the Agency providing the goods or services that the Agency shall collect, account for and remit all insurance add-ons, by a separate check, made payable to the State Treasurer. The check should be issued no later than the event departure date.

(New Format 4/7/20) (Rev 6/11/20)

1. POLICIES GENERAL-Continued:
Procedure for Policy 12 - Managing Funds - Branch and State - Continued

AREA OR REGIONAL ACTIVITY:

- i. All funds received in connection with an Area or Regional activity shall be received in the name of the Area or Regional fund, and deposited in and distributed through the treasury of a designated Branch or in the depository of a designated Branch treasury in an account bearing the designated Branch's federal identification number.

Policy 13. TRAVEL & SHORT BUS TRIPS

Non Responsibility Declaration: All travel and other events/activities arranged for or sponsored by SIRinc. and its Branches are for the convenience and pleasure of the members of SIR and their guests who desire to participate. SIRinc. and its Branches do not assume any responsibility for the well-being or safety of the participants or passengers or their property whatsoever, in any matters pertaining to said events/activities.

Only a member of SIR, his wife or companion, and his guest(s) - including widows of deceased members- shall be entitled to participate in SIR travel events. A relative of a SIR member (meaning a parent, sibling, child or grandchild) and their companions, and the widow of a deceased member may also participate. The number of guests participating in a SIR travel event shall not exceed the total number of members, plus participating wives, companions and relatives.

A Travel Coordination Committee may be formed by two or more Branches for the purpose of sponsoring and coordinating travel events. It shall be chaired by the Branch Travel Chairman (BTC) that arranges the event, and is responsible for BTC approval. Publicity for the event shall be confined to the branches participating. Multi Branch travel is encouraged.

Procedure for Policy 13:

How to Administer a Domestic or Overseas Trip

BRANCH TRAVEL APPOINTMENTS/RESPONSIBILITY:

- a. The Big Sir may appoint one or more members including himself to serve on a Branch Travel Committee to assist in the conduct of an effective travel program. If he is any elected officers of a Branch he may serve as Branch Travel Chairman or as a member of the committee, but as a member of the BEC he must abstain from voting on Branch travel matters.
- b. The Branch Travel Chairman, under the direction and supervision of the BEC, is responsible for the planning, promotion and conduct of duly authorized Branch travel events.
 1. As part the BEC's responsibility for the Branch travel program, it shall require the Branch Travel Chairman (BTC) to use SIR Form 59, insuring that all travel event requirements are followed. This form shall be completed and used by both the BTC and the Big Sir on behalf of the BEC at every step of the Branch Travel Event process.

1. POLICIES GENERAL-Continued:
Procedure for Policy 13-Continued

2. Upon completion of Form 59, it shall be submitted to the Branch Secretary for filing with the Form 53.

BRANCH EVENT APPROVAL:

Travel Prohibitions.

- a. No BTC, DM or GL involved in a SIR travel event shall receive or accept any personal gain from travel other than free passage or reduced fare passage, as remuneration or compensation for ongoing travel arrangements, duties and/or responsibilities as specified by SIR and/or the travel agency contract. This Policy also includes Familiarization trips when such travel has been expressly authorized by the President or BEC in accordance with the SIR Travel code. The above provisions also apply to Branch and State travel, bowling and golfing events when such travel has been expressly authorized by the President or BEC.
- b. No member or BTC shall present or vote on any travel proposal to the BEC or State Board, nor be designated as a DM or GL for a travel event if the member or BTC, his wife or companion or relative has any financial interest in, or is an employee, agent or representative of an Agency that will be providing services for any portion of said event.
- c. Acceptable forms of remuneration by Travel Agencies for SIR travel events for a BTC, DM or GL are free or reduced fare passage or a percent of the fare based on terms negotiated with Travel Agency Contract.
- d. Upon approval of a State Travel Event by the State Board, no Branch shall thereafter authorize or otherwise schedule a Branch Travel Event that involves travel in an area covered by the State Travel Event within 12-months before or after the State Travel Event. This Policy does not apply to any Branch Travel Event duly authorized by the BEC before the State Travel Event was approved by the State Board. Upon application by the BEC, the President may exempt from this Policy a Branch Travel Event that he finds not to duplicate travel in areas included in the State Travel Event to the extent that the Branch event would adversely affect the State event.

TRAVEL FORMS

- e. Form 53 - Any event involving travel that is arranged by a Branch shall be approved by the Branch Executive Committee (BEC) on Form 53 (Request for approval of Branch Travel Event) with or without a Travel Agency. After Form 53 has been approved with affirmative vote of the BEC at a regular or special meeting, it shall be properly recorded in the minutes of the meeting, with copy of the Form 53 attached.

1. POLICIES GENERAL-Continued:
Procedure for Policy 13-Coninued
TRAVEL FORMS-Continued

- f. Form 50 - Following approval of Form 53, if an Agency is used, the BEC or Designated Member (DM) must complete a Form 50 Contract signed by the BEC and the agency before any deposits are accepted for the event or it is publicized or otherwise announced as being available to members of the Branch or their guests. Form 50 shall not be altered in any way other than filling in blanks as appropriate, and it must be done on SIR Contract Form 50 with a SIR-Qualified Travel Agency. The contract executed by the DM of a Branch and the Agency shall be signed by both him and the authorized representative of the Agency and kept on permanent file with the Branch Secretary..

EVENT APPROVAL—STATE ACTIVITY COMMITTEE:

- g. Form 53B- Any event involving travel that is proposed by a State Activity Committee must be approved by the State Board using Form 53B—Request for Approval of State Event Involving Travel. The event must be arranged using SIR State Contract Form 50B, or equivalent, with a SIR-Qualified Travel Agency. The executed contract shall be signed by both the Designated Member (DM) of the activity committee and the authorized representative of the Agency and kept on file for at least 5 years with the committee Secretary.

EVENT APPROVAL—STATE TRAVEL COMMITTEE (STC):

- h. Any event involving travel that is proposed by the State Travel Committee (STC) must be approved by the State Board and recorded in the minutes of the meeting. A contract must be completed with a SIR-Qualified Travel Agency. The contract executed by the Designated Member (DM) of the State Travel Committee and Agency shall be signed by both him and the authorized representative of the Agency and kept on file for at least 10 years with the State Secretary.
- i. The STC is exempt from mandatory use of Approval Form 53B and Contract Form 50B.

EVENT CANCELLATION:

- j. If a Branch Travel Event is canceled for any reason, the BTC shall make copies of the SIR Contract Form 50 for that Travel Event and mark on the face of the Form in bold lettering of a distinctive color “EVENT CANCELLED”, and the date of cancellation. Copies of the canceled Form 50 must then be promptly sent to the Branch Secretary, Branch Treasurer, State Insurance Chairman and State Travel Chairman.
- l. The BTC/Branch or State Committee DM authorized to sign SIR contract Form 50 or 50B for the event, shall be responsible for notifying the Agency providing the goods or services that they shall collect, account for and remit all insurance add ons, by a separate check, made payable to the Branch or State Treasurer and issued no later than the event departure date.

1. POLICIES GENERAL-Continued:
Procedure for Policy 13-Continued

INSURANCE COVERAGE (FOREIGN TRAVEL):

- k. A \$27.00 add on fee for foreign travel liability insurance coverage shall be included in the fare to be paid by each participant.
- L. No fee is required for travel within Canada or the United States of America including its Territories and Possessions (Puerto Rico, Guam, U.S. Virgin Islands, Northern Mariana Islands and American Samoa) which are exempt from this fee.
- m Our main liability insurance policy covers travel within the above listed countries.
- n. The Branch Treasurer shall remit such insurance add ons received from the Agency to the SIR State Treasurer with the SIR Report Form 51 within 7 days of receipt of the funds.
- o. Travel Agencies shall comply with paragraph k., above
- p. All funds paid directly or indirectly by an Agency to a Branch for a travel event for the purpose or purposes designated by the Agency shall be made by check payable to the Branch DM for the travel event. The funds shall include, but not be limited to, money handled by the designated escort to pay for non-prepaid travel expenses such as gratuities, entertainment, parties, unexpected expenses, fees and the like. Such funds do not include refunds or the like paid directly from the Agency to the participants.
- q. SIR-Qualified Agency shall:
 - 1. Have a current California Seller of Travel license and identification number (CST ID No.)
 - 2. Carry a minimum of \$1,000,000 in comprehensive General and Professional Liability Insurance. The Policy shall include SIR, Inc., All Authorized Branches and Members as Additional Insured. A 30-day notice must be sent to SIR in the event of policy cancellation. A copy of the Insurance Certificate shall be kept on file with the SIR State Insurance Committee.
 - 3. Have a current appointment to ARC (Airline Reporting Corporation) or IATAN (International Airlines Travel Agency Network),
 - 4. Maintain a trust account in an insured institution, deposit and keep therein all funds of participants of each travel event pending disbursement of those funds for goods or services pertinent to the event.

1. POLICIES GENERAL-Continued:
Procedure for Policy 13-Continued

RESPONSIBILITY FOR INSURANCE REQUIREMENTS:

- r. The insurance requirements listed under “Travel Agencies- SIR Qualified Agency” are the responsibility of the SIR State Insurance Committee.
 - 1. The State Insurance Committee Chairman or a designated State Insurance Committee member shall maintain a file of the required insurance documents for each Agency, and approve them.
 - 2. The State Travel Chairman must notify the Agency 30-days before the insurance expiration date that the SIR Insurance Committee must receive a copy of the new insurance policy or the renewal certificate not later than the current insurance expiration date.
 - 3. Failure of the Agency to comply may result in the Agency being removed from the SIR-Qualified list.
- s. The airline-related requirements listed under “Travel Agencies- SIR Qualified Agency” are the responsibility of the State Travel Committee. The Chairman shall maintain a file of those required documents for each Agency.
- t. The State Travel Committee Chairman shall cause to be published on the SIR Website a list of the SIR-Qualified Travel Agencies.
 - 1. It shall be updated, if changes occur, on a monthly basis, and it shall include the name of the travel agency, CST Number, and the expiration date of their insurance.
 - 2. It shall identify those SIR-qualified Agencies that are not permitted to provide air transportation (ATP – Air Transportation Prohibited) for any portion of a SIR travel event because they do not belong to ARC or IATAN.
- u. The Branch Travel Chairman is responsible for verifying that the Agency’s insurance shall be in effect from the date the contract is signed until the travel event is completed.
 - 1. If the insurance expires 30 days prior to or during the travel event, the BTC shall check the SIR Website to ascertain if the insurance has been updated on the list of Agencies, or contact the Chairman of the State Insurance or Travel Committee to ascertain the status of the insurance.
 - 2. Confirmation that the insurance was reinstated or renewed must be provided by the BTC to the Branch Secretary by an updated copy of the qualified list or a signed and dated note as to how this was ascertained for filing with the Form 53.

1. POLICIES GENERAL-Continued:
Procedure for Policy 13-Continued

- v. If the insurance of an Agency is not renewed or is canceled prior to the contracted travel event, the BTC shall immediately notify the State Travel Committee Chairman of this fact.
 - 1. The BTC will be provided a recommendation by the State Travel Committee Chairman regarding the status of the travel event. The BTC shall then promptly notify the Big Sir of the situation and the recommendation received from the State Travel Committee Chairman.
 - 2. If there are significant changes regarding the travel event, the Big Sir shall call for an emergency meeting of the BEC.
 - 3. The BTC shall promptly notify the travel event participants and the Chairman of the State Travel Committee of the decision of the BEC.

- w If the BTC or State Committee wants to contract with a travel agency not listed on the SIR Website, the BTC or State Committee will instruct the agency to forward current copies of all of the documents to the Chairmen of the SIR State Insurance and Travel Committees so that the agency may be included on the SIR-Qualified Travel Agency list. The State Chairmen shall maintain a file of those documents. See Form 59A—Travel Agency Letter.

REMOVAL FROM THE SIR-QUALIFIED AGENCIES LIST:

- x. The following conditions provide grounds for the SIR State Board to have an otherwise SIR-Qualified Travel Agency removed from the list of agencies that must be used by SIRinc. or its Branches for events involving travel:
 - 1, Failed to comply with the provisions of a signed SIR and/or Travel Agency contract to the satisfaction of the SIR Designated Member signing said contract, or the Group Leader who accompanied the event, and these facts are documented and sent to the President through the corporate chain of communications with concurrence at each level.
 - 2. Refused to accept credit card payment from participants for a SIR contracted event. This provision does not apply to those events where the travel agency is only providing bus transportation to and from a specific event, such as a theater, sporting event, etc.
 - 3. Used a SIR participant list for purposes of other than SIR approved events involving travel.

1. POLICIES GENERAL-Continued:
Procedure for Policy 13-Continued

RESPONSIBILITY OF THE DM TO THE AGENCY:

- y. The Designated Member (DM) of the sponsoring Branch or State Committee shall agree, in contracting with the Agency:
 - 1. To act as or provide a group leader(s) (GL) for the sponsoring Branch or State Committee in connection with a specified event.
 - 2. To act on the behalf of the Agency in offering or selling all transportation and travel good and services in connection therewith for the event and sell no other travel goods or services in connection with the specified event.
 - 3. Not to receive any consideration for travel services from any passenger.
 - 4. To require the event participants to pay all consideration for travel services.
 - 5. To ensure that insurance fees are collected and remitted to the Branch or State Treasurer as required.

POST-TRIP PROCEDURES

- z. Upon termination of each travel event, all unencumbered travel funds that are subject to the control of the BTC shall either be expended as a refund to the participants in a proportionate manner, or expended on an appropriate activity that directly benefits the participants of that travel event, in a uniform manner.. Any such funds remaining that amount to less than \$5.00 per participant, shall be turned over to the Branch Treasurer as unencumbered surplus travel money.
- z1 Within 30 days of the termination of each travel event, the BTC shall submit to the Branch Treasurer a SIR Form 52, along with the unencumbered surplus travel money specified above, setting forth in detail all receipts and expenditures of funds received by him.
 - 1. The SIR Form 52 shall include copies of documents supporting monies received from the Agency and receipts for all expenditures except gratuities and refunds to participants of excess funds.
 - 2. The report shall include a statement setting forth any deviations from the travel services and the accommodations actually provided and those contained in the proposal as approved, the financial or other adjustments made for such deviations and the BTC's statement as to the reasonableness of the adjustments.

ADVERTISING TRIPS IN BRANCHES

- a No Branch shall participate in, or publicize in any way, any travel event of another Branch unless it has been duly authorized by the BEC of the sponsoring Branch. All travel literature shall clearly state which Branch is sponsoring the event.

(New Format 4/7/20)

1. POLICIES GENERAL-Continued:
Procedure for Policy 13-Continued

How to Use a Bus Company for Short Trips

PRE-TRIP:

- a. A Designated Member (DM) may be appointed by the BEC to manage a bus trip. He shall be responsible for all aspects of the trip – planning, trip literature, and fare collection from the participants.
- b. The DM shall only use a carrier that is on the List of SIR Qualified Bus Companies found on the SIR website (and updated by the State Insurance Committee). This selection ensures the carrier possesses an active “Transportation Charter Class A Certificate” issued by the California Public Utilities Commission (CPUC) and has a Commercial Automobile Liability Insurance Policy that meets the requirement of CPUC General Order 101-E (a minimum of \$5 million liability coverage).
- c. The DM shall complete SIR Form 46 “Request for Approval of Branch Bus Trip”, which includes space for the carrier’s CPUC Number and Insurance Expiration Date found on the Qualified Bus Companies list, above.
- d. The DM shall submit participants’ fares to the Branch Treasurer, who shall maintain a separate custodial sub-account in the branch financial records
- e. Just prior to the event, the Branch Treasurer shall prepare a check for the event payable to the bus company and give it to the DM for payment to the bus company

POST-TRIP:

- f. Upon completion of a bus trip, the DM shall comply with the requirements of SIR Form 47 – Short Bus Trip Financial Report, which details the disbursement of the trip’s funds and distribute it as indicated on the Form.

1. POLICIES GENERAL-Continued:

Policy 14. AMENDING POLICIES, PROCEDURES AND POSITION DESCRIPTIONS

The following Procedure: How to Amend Policies and Procedures shall be followed when amending Policies and Procedures.

Procedure for Policy 14:

How to Amend Policies, Procedures, and Position Descriptions

- a. Any proposal involving SIR Policies and Procedures shall be submitted to the State Policies and Procedures Committee (P&P) Chairman with a copy to the President. The following may submit such a proposal: the State Board, a State Officer, a State Committee Chairman, any member of the P&P, or a Branch Executive Committee at least 45 days prior to the next State Board meeting. (Rev 10/18/19)
- b. The P&P shall review the proposal and shall contact the referrer if there is a recommended change, alternate proposal, or rejection - to provide the opportunity for agreement with the referrer on a final proposal. However, a proposal shall not change unless agreed to by the referrer(s). If such disagreement exists, the P&P may comment on their position in the agenda addendum that presents the proposal to the State Board.
- c. The P&P shall then submit the proposal through the President to the State Board with its recommendations.
 1. Such submittal shall be in the form of an addendum to the agenda of the next State Board meeting.
 2. A policy and procedure proposal for clarification purposes without changing the item's intent, to standardize the format or to correct word processing may be approved and published at the discretion of the P&P or its Chairman.
- d. The State Board approves or disapproves the policy or procedure by a simple majority vote.
- e. If the State Executive Committee by majority vote determines that the best interests of the Corporation require an immediate change in the policies and procedures, it may adopt a temporary change which will become effective upon notification of those affected by the change and remain in effect only until the next regular or special meeting of the State Board. (See Bylaw 221).
- f. While in effect, temporary changes in the policies and procedures adopted by the State Executive Committee shall have the same force and effect as if adopted by the State Board. (See Bylaw 222)

1. POLICIES GENERAL-Continued:

Policy 14. AMENDING POLICIES, PROCEDURES AND POSITION DESCRIPTIONS-
Continued

Position Descriptions

- a. A proposal involving Position Descriptions of State and Branch Officers shall be submitted by a State Officer or P&P member to the State Policies & Procedures Committee (P&P) Chairman.
- b. If the P&P Chairman determines that a revision is considered minor or is to clarify, standardize format, or correct word processing, it may be approved and published at his discretion. Otherwise, the P&P members shall review the revision; the Chairman then shall submit a recommendation for the agenda through the President to the State Board for approval.

Policy 15. AMENDING BYLAWS

The following Procedure: How to Amend Bylaws shall be followed when initiating or amending Bylaws.

Procedure for Policy 15:

How to Amend Bylaws

- a. Any proposal involving the State or Branch Bylaws shall be submitted to the State Policies and Procedures Committee (P&P) with a copy to the President by the State Board, a State Officer, a State Committee Chairman, any member of the P&P, or a Branch Executive Committee at least 45 days prior to the next State Board meeting.

The P&P and other reviewers of a proposal shall contact the referrer if there is a recommended change, alternate proposal, or rejection - to provide the opportunity for agreement with the referrer on a final proposal. However, a proposal shall not change unless agreed to by the referrer(s). If such disagreement exists, the P&P may comment on their position in the agenda addendum that presents the proposal to the State Board.

- b. The Policy and Procedure Committee shall then submit the proposal through the President to the State Board with its recommendations. Such submittal shall be in the form of an addendum to the agenda of the next State Board meeting.
- c. If the State Board by majority vote finds the proposed amendment to be in the best interest of the Corporation, the State Secretary 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.

1. POLICIES GENERAL-Continued:
Policy 15. AMENDING BYLAWS-Continued

- d. 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. (See Bylaws 56, 57, 58, 290)
- e. An exception is made for a bylaw addition/amendment proposal that is submitted collectively by seven or more branch BEC's at least 60 days prior to the Annual Meeting. The proposal shall pass through the State Board with its recommendations (and the President's if different) to become an agenda item for the Annual Meeting.
- f. These Bylaws may be amended by the affirmative vote of two-thirds of those present and entitled to vote at the Annual Meeting. (See Bylaw 59)

Policy 16. NO CONTACT WITH INSURANCE COMPANY, AGENT OR BROKER

No one in SIR shall contact the Insurance Company, Agent, or Broker directly except for a member of the SIR State Insurance Committee, the SIR State Treasurer, or a member approved in writing by the President. Exception: Branch Big Sir, Little Sir, and or Branch Secretary may fill out Form 8, "Insurance Certificate Request" and forward it by email to the SIR Inc. insurance agent/broker listed on Form 8 in accordance with Form 8 instructions.

Policy 16a. PROVIDING FOOD AT SIR FUNCTIONS

Food at Sir luncheons and events shall be provided in one of four cases:

- 1. By a licensed restaurant
- 2. By a caterer hired by a third party (usually the owner of the facility hosting the occasion)
- 3. By a caterer hired directly by the Branch or State
- 4. By other Sirs

Cases 1 and 2: Form 63 "No Caterer Document" is to be completed and forwarded to the State Insurance Chairman.

Case 3: Form 64 "Insurance Agreement" and the associated documents are to be completed and forwarded to the State Insurance Chairman, who shall review and accept them prior to the caterer preparing and serving food at any Sir luncheon or event. Special note should be made of this policy by Branches who ordinarily follow Cases 1 and 2, but do directly hire caterers for events such as BBQs, picnics and Ladies' Days.

Note: Branches not completing Form 64, Insurance Requirements for SIR or meeting the requirement to have SIR named as additional insured by the time their contract with their caterer commences are not to serve any meal to Branch members until such time when the necessary documents are received and accepted by the State Insurance Committee. failure of a Branch to adhere to this policy can result in the potential loss of the Branch Charter. Exception to this policy may be granted by the State President in consultation with the State Insurance Chairman

(New Format 4/7/20)

1. POLICIES GENERAL-Continued:
Policy 16a. PROVIDING FOOD AT SIR FUNCTIONS-Continued

Case 4 All Sir cooks and food handlers shall familiarize themselves and comply with Procedure 16a – How to Handle Food Safely, which follows USDA requirements.(New

Procedure for Policy 16a:

How to Handle Food Safely

Safe steps in food handling, cooking, and storage are essential to prevent food borne illness. If Sirs are cooking and/or serving food at Sir luncheons and events, those performing the tasks shall familiarize themselves and comply with the requirements listed below. These requirements are excerpted from the USDA document, “Basics for Handling Food Safely”.

No one can see, smell, or taste harmful bacteria that may cause illness. In every step of food preparation and handling, Sir shall follow the four steps of the Food Safe Families campaign to keep food safe:

- a Clean — Wash hands and surfaces often.
- b Separate — Don't cross-contaminate.
- c Cook — Cook to the right temperature.
- d Chill — Refrigerate promptly.

Shopping

- a Purchase refrigerated or frozen items after selecting your non-perishables.
- b Never choose meat or poultry in packaging that is torn or leaking.
- c Do not buy food past "Sell-By," "Use-By," or other expiration dates.

Storage

- a Always refrigerate perishable food within 2 hours—1 hour when the temperature is above 90 °F (32.2 °C).
- b Check the temperature of your refrigerator and freezer with an appliance thermometer. The refrigerator should be at 40 °F (4.4 °C) or below and the freezer at 0 °F (-17.7 °C) or below.
- c Cook or freeze fresh poultry, fish, ground meats, and variety meats within 2 days; other beef, veal, lamb, or pork, within 3 to 5 days.
- d Perishable food such as meat and poultry should be wrapped securely to maintain quality and to prevent meat juices from getting onto other food.
- e To maintain quality when freezing meat and poultry in its original package, wrap the package again with foil or plastic wrap that is recommended for the freezer.
- f Canned foods are safe indefinitely as long as they are not exposed to freezing temperatures, or temperatures above 90 °F. If the cans look ok, they are safe to use. Discard cans that are dented, rusted, or swollen. High-acid canned food (tomatoes, fruits) will keep their best quality for 12 to 18 months; low-acid canned food (meats, vegetables) for 2 to 5 years.

(New Format 4/7/20)

1. POLICIES GENERAL-Continued:
Policy 16a. PROVIDING FOOD AT SIR FUNCTIONS-Continued

Preparation

- a Always wash hands with warm water and soap for 20 seconds before and after handling food.
- b Don't cross-contaminate. Keep raw meat, poultry, fish, and their juices away from other food. After cutting raw meats, wash cutting board, utensils, and counter tops with hot, soapy water.
- c Cutting boards, utensils, and counter tops can be sanitized by using a solution of 1 tablespoon of unscented, liquid chlorine bleach in 1 gallon of water.
- d Marinate meat and poultry in a covered dish in the refrigerator.

Thawing

- a Refrigerator: The refrigerator allows slow, safe thawing. Make sure thawing meat and poultry juices do not drip onto other food.
- b Cold Water: For faster thawing, place food in a leak-proof plastic bag. Submerge in cold tap water. Change the water every 30 minutes. Cook immediately after thawing.
- c Microwave: Cook meat and poultry immediately after microwave thawing.

Cooking

- a Cook all raw beef, pork, lamb and veal steaks, chops, and roasts to a minimum internal temperature of 145 °F (62.8 °C) as measured with a food thermometer before removing meat from the heat source. For safety and quality, allow meat to rest for at least three minutes before carving or consuming. For reasons of personal preference, consumers may choose to cook meat to higher temperatures.
- b Ground meats: Cook all raw ground beef, pork, lamb, and veal to an internal temperature of 160 °F (71.1 °C) as measured with a food thermometer.
- c Poultry: Cook all poultry to an internal temperature of 165 °F (73.9 °C) as measured with a food thermometer.

Serving

- a Hot food should be held at 140 °F (60 °C) or warmer.
- b Cold food should be held at 40 °F (4.4 °C) or colder.
- c When serving food at a buffet, keep food hot with chafing dishes, slow cookers, and warming trays. Keep food cold by nesting dishes in bowls of ice or use small serving trays and replace them often.
- d Perishable food should not be left out more than 2 hours at room temperature—1 hour when the temperature is above 90 °F (32.2 °C).

1. POLICIES GENERAL-Continued:
Policy 16a. PROVIDING FOOD AT SIR FUNCTIONS-Continued

Leftovers

- a Discard any food left out at room temperature for more than 2 hours—1 hour if the temperature was above 90 °F (32.2 °C).
- b Place food into shallow containers and immediately put in the refrigerator or freezer for rapid cooling.
- c Use cooked leftovers within 4 days.
- d Reheat leftovers to 165 °F (73.9 °C).

Refreezing

Meat and poultry defrosted in the refrigerator may be refrozen before or after cooking. If thawed by other methods, cook before refreezing.

Policy 17. FILLING VACANCIES IN SIR STATE LEADERSHIP POSITIONS

The responsibility to ensure that SIR leadership positions are filled as follows:

- a The President- to ensure all State Board and State Committee positions are filled.
- b A Regional Director- to ensure all his Area Governor positions are filled.
- c An Area Governor- to ensure all his Big Sir positions are filled.
- d A Big Sir- to ensure all his BEC and Branch Committee Chairmen positions are filled.
- e A State Committee Chairman- to ensure all his Committee positions are filled.

Procedure for Policy 17:

How to Fill Vacancies in State Offices

- a. A vacancy in the office of the President shall be filled by the Vice President. A vacancy in the office of any other State Officer, except Regional Director or Area Governor, shall be filled by a majority vote of the Board. (See Bylaw 150)
- b. A vacancy in the office of Regional Director shall be filled by a majority vote by the Area Governors of the Region at a meeting called and presided over by the Area Governor of the lowest numbered Area in the Region. (See Bylaw 151)
 1. In the temporary absence of a Regional Director, the Regional Director may appoint a present or past Area Governor to serve during his absence. The appointee shall have all the powers of the Regional Director. (See Bylaw 152)
 2. In the event the Regional Director is unable to make this appointment, the Area Governors of his Region shall select, by a majority vote, a qualified past or present Area Governor to serve during his absence. (See Bylaw 153)

1. POLICIES GENERAL-Continued:

Policy 17. FILLING VACANCIES IN SIR STATE LEADERSHIP POSITIONS-Continued

- c. A vacancy in the office of Area Governor shall be filled by a majority vote of the Big Sirs and Little Sirs of the Area at a meeting called and presided over by the Big Sir of the lowest numbered Branch of the Area. (See Bylaw 154)
 1. In the temporary absence of an Area Governor, the Area Governor may appoint a past or present Big Sir of his Area to serve during his absence. (See Bylaw 155)
 2. In the event the Area Governor is unable to make this appointment, the Regional Director for the Region in which the Area is located shall make the appointment after consultation with the Big Sirs in the Area. (See Bylaw 156)

2. POLICIES BRANCH-MEMBERSHIP

Policy 18. MEMBERSHIP LIST/ROSTER

A membership list or roster is a corporate asset, and shall only be used internally by and for SIR members.

Procedure for Policy 18.

The Branch Secretary or his designee completes Form 65, Branch Membership List, and submits it to the State InfoSys Email Subcommittee Chairman by the end of February. Information contained in the membership list should be in conformance with the instructions on Form 65A and current as of January 1 of each year. (New 6/11/20).

Policy 19. PARTICIPATION – MEMBERS and GUESTS

Only members of SIR and their guests are entitled to participate in activities of the organization. The number of guests shall not exceed the total number of participating SIR Members plus participating wives, companions and relatives of participating members, and widows of deceased members. A “relative” is defined as a parent, sibling, child or grandchild.

Policy 20. MEMBERSHIP CRITERIA

Membership shall be open to any man regardless of age, race, color or religion who will participate in SIR activities, events, luncheon meetings, and is also willing to volunteer and bring guests for the purpose of perpetuating the organization. A guest may attend a Branch’s activities, luncheons or events a total of three times. Given unusual circumstances, the Big Sir may extend this attendance to a total of five times. The guest must then become a member in order to continue Branch participation.

Policy 21. MEMBERS BADGES

Each member shall be furnished a suitable name badge which may include his badge number, organization/company/vocation from which the member was last or is now employed, but not the position held.

(New Format 4/7/20) (Rev 6/11/20)

2_POLICIES BRANCH-GENERAL-Continued
Policy 22. MEMBERSHIP APPLICATIONS

An application for membership, Form 2 and its associated instructions, shall be reviewed for proper completion by the Membership Chairman and expeditiously presented to the Branch Executive Committee for approval. Branches shall leave the first page intact, but wording may be added in the box that states 'For Branch Use'; the second page may be customized to reflect specific Branch offerings and the needs of the Branch.

2. POLICIES GENERAL-Continued
Policy 22A. NEW MEMBER INDUCTION OATH

Policy 22A NEW MEMBER INDUCTION OATH

Each new member shall have a sponsor preferably by the time of BEC approval, expeditiously notified of the approval, and introduced to the Branch in a suitable manner. A transferring member may or may not be assigned a sponsor.

Many Branches have their own welcoming remarks or induction oaths for new members being installed. It is not the State's intention to establish a one size fits all new member welcoming remarks or induction oath.

However, if the Branch does not have an existing induction oath with wording that specifically reinforces SIR's Member Expectations please include the following when installing new members:

"As a SIR member, we count on you to work toward achieving SIR's Member Expectations of being a friendly sociable guy, participating in our activities, luncheons and events, volunteering when asked (as your interests and capabilities will allow) and bringing guests to perpetuate and enhance the diversity of our Branch".

The new member induction ceremony is an excellent forum in which to remind all Sirs in attendance of SIR's member expectations. (New 10/18/19)(Rev 10/27/20). **(Revised 5/11/21)**.

Policy 23. DUAL MEMBERSHIPS

Membership in more than one Branch at the same time is permissible. The member is required to pay dues to both branches, if applicable.

Policy 24. MEMBER TRANSFER

A member may transfer his membership by submitting a Membership Application to the Membership Chairman of the Branch to which he desires to affiliate. When approved by the BEC, the Secretary shall notify his other Branch of the transfer.

Policy 25. MEMBER ATTENDANCE

A member shall be required to attend one-half of the regular Branch monthly luncheon meetings within the previous twelve consecutive month period, unless the Branch BEC has approved different attendance requirements. (See Bylaw 18)

A Branch may grant attendance relief to a member who is unable to attend luncheon meetings due to prolonged illness, acting as a care giver to a family member or an extended absence from the Branch locale. A member who is granted attendance relief is still a member and subject to Branch Regulations.

Should a member miss three consecutive meetings without notifying the Branch, the Branch should contact the member to ascertain the reason and work with the member to remedy the situation.

2. POLICIES GENERAL-Continued
Policy 26. TERMINATION OF A MEMBER

A Branch Executive Committee may terminate a member's membership for a serious breach of a State Procedure, Bylaw, or Branch Regulation, or for activity which jeopardizes the well-being of its members or of the branch. See Procedure for Policy 26, How to Terminate a Member.

Procedure for Policy 26:

How to Terminate a Member

- a. Notice of the pending termination of a member shall be delivered either personally or by first-class registered mail, return receipt requested, sent to the last known address of the member shown on the Branch records not less than 15 days prior to the termination meeting of the Branch Executive Committee.
- b. Such notice shall include all of the following:
 1. The reason for the action being taken against him.
 2. His right to be heard by the Branch Executive Committee, either by appearance, or in writing at least five days before the termination meeting.
 3. The date, time and location of the termination meeting.
- c. At the conclusion of the termination meeting, the member's termination shall be accomplished by a two-thirds affirmative vote, and the member shall be informed of the decision in a timely manner.

Policy 27. BRANCH OPERATIONS

The operation of a Branch and its activities shall conform to the provisions of the SIR Bylaws, Policies and Procedures. (See Bylaw 8)

Policy 28. BRANCH SIZE

Any restriction in the size of a Branch is prohibited. Branches shall not establish maximum memberships nor inhibit recruitment and induction of new members by any means.

3. POLICIES BRANCH–OTHER-Continued
Policy 29. BRANCH MEETINGS

A Branch shall hold regular monthly meetings at the time and places designated by the Big Sir with the approval of the Branch Executive Committee (BEC), (see Bylaw 35). Ladies Day and other functions inviting ladies may be held in lieu of regular luncheon meetings.

A special meeting of the officers or members may be held at the discretion of the Big Sir. Special meetings of the Branch Executive Committee (BEC) shall be held on the call of the Big Sir or upon a request to the Branch Secretary by a majority of the BEC in the form of a signed petition from the BEC stating the purpose of the meeting. Such petition may be in the form of emails from BEC members, with each email clearly showing the purpose of the meeting and the members' approval or disapproval to hold a special meeting. Only matters related to the stated purpose(s) may be discussed.

Notice of special meetings shall be mailed to the members involved at least five days in advance of the date set. (See Bylaw 36)

Policy 30. FUNDRAISING/DUES/RAFFLES/CONTRIBUTIONS

Branches may raise funds through dues or voluntary contributions as approved by the BEC. No membership initiation fees shall be charged (See Bylaw 17, 132).

Branches may conduct Raffles only by following the guidelines provided by the California Attorney General, which requires a license approved by that office. See Procedure for Policy 30, How to File For a California Raffle License.

Other fund raising events are not allowed.

Procedure for Policy 30:

How to File for a California Raffle License

How to file for a California Raffle License is found on the SIRinc website, MEMBER INFORMATION page, under BRANCH INFORMATION, How to Information. Click on "Raffle REQUIRED License Instructions".

Policy 31. BRANCH EXECUTIVE COMMITTEE

The Branch is governed by the Branch Executive Committee (BEC). The Big Sir reports to the BEC.

- a. The Branch Executive Committee (BEC) is comprised of the following Branch Officers: Big Sir, Little Sir, Secretary, Assistant Secretary, Treasurer, Assistant Treasurer and from two to six Directors. A Branch Director is a Branch Officer and member of the Branch Executive Committee. He has equal voting rights with other members of the committee and shares equal responsibility for the conduct of all Branch operations and activities. (See Bylaw 25 and 40)

3. POLICIES BRANCH–OTHER-Continued
Policy 31. BRANCH EXECUTIVE COMMITTEE-Continued

- b. A Branch Director shall serve one-year terms and be restricted to three consecutive terms, excluding any partial year immediately preceding the first such year. If a Branch Director vacates the position for one or more calendar years, eligibility is reestablished. Upon request by the Big Sir, the Regional Director or State President may make an exception to this Policy.
- c. The Branch Executive Committee by majority vote may adopt, amend, or repeal Branch Regulations governing the procedures applicable to the Branch that are not in conflict with the State Policies, Procedures or Bylaws. (See Bylaw 41)
- d. Only members of the Branch Executive Committee may make and second motions at a BEC meeting and have the right to vote on such motions. (See Bylaw 42)
- e. Subject to the supervisory responsibilities of the State Board of Directors, the activities and affairs of the Branch shall be conducted and all powers shall be exercised by or under the direction of the Branch Executive Committee (BEC). (See Bylaw 43)
- f. The BEC may delegate the management of such activities to any member or members of the Branch, or committee thereof, provided that such activities shall be exercised under the direction and be the full responsibility of the BEC. (See Bylaw 44)
- g. A BEC quorum for its meetings shall consist of a majority of all its BEC members. (See Bylaw 45)
- h. Directors are encouraged to hold a branch role- e.g. as Chairman of Recruitment, Activities, Member Relations, Publicity& Image, or Membership.
- i. A BEC may obtain a Certificate of Appreciation (Form 7) from the SIR Website, design its own or issue an appropriate item such as a coaster to guest speakers, entertainers, or Branch members as it deems appropriate. (Revised 6/11/20).
- j. A vacancy in any Branch office shall be filled by a member approved by the BEC. (See Bylaw 26)
- k. The BEC of each Branch in the Area is responsible for nominating a candidate for its Area Governor by July 31 of each year. See Policy 47 – State Officer Elections.
- L. The BEC may authorize the Big Sir, Branch Secretary, or other officer to execute any document or other instrument authorized by the State Board (duly recorded in the minutes).
- m. A BEC may terminate a member's membership for a serious breach of a State Bylaw, Policy, Procedure, or Branch Regulation. See Policy 26 – Termination of a member.(See Bylaw 19)

3. POLICIES BRANCH–OTHER-Continued
Policy 31. BRANCH EXECUTIVE COMMITTEE-Continued

- n. In general, subject to the control of the BEC, the Big Sir shall control all of the affairs of the Branch in accordance with State Policies, required State procedures, Bylaws, or Branch Regulations.
- o. When present, the Big Sir shall preside at all meetings of the Branch and its BEC except when, at his request, that function is occasionally performed by the Little Sir.
- p. The BEC is responsible in every respect for all travel and activity programs of the Branch as follows (Revised 6/11/20):

At the January BEC Meeting the full list of planned travel, special events and activities, hereafter referred to as TEA, and their schedules shall be presented. A motion shall be made for approval of the list, seconded, followed by a discussion period and then approved. This is to include the TEA's name, purpose, schedule and location(s) or destination as appropriate. (New 6/11/20).

Should a new TEA start during the year the process noted above shall be followed prior to the TEA's first meeting or outing. If a TEA is scheduled at a different location, date or destination than previously approved the BEC shall be notified in advance and must formally approve the change at the next BEC meeting. If the TEA is scheduled to occur prior to this next BEC meeting then approval by the Big Sir via E-mail is acceptable. In either case, this change shall be documented in the minutes of the next BEC meeting. (New 6/11/20).

- q. Regular and special meetings of the BEC may be held remotely and are not required to be held at a physical location with attendees physically being present. The meetings may be held individually by means of teleconferencing or utilizing other forms of electronic participation. See Policy 51 for the requirements involving meetings held electronically. (Rev 09/10/20)

3. POLICIES BRANCH–OTHER-Continued
Policy 32. BRANCH OFFICER TRAINING

The Branch Big Sir, Little Sir, Secretary, Treasurer, and Membership Chairman and RAMP/Nominating Chairmen for the incoming year shall attend an annual training session in the later part of the calendar year. This Branch Officer Training need not be limited to these Branch Officers and if any of these designated above is unable to attend, the BEC shall appoint a replacement.

Policy 33. BRANCH COMMITTEES

Following his election and prior to the end of the year, the Big Sir-elect shall make appointments of all Branch Committee Chairmen and other Chairmen who would report to him to serve at the pleasure of the Big Sir. (See Bylaw 50).

Procedure for Policy 33:

How to Appoint Branch Committees

- a. Following his election and prior to the end of the year, the Big Sir Elect shall appoint all Branch Committee and other Chairman that would report to him to serve at the pleasure of the Big Sir in accordance with this Policy.
- b. Among these Chairman appointments shall be the following:
 1. Recruitment, Activities, Member Relations, and Publicity and Nominating – The Big Sir-elect shall appoint a Chairman for these five functions, which are basic to the needs of a successful branch. These Committees are intended to focus on their specific area of responsibility, and to bring continuity to their functions with turnover of Branch leaders. Depending on an individual Branch's needs, one or more of the four functions may be consolidated.
 2. Auditing- The Big Sir-elect shall appoint a Committee Chairman and one or more members who have not served as officers during the current (audit) year. The Committee shall make an audit of the books and records covering the financial transactions of the Branch during the current calendar year. The audit shall include golf, bowling, travel, and any other activity as directed by the Big Sir. Form 29 – Branch Audit Report containing a resume of the audit(s) shall be submitted according to its instructions by February 10 following the audit year.
- c. Nominating- The Big Sir-elect shall appoint a Nominating Committee Chairman and two or more members, other than himself or the Little Sir-elect. The Committee shall follow the duties shown in the Nominating Committee Chairman position description and in the Training Leader's Guide for Nominating Committee Members, found on the SIRinc website.

3. POLICIES BRANCH–OTHER-Continued
Policy 34 Election of Branch Officers

Policy 34. ELECTION OF BRANCH OFFICERS

All Members of the Branch shall be entitled to vote in the election of Branch Officers: Big Sir, Little Sir, Secretary, Assistant Secretary, Treasurer, Assistant Treasurer and from two to six Directors. The election shall follow the procedures specified in Procedure 34 - How to Elect Branch Officers.

Procedure for Policy 34:

How to Elect Branch Officers

- a. Candidate Qualifications- A candidate shall be capable of performing the responsibilities contained in the position description for the elected position. Further, a Branch Officer shall not serve concurrently as a State Officer. Upon application to the President, the President may make an exception to this Policy.
- b. Term of Office: A Branch Officer shall take office January 1st of the ensuing year. He shall serve a one-year term. He shall continue to serve until his successor is elected and installed. Branch Directors shall be elected to one year terms and may serve three consecutive terms, excluding any partial year immediately preceding the first such year. If he vacates the position for one or more calendar years, eligibility is reestablished. Upon request by the Big Sir, the Regional Director may make an exception to this Policy.
- c. Election Procedures: These Branch Officers shall be elected by Branch members as follows:
 1. By May 31- The Branch Nominating Committee shall identify potential candidates, using their own knowledge of members and recommendations from others within the Branch. The candidates shall be vetted through a succession planning list if any, Branch biographies if available, Branch applications, positions held, and other means. The Committee shall provide a slate of nominees, ensuring that each candidate is willing to serve, to the Big Sir and BEC by May 31. If no BEC meeting is held in May, do so by April 30. If the election will not be held in August due to an August scheduled event, the May 31 date shall be changed to April 30.
 2. July- the names of all nominees shall be published in the July Branch bulletin.

3. POLICIES BRANCH–OTHER-Continued
Procedure for Policy 34-Continued

3. August- The presence of a Quorum is established by the members present and entitled to vote providing they do not represent less than 30% plus one of the Branch membership. Once a quorum is established it shall remain in effect for the duration of the meeting. Election of the Officers shall be held at the August luncheon meeting. In the case of a scheduled event in August, the election shall be moved to July. Additional nominations may be made from the floor. A nominee from the floor must signify his agreement to accept the office if elected. 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 a show of hands. For three or more nominees for an office, the candidate receiving the largest number of votes (a plurality) shall be elected. If a remote meeting is being held See Policy 51 for the requirements involving meetings held electronically. (Revised 09/10/20).

4. November/December- Installation of Officers shall be completed at the Branch luncheon or other suitable meeting during these months. If an Officer is not installed then, the installation shall be completed as promptly as possible afterward. The Big Sir, a past Big Sir of any Branch, a member of the State Board of Directors, an Area Governor or a Past President shall be the installing officer.

5. The Installing Officer shall instruct the elected or appointed Officer(s) to stand before him. He shall then ask the following: "Do you accept the office to which you have been chosen, and do you assume the responsibility to perform faithfully the duties of your office and to be bound by the Corporate and Branch Bylaws and the Policies and Procedures of SIR, Incorporated?" (See Bylaw 30)

6. After receiving an affirmative response, the Installing Officer shall announce:" I hereby declare you installed to serve during the ensuing year and until an elected or appointed successor has been installed. Congratulations."

- d. When new officers are elected, the outgoing officers shall present all records to the incoming officers by not later than the meeting in January.

Month	Action
Prior to December 31	Big Sir appoints Nominating Committee Chairman
January through May	Nominating Committee recruits and vets officer candidates
July	Nominee names are published in the Branch Bulletin
August	Officers are elected at the regular Branch meeting (If a conflict exists, the election shall be at the July luncheon meeting.)
November to December	New Officers are installed

3. POLICIES BRANCH–OTHER-Continued
Policy 35. FORMING A NEW BRANCH

The following Procedure: How to Form a New Branch shall be followed when forming a New Branch

Procedure for Policy 35:

How to Form a New Branch

a. Forming a Provisional Branch

1. Twenty-five members or men with qualifications to become members shall agree to become a Provisional Branch, working with the Sir assigned by the Regional Director.
2. The assigned Sir shall confer with the appropriate Regional Director (RD), AG's of contiguous Areas, and Big Sirs of other Branches in the Areas to determine the effect of the proposed Provisional Branch on existing Branches. Upon AG and RD approval, one of those Branches shall agree to become the Sponsoring Branch.
3. The assigned Sir shall assist the applicants in completing Form 33- Application to Form A Provisional Branch. The State Assistant Secretary shall assign a branch number using the list of Inactive Branches as a source. In the event there are no inactive branches he will select a branch number for the list of dissolved branches. This assistance shall include the applicants' selection of Provisional Branch Officers. The completed Form 33 shall be forwarded as stated on the Form.
4. During its Provisional period, a Branch shall be governed by the Corporate and Branch Bylaws, Policies, and Procedures. A member of a Provisional Branch shall have the same privileges and responsibilities as a member of a Chartered Branch except where the performance of an activity requires membership in a Chartered Branch such as in the case of voting at the Annual Meeting.
5. The Sponsoring Branch shall arrange for the advancement of necessary funds, but not less than \$100 to cover the organizational expenses of the Provisional Branch. Repayment of such advances at the end of the Provisional period shall be by agreement between the Executive Committees of the Provisional Branch and the sponsoring Branch.
6. All funds contributed to a new Branch shall be processed in accordance with Policy 12, Standard Financial and Banking Procedures for Branches and Procedures for Processing Branch Expenses.

3. POLICIES BRANCH–OTHER-Continued
Procedure for Policy 35-Continued

a. Forming a Provisional Branch-Continued

7. After a period of at least six months from the date of approval of Application Form 33, the Provisional Branch has been conducting its regular monthly luncheon meetings, and has a minimum of 50 members and all other requirements have been met, chartering shall be implemented as directed in Step 2 of this procedure

b. Granting a Charter:

1. The minimum number of members required for a Branch to be chartered is 50. This requirement shall not be obtained through temporary transfers and shall be attained within two years of the organization date of the Provisional Branch. Upon application, the President may extend the Provisional period.
2. The Branch Officers serving during the Provisional period shall continue to serve following the granting of the charter until their successors have been duly elected and installed. Their duties shall be as prescribed for Branch Officers.
3. Once the Provisional Branch has successfully met the terms of being a Provisional Branch and Paragraphs a. and b., above, the Big Sir of the Provisional Branch shall so state in writing- including his preference for an award date to the AG, who shall indicate his approval and forward it through the RD to the President for approval.
4. Upon approval, the President shall terminate the Provisional status of the Branch in writing and approve the granting of a charter for the new Branch. The official Branch Charter Date is the date of the President's notification terminating the Provisional status of the Branch.
5. The President shall notify the RD, AG, Big Sirs of the Provisional and Sponsoring Branches, the Assistant State Secretary, the State Certificates Chairman, and the State Secretary of the Charter approval.
6. The Assistant State Secretary shall take the necessary actions to incorporate the Branch, if a dissolved branch number is used.
7. The State Certificates Chairman shall prepare the charter; forward it to the President or his designee for framing and awarding; and furnish a copy to the State Secretary for the Branch file.
8. The State Secretary shall file a Branch name change to the California Secretary of State when requested by the new Chartered Branch Secretary. See Procedure 30 – How to Change a Branch Name.

3. POLICIES BRANCH–OTHER-Continued
Policy 36. REVOKING OR SUSPENDING A BRANCH CHARTER

The State Board may revoke or suspend the Charter of a Branch for a serious breach of a State Bylaw, Policy, Procedure or Branch Regulation. See Procedure for Policy 36 – How to Revoke or Suspend a Branch Charter.

Procedure for Policy 36:

How to Revoke or Suspend Branch Charter

- a. Upon the finding by the President and/or the State Executive Committee that a Branch has breached any SIR Bylaw, Policy, Required Procedure or Branch Regulation or has refused to conform thereto, the President, upon recommendation of the Committee, shall refer such findings and recommendation to the State Board.
- b. Notice of a meeting at which the pending revocation or suspension of a Branch is to be considered shall be delivered, either personally or by first class mail return receipt requested sent to the last address of the Big Sir shown on Branch records, not less than 15 days prior to such meeting. Such notice shall:
 1. Give the reasons for the action being taken against the Branch;
 2. Notify the Branch of its right to be heard, either through appearance of a representative or by a letter to be received at least five days before the meeting, and;
 3. Specify the date, time and place of the meeting.
- c. Revocation or suspension of a Branch Charter shall be accomplished by a two-thirds affirmative vote by the State Board at a regular or special meeting called by the President after the required notice and hearing has been fulfilled. In the event that there is no one in authority to notify because of resignations or similar circumstances the revocation or suspension may be accomplished without a hearing.
- d. Exception: In the event that forms 63 and/or 64 are not completed and the non-complying branch has been notified of this noncompliance and the noncompliance continues for 30 days, the President may commence the revocation or suspension of this branch's charter This exception supersedes Procedure a. through c., above.

3. POLICIES BRANCH–OTHER-Continued

Policy 36. REVOKING OR SUSPENDING A BRANCH CHARTER-Continued

Procedure 36 How to Revoke or Suspend Branch Charter-Continued

- e. When a Branch Charter is surrendered or revoked, the Branch Secretary shall exercise his best efforts to locate and turn over to the Area Governor the following Branch records. Other Branch records may be discarded.
1. Branch Charter.
 2. Branch Articles of Incorporation.
 3. Tax Exemptions from IRS and State of California.
 4. Employer Identification Number assignment from IRS.
 5. Branch Record of Organization.
 6. Minutes of Branch Executive Committee meetings (recent five years).
 7. Final or most recent copy of Form 28 – Monthly Cash Report.
 8. Documents pertaining to closing down of the Branch including any information about merging with another Branch.
 9. Bank statement annotated to indicate disposition of final bank funds.
 10. Any other records that in the Area Governor's judgment are relevant enough to be retained in the State Secretary's Branch files.
 11. The Area Governor shall forward those records to the State Secretary, if available.

Policy 37. DISBANDING/MERGING BRANCHES AND MANAGING INACTIVE BRANCHES

DISBANDING/MERGING BRANCHES

The primary objective is to retain a Branch and its members. If all reasonable efforts to save a Branch fail, a Branch shall disband. However, its members shall be encouraged to join another Branch.

A Branch that is to disband may merge with another branch. For disbandment as well as merging, see Procedure for Policy 37- How to Disband or Merge with Another Branch.

MANAGING INACTIVE BRANCHES

When the circumstances listed below occur, the Branch shall be managed on an interim basis by the President, Vice President, State Secretary, State Treasurer, Assistant State Secretary and Assistant State Treasurer. They will constitute the Interim BEC, and be vested with all the powers of all SIR BECs.

3. POLICIES BRANCH–OTHER-Continued
Policy 37. DISBANDING/MERGING BRANCHES-Continued

MANAGING INACTIVE BRANCHES-Continued

The following situations shall trigger the interim management of a Branch:

- a. During such time as the Charter of the Branch is suspended.
- b. Upon the revocation of the Charter of the Branch.
- c. Upon surrender of the Charter of the Branch by action of the BEC with the approval of 80% or more of the Branch members present and voting.
- d. During such time as the State Executive Committee determines that the Branch is in the state of bankruptcy.
- e. During such time as the State Executive Committee determines the Branch to be inactive. A Branch is conclusively considered inactive when it fails to hold a luncheon meeting for four consecutive months except in the case of a National or State emergency such as the Corona Virus Pandemic, earthquake, Wildland fire or the like (Revised 6/11/20).
- f. During such time as the State Executive Committee determines that the BEC can no longer function because Branch Officers have resigned or otherwise refuse to perform their duties.

For interim management use Procedure for Policy 37–How to Disband or Merge with Another Branch

Procedure for Policy 37:

HOW TO DISBAND OR MERGE WITH ANOTHER BRANCH

In either a branch disbandment or a merger, one branch shall disband. There are two principal options for the branch and its members:

OPTION 1 (DISBANDING). A branch disbands in a locale with no other branches for its members to transfer, or with no transfer agreement with any other branch/es some members transfer to another branch/es of their own individual choosing.

OPTION 2 (MERGER). A branch disbands, but merges with another branch in the locale. The disbanding members transfer to the remaining branch. (See BRANCH MERGER PROCESS below.)

DISBANDING BRANCH PROCESS (OPTION 1)

- a. The BEC shall consider the need to disband and the options available. At that time, the Area Governor (AG) is informed if he has not already been involved in the disbandment/merger options issue. The AG provides advice as appropriate regarding the pros/cons of remaining as a viable branch or choosing one of the three options. If another branch(es) may be involved in member transfers, their Big Sirs are informed of the disbandment/merger possibilities, as well as their Area Governor.
- b. If there is another branch(es) in the locale, key leaders from each of those branches with the AG(s) are encouraged to discuss details that could affect their branch(es) and the members involved.

(New Format 4/7/20) (Rev 6/11/20)

3. POLICIES BRANCH–OTHER-Continued
Policy 37. DISBANDING/MERGING BRANCHES-Continued
Procedure for Policy 37-Continued

- c. Once an AG is informed, he notifies his Regional Director, State President, State Secretary, and State Treasurer so that these parties are aware of the pending action.
- d. If the decision is made to disband without an agreement for a merger, the following process shall be followed. If there is an agreement for a merger with another branch, see MERGER PROCESS (Option 2) below.
 1. The Big Sir of the disbanding branch shall write a letter to the State President with a copy to the State Secretary and State Treasurer that covers the following:
 - (a) A vote was held by email and regular mail (for those members not having email capability) with a 21 day window for voting. 80 percent of those voting elected to disband and surrender the Branch Charter.
 - (b) The last Branch meeting will occur or has occurred on (date), which is the disbandment date.
 - (c) Any discussions/agreements with other branches regarding disposition of the disbanding branch's members
 - (d) Termination status of outstanding events, travel, or other member activities- unless assumed by another branch.
 - (e) Other explanatory information that the Big Sir may care to put in the letter.
 2. The President shall confirm to these administrators of the Branch disbandment and its date of disbandment:
 - (a) Database Chairman.
 - (b) Area Governor(s) and Regional Director(s) involved.
 - (c) State Treasurer.
 3. The Branch Secretary shall exercise his best efforts to pass on to his AG on or about the last meeting date the following information:
 - (a) Branch Charter.
 - (b) Branch Articles of Incorporation.
 - (c) Tax Exemptions from IRS and State of California.
 - (d) Employer Identification Number assignment from IRS.
 - (e) Branch Record of Organization.
 - (f) Minutes of Branch Executive Committee meetings (recent five years).
 - (g) Final or most recent copy of Form 28 – Monthly Cash Report.
 - (h) Documents pertaining to closing down of the Branch including any information about merging with another Branch.
 - (i) Branch membership roster and membership records.
 - (j) Any other records that in the Area Governor's judgment are relevant enough to be retained in the State Secretary's Branch files.
 4. The AG shall forward the above records to the State Secretary.

3. POLICIES BRANCH–OTHER-Continued
Policy 37. DISBANDING/MERGING BRANCHES-Continued
Procedure for Policy 37-Continued

5. The Branch Treasurer, after the outstanding checks have cleared, shall do the following:
 - (a) Write a check for the balance of the account payable to SIR, thereby closing the account.
 - (b) Submit to the State Treasurer the following:
 - (1) the above check.
 - (2) a final Form 28-Monthly Cash Report showing the amount of the check on line 207, with line 8 and cash elements showing a zero balance.
 - (3) branch financial records for the prior three years.
 - (4) bank statement annotated to indicate disposition of final bank funds.
 - (c) The State Board of Directors, at its sole discretion, shall then direct the State Treasurer to disperse such remaining funds, using the following general guidelines:
 - (1) If a significant number of members have transferred to more than one branch and the situations are clearly defined then the funds should be split among those Branches on the basis of numbers of transferees. Any amount, so determined, that is less than \$5.00 shall be retained by the State Treasury.
 - (2) If the State Board has determined that the transferee situation is unclear then the funds are retained by the State Treasurer until clarity occurs.
6. Interim Branch Executive Committee (IBEC) shall be the State Elected Officers who shall serve as the Big Sir, Little Sir, Secretary, Treasurer, Assistant Secretary and Assistant Treasurer respectively. The IBEC may require action from the former Branch Officers as may be required to carry out the provision of this Procedure and the related Policy.
7. Interim management of the Branch shall begin after the date of the last meeting and/or the surrender of the Branch's charter. The Branch shall continue as a shell corporation with all branch matters such as future SI-100 submittals being handled by SIRinc. This interim management shall continue until a newly formed branch is assigned that branch's number along with a name change if required or, at the discretion of the State Board of Directors, the Branch may be dissolved (unincorporated).

3. POLICIES BRANCH–OTHER-Continued
Policy 37. DISBANDING/MERGING BRANCHES-Continued
Procedure for Policy 37-Continued

BRANCH MERGER PROCESS (OPTION 2)

- a. The disbanding branch in a merger shall follow the “DISBANDING BRANCH PROCESS” above, except that the membership roster and membership records shall be given to the Branch Secretary of the remaining branch.
- b. The merging branches shall agree to transfer all the members from the disbanding branch to the remaining branch, or - if there is no agreement - the members from the disbanded branch shall complete Form 2- Application For Membership In Or Transfer to SIR, Branch _____.
- c. The merging branches prior to the merger shall decide on a Branch name change if desired. The Branch Secretary of the remaining branch then shall follow Policy 38- Changing the Branch Name.
- d. Internal matters concerning new BEC members and committee chairmen shall be the responsibility of the remaining branch, following applicable procedures. Such matters should be discussed between the branches prior to the merger.

Policy 38. CHANGING A BRANCH NAME

The following Procedure: How to change the name of an incorporated Branch shall be followed when changing the name of a Branch

Procedure for Policy 38:

How to Change a Branch Name

- a. The Branch Secretary shall contact the State Secretary who will prepare a Certificate of Amendment of Articles of Incorporation and send it to the Branch for execution.
- b. The Big Sir (as President) and the Branch Secretary will sign the form and make two copies.
- c. The Branch Treasurer will provide a check for the appropriate amount made payable to the Secretary of State.
- d. The signed form, two copies of the signed form, and the check are mailed by the Branch Secretary to the Document Filing Support Unit at the address shown at the top of the form.
- e. When the Branch receives the approved documents, a copy shall be promptly mailed to the State Secretary for inclusion in the Branch file.
- f. The State Secretary shall contact the Branch Big Sir and individuals in charge of the State Roster and State Website to ensure the name change is reflected.

(New Format 4/7/20)

4. POLICIES BRANCH–OTHER-Continued
Policy 39. UNAUTHORIZED SIR ACTIVITIES

The following are not SIR authorized activities:

- a. Winter sports including, but not limited to, ice skating, snow skiing, or sledding.
- b. Water activities in or on houseboats.
- c. Participation in sports, including but not limited to, football, basketball, soccer, hockey, and the like, in which participation normally involves bodily contact.
- d. Air travel on any air-supported device other than a regularly scheduled airline or air charter company.
- e. Operating or learning to operate any aircraft, as pilot or crew.
- f. Mountain climbing.
- g. Riding or driving in any motor competition.
- h. Activities involving firearms.

Policy 40. REMOVAL OF A BRANCH OFFICER

Any Branch Officer may be removed from office upon finding that he has breached or refused to conform to any State Bylaw, Policy, Procedure, Branch Regulation, or Big Sir or Branch Executive Committee (BEC) directive, or for activity which jeopardizes the well-being of its members or of the branch.

Procedure for Policy 40:

How to Remove A Branch Officer

- a. Upon the finding by the Big Sir or BEC that a Branch Officer has breached or refused to conform to, any State, Policy, Procedure, or Big Sir or BEC directive, or is, or has been, engaging in a course of action determined to obstruct or harm the best interest of the Branch and/or SIR, Incorporated in any manner, the question as to whether the officer status or membership of the officer should be terminated or suspended shall be placed before the BEC at the next scheduled meeting or at an earlier meeting called for that purpose.
- b. The notice of a meeting to consider the suspension or termination of officer status or membership of a Branch officer shall:
 1. Give the reasons for the action being taken against him.
 2. Notify the officer of his right to be heard, either by appearance or in writing, at least five days before the hearing.
 3. Specify the date, time and place of the meeting.
 4. Be delivered either personally or by first class mail – return receipt requested, sent to the last known address of the member shown on the Branch or State Board records.
- c. The member in question may be removed from officer status, suspended or removed from the Branch by a two-thirds affirmative vote of the BEC
- d. The Branch Secretary is responsible for providing the BEC's decision to the member in a timely manner.

(New Format 4/7/20)

4. POLICIES BRANCH–OTHER-Continued
Policy 41. BRANCH ADVERTISING IN BULLETINS/ROSTER

A Branch cannot conduct, advertise or otherwise promote any transaction such as a sale or exchange of a product, service or similar activity in which any of the proceeds benefit an individual member as distinguished from the Branch as a corporation. For example, the listing in a Branch publication of an item for sale by a member is prohibited unless all of the proceeds from the sale are to go to the Branch.

Advertising or listing in a Branch publication, or otherwise promoting the sale or exchange of products, services, or the like, of any person or entity other than a member in which all of the proceeds there from does not benefit SIR, Incorporated, or a Branch thereof, is prohibited unless authorized by SIR Policies or Bylaws. Exception: one single page of sponsor advertisements may be accepted to offset the Branch expenses of rosters and bulletins. Such advertisements may contain the name, logo, telephone number, address, email address and a brief description of the enterprise, e.g., a full service pharmacy, a grocery market and deli, a gaming casino. (Revised 5/11/21).

Policy 42. BRANCH BULLETIN

Each Branch shall have a monthly Branch bulletin to communicate information to its members.

Inasmuch as Branch Bulletins are available and read by our members, their spouses and significant others and may be read by the general public it is imperative that the following guideline be adhered to in the preparation and publishing of Branch Bulletins (New 6/11/20):

Inappropriate content that is tasteless, sophomoric (immature or juvenile), puerile (childishly silly and trivial) that makes fun of others on the basis of their gender, race, ethnicity, national origin, religion, sexual gender or heritage, pointed at State, local or community leaders or makes light of situations that most people would perceive as not suitable or proper or that contain blasphemous, obscene, vulgar, or otherwise offensive words is not in keeping with the image of SIR and is not acceptable (New 6/11/20).

The Bulletin shall not contain any fund raising, Political or Religious Agendas or literature. (Editorial clarification, 09/10/20)

Paid advertising may be accepted, consistent with Policy 41.

Each bulletin shall have a link to the State SIR bulletin "SIR Happenings".

The Big Sir, or in his absence, the Little Sir, should review the Branch Bulletin for compliance to this policy prior to distribution (New 6/11/20).

Bulletin distribution and communication within the Branch of State events are covered in the Branch Bulletin Editor position description.(Revised 06/27/20)

(New Format 4/7/20)(Rev 6/11/20)

4. POLICIES STATE
Policy 43. DEVELOPING AND MONITORING THE STATE BUDGET

The following Procedure for Policy 43 shall be followed.

Procedure for Policy 43:

How to Develop and Monitor the State Budget

- a. On or before December 15th the State Budget Oversight Committee shall submit an annual budget to the President Elect.
- b. The budget shall be based upon prior years' records, proposed goals and objectives for the new year, input from incoming Office Holders and Committee Chairmen, and the proposed amount of the annual Branch assessment for the ensuing year.
- c. The President shall submit this annual budget and the amount of the proposed annual Branch assessment to the Board of Directors for approval at the January meeting.
- d. Following approval of the budget by the Board of Directors, the Budget Oversight Committee shall monitor expenses and revenues throughout the year to ensure that expenditures and revenues are within budgeted amounts. If they are not, the Committee shall recommend measures to keep within the current budget limitations or other appropriate adjustments.
- e. The Board of Directors may revise the annual budget and the amount of the branch assessment as needed throughout the year.

4. POLICIES STATE-Continued
Policy 44 - THE STATE BOARD

The State Board (also called the Board of Directors of the Corporation) shall consist of the President, Vice President, Chief Administrative Officer, State Secretary, State Treasurer, Assistant State Secretary, Assistant State Treasurer and the Regional Directors. (See Bylaw 141)

The President shall preside at all meetings of the State Board. If the President is unable, or refuses to act, the Vice President shall act in his behalf. (See Bylaws 180 and 181)

Only members of the State Board shall be entitled to vote on matters to be determined by the State Board. In the case of a Regional Director who cannot attend a scheduled Regular or Special Board Meeting, he cannot provide a proxy to represent him. This is not permissible under California Non-Profit provisions.. (See Bylaw 142)

The State Board shall have and exercise the powers set forth below, in a manner consistent with the corporate Articles of Incorporation and the General Non-Profit Public Benefit Corporation Law of California. (See Bylaw 200)

- a. Adoption of Policies and Procedures – The State Board may adopt Policies and Procedures, consistent with the Corporate Articles of Incorporation and the Corporate Bylaws, as it deems necessary or desirable to further the purposes of SIR, Incorporated. (See Bylaw 201)
- b. Corporate Seal – The State Board may adopt, make and use a corporate seal and alter the form of the seal. (See Bylaw 202)
- c. Contracts/Agreements – The State Board or the State Executive Committee if the State Board is unable to meet in a timely basis may authorize any State Officer to execute any contract or other instrument in the name of the Corporation. Such authority may be general or confined to specific instances. Unless so authorized by the State Board or the State Executive Committee as specified above, no officer, employee or member shall have authority to bind the Corporation by any contract or agreement, or pledge its credit to render it liable for any purpose or of any amount.
- d. Payments Authorization – All checks, drafts and other orders for payment of money, notes or other evidence of indebtedness, issued in the name of, or payable to the Corporation, shall be signed or endorsed by such person or persons and in such manner as from time to time, shall be determined by a resolution of the State Board.
- e. Branch Charters- The State Board may grant and issue charters to Branches established under the authority of this corporation and may institute proceedings to revoke or suspend said charters. The authority to grant and issue charters may be delegated to the President. (See Bylaw 203)

4. POLICIES STATE–OTHER-Continued
Policy 44. THE STATE BOARD-Continued

- f. Outside Groups- The State Board may cooperate with groups outside the geographical boundaries of the Corporation by providing assistance and advice as to the steps to be taken in organizing branches and in establishing requirements for acceptance for membership of individual applicants, in the formation of corporations similar to SIR, Incorporated. No legal responsibility or financial obligation on the general funds of the treasury of this corporation shall result from providing such assistance and advice. (See Bylaw 204)
- g. Quorum Call – A quorum for State Board meetings shall consist of a majority of all Board members . (See Bylaw 187.1)
- h. Regular Meetings – The regular meetings of the State Board shall be called by the President, and generally they will be held in January, April, June and November at the time and place designated by the President. (See Bylaw 188) Each member of the State Board and such other individuals as may be designated by the President shall be mailed or emailed notification and the agenda by the State Secretary not less than 10 days before the date of the meeting. (See Bylaw 190)
- i. Special Meetings – Special meetings of the State Board shall be held on the call of the President or upon a request to the State Secretary by a majority of the State Board in the form of a signed petition from the State Board stating the purpose of the meeting and specifically approved by a majority of the State Board. (See Bylaws 189 and 191)
 - 1. Such petition may be in the form of emails from State Board members with each email clearly showing the purpose of the meeting and the member’s approval or disapproval of holding a special meeting.
 - 2. The State Secretary shall summarize the results of these emails showing the purpose of the meeting and listing the names and how they voted for all State Board Members responding.
 - 3. Such summary with emails attached or a signed petition shall become a permanent part of the minutes of said special meeting.
 - 4. Written notice of a special meeting of the State Board whether on the call of the President or by petition or summary setting forth the purpose, time and place of the meeting, shall be given to each member of the State Board not less than 10 days before the date of the meeting.
- j. Bylaws Security/Access – The State Board shall keep in its principal office, or such other place as it may prescribe, the original or copy of the Bylaws as amended to date, certified by the Secretary, which shall be open to inspection by the members at all reasonable times during office hours.
- k. Regular and special meetings of the State Board may be held remotely and are not required to be held at a physical location with attendees physically being present. The meetings may be held individually by means of teleconferencing or utilizing other forms of electronic participation. If a remote meeting is being held See Policy 51 for the requirements involving meetings held electronically.
(Revised 09/10/20).

4. POLICIES STATE-Continued
Policy 45. STATE EXECUTIVE COMMITTEE

There shall be a State Executive Committee composed of the President as Chairman, the Vice President, the State Secretary, the State Treasurer and the Chief Administrative Officer with voting privileges and the State Advisor as an Ex Officio member without voting privileges. The Committee shall meet at the call of the President concerning matters requiring his attention. (See Bylaw 220) (Revised 5/11/21).

The President, upon recommendation of the State Executive Committee, is authorized to consummate any matter which is not required to be acted upon by the State Board.

If the State Executive Committee determines that the best interests of the Corporation require an immediate change in the Policies and/or Procedures, it may adopt a temporary change in the P&P which will become effective upon notification of those affected and remain in effect only until the next regular or special meeting of the State Board. (See Bylaw 221). In addition, a temporary change in Branch and Corporate Bylaws may be adopted and remain in effect until approved at the next Annual Meeting. (See Bylaw 221.1)(Revised 8/19/20).

While in effect, temporary changes in the Policies, Procedures and Bylaws and Required sections of SIR Position Descriptions adopted by the State Executive Committee shall have the same force and effect as if adopted by the State Board. (See Bylaw 222) (See Bylaw 222.1)(Revised 8/19/20).

The State Executive Committee shall report to the State Board through the President concerning matters of consequence considered by the Committee and the disposition thereof; provided, that nothing contained in this section shall be construed as limiting the duties and responsibilities of any Committee. (See Bylaw 223)

Policy 46. STATE COMMITTEES

- a. Standing Committees are permanent Committees established by the State Board. Special Committees are temporary, created by the President to make special studies as prescribed in Bylaw 265.
- b. The following are the established Standing Committees.
 1. State Amateur Radio Club "Closed 6/1/20)
 2. State Golf Committee
 3. State Bowling Committee
 4. State Recreational Vehicle (RV) Committee
 5. Information Systems Committee (INFOSYS)
 6. Growth and Membership Committee
 7. State Travel Committee
 8. Policy and Procedures Committee
 9. State Audit Committee
 10. State Nominating Committee
 11. State Insurance Committee
 12. State Budget Oversight Committee
 13. State Training & Development Committee
 14. State Bocce Committee
 15. State Sporting Events Committee

4. POLICIES STATE-Continued
Policy 46. STATE COMMITTEES - Continued

c. Standing Committee appointment and organization procedures shall be found under Policy 46. "How to Appoint and Organize Standing Committees".

d. Special committees may be created and members may be appointed by the President (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. (See Bylaw 265)

e. Chairman of a Standing Committee-Removal from office: The President shall have authority to remove the Chairman from office for cause, with the approval of the Board of Directors. A Chairman so removed shall have fifteen (15) days to make contact, in writing or person, with the State Board, seeking an opportunity to appeal the decision. (See Bylaw 227)

f. The President shall have authority to appoint a Parliamentarian, and a State Advisor and establish temporary appointments or committees as he may deem necessary as is permitted per Bylaw 265.

Procedure for Policy 46:

How to Appoint and Organize Standing Committees

- a. Activity Standing Committees like: SIRARC, Golf, Bowling, RV, State Sporting Events and Bocce etc.:
 1. The President-Elect shall appoint each Activity Standing Committee Chairman, by September 30 if possible. The Chairman shall compose his Committee with an appropriate number of members, organized in a manner he deems appropriate. The Vice President shall serve as ex officio without the right to vote.
 2. The Activity Standing Committee Chairman shall: Develop and maintain effective relationships and communications with appropriate leaders at the Region, Area, and Branch level, lead the activity in a manner that is efficient, fiscally sound and optimizes the opportunity of members to participate and enhances recruitment of new members by developing and supporting guest recruiting programs through its activities
 3. The Activity Standing Committee Chairman shall not serve for more than three consecutive years, excluding any partial year immediately preceding the first such year. He shall continue to serve until his successor is installed. Exceptions may be approved by the President.

4. POLICIES STATE-Continued
Procedure for Policy 46 - Continued

4. The State Board shall authorize each Activity Standing Committee to sponsor State events. The Chairman, upon approval of a majority of its members for an event, shall request approval from the State Board. Each event shall be specifically authorized for that single identified event. If the event includes a travel package, follow Policy 13 – Travel & Short Bus Trips.
 5. All funds received by the Activity Standing Committee or its representative(s), in connection with an activity, shall be processed in accordance with the Policy 12 - Managing Funds of Branch & State.
 6. Duties and responsibilities of Activity Standing Committee Chairmen shall be found under the appropriate Committee Chairman job descriptions.
 7. An Activity Standing Committee may have a separate Manual (currently State Golf Manual and SIR Bowling Manual) or Handbook (currently Handbook for SIR Branch Travel Chairmen) that details the processes and procedures the Committee has approved for the operation of its activities at the State and/or Branch levels. In cases where there is a conflict between A Standing Committee's Activity Manual and State Policy, Procedures or Bylaws, the State version shall rule.
- b.. Administrative Standing Committees like INFOSYS, Growth & Membership, Travel, Audit, Nominating, Insurance, Budget Oversight, Training & Development etc.:
1. The President-Elect shall appoint each Administrative Standing Committee Chairman and any other Presidential appointments, by September 30 if possible. The Chairman shall compose his Committee with an appropriate number of members, organized in a manner he deems appropriate. The Vice President shall serve as ex officio without the right to vote.
 2. The Administrative Standing Committee Chairman shall develop and maintain effective relationships and communications with appropriate leaders at the Region, Area, and Branch level and Lead the activity in a manner that is efficient, fiscally sound and optimizes the opportunity of members to participate.
 3. The Administrative Standing Committees shall have these additional requirements:
 - (a) Policies and Procedures Committee (P&P)- It shall have at least four members, comprised of past or present Area Governors and/or State Officers. Also, at least one member shall be a past or present Big Sir.
 - (b) Audit Committee - The President-elect shall appoint all three members of this Committee, none of whom shall be the holder of an elective office, nor shall more than one member be from the same branch.
 - (c) Insurance Committee - The President-elect shall appoint all three members.

4. POLICIES STATE-Continued
Procedure for Policy 46 - Continued

- (d) Nominating Committee - The President-elect shall appoint all five members the most recent Past President, or if unable to serve, the most recent Past President available; one other Past President, and three members who shall be past or present Regional Directors or Area Governors.
 - (e) Travel Committee- No State Officer shall serve on the Travel Committee.
 - (f) Budget Oversight Committee- It shall be composed of five members: the Vice President as Chairman, State Treasurer, Insurance Committee Chairman. With one Regional Director and one Member-at-Large appointed by the President.
- 4. The Administrative Standing Committee Chairman shall not serve for more than three consecutive years, excluding any partial year immediately preceding the first such year. He shall continue to serve until his successor is installed. Exceptions may be approved by the President.
 - 5. All funds received by the Committee or its representative, in connection with an activity, shall be processed in accordance with Policy 12 – Managing Funds of Branch & State.
 - 6. Duties and responsibilities of these Administrative Standing Committees shall be found under the appropriate Committee Chairman job descriptions.

Policy 47. STATE OFFICER ELECTIONS

The election of State Officers (President, Vice President, State Secretary, State Treasurer, Chief Administrative Officer, Assistant State Secretary, Assistant State Treasurer, Regional Directors, and Area Governors) shall follow the procedures specified in Policy 47.

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. (See Bylaw 148)

A State Officer shall not serve concurrently as a Branch Officer or in any other elected State office (except when serving in an Interim Management position- See Policy 37- Disbanding/Merging Branches). Upon application, the President may make an exception to this Policy.

4. POLICIES STATE-Continued
Policy 47, STATE OFFICER ELECTIONS - Continued

Procedure for Policy 47:

How to Elect State Officers Other than Regional Directors and Area Governors

- a. Election of the President, Vice President, State Secretary, State Treasurer, Chief Administrative Officer, Assistant State Secretary, and Assistant State Treasurer:
 1. Candidate Qualifications- A candidate for President or Vice President shall be a past or present State Board Member or Area Governor. A candidate for any other position needs only to be a member of SIR.
 2. All candidates must be willing to serve if nominated and elected.
- b. These State Officers shall serve one-year terms and be restricted to three consecutive terms, excluding any partial year immediately preceding the first such year. He shall continue to serve until his successor is elected and installed. If he vacates the position for one or more calendar years, eligibility is reestablished. The State Board may waive term limits.
- c. These six State Officers shall be elected by eligible voters (called Members of the Corporation) at the Annual Meeting. See Policy 48 –Annual Meetings. (Bylaw 143)
 1. By April 15- A candidate for any of these offices shall complete Form 43 (Declaration of Candidacy for State Elected Office) by following its instructions and submit it to the Chairman of the State Nominating Committee.
 2. By June 1- The State Nominating Committee shall vet each candidate by reviewing the Form 43 submittal with any resumes submitted and by holding candidate interviews as appropriate. The Committee shall recruit candidates if there is none for a position, and may recruit other candidates as well
 3. The Committee then shall submit a list of all the qualified nominees for each position to the President.
 4. The Committee shall indicate its recommended candidate for each office, if it has a recommendation.
 5. For the voting process, see Policy 48 –Annual Meetings.

4. POLICIES STATE-Continued
Procedure for Policy 47 - Continued

How to Elect Regional Directors (RD)

- a. A candidate for Regional Director (RD) must be willing to serve and shall be a past or present Area Governor, or shall have held or is holding the office of Big Sir, Little Sir, Secretary or Treasurer of a Branch, singly or in combination, for at least two years at the time he assumes the office. Upon application, the President may waive these qualifications. The State Board may waive the term limit as well as the “not hold concurrently a Branch and State office” requirement found in Policy 47.
 1. A past or present Area Governor (AG) is the preferred qualification.
 2. An RD candidate may be from a branch outside the assigned Area.
 3. An RD shall not serve concurrently as an AG or as any other elected State office. (See Bylaw 145).
- b. A RD shall serve one-year terms and be restricted to three consecutive terms, excluding any partial year immediately preceding the first such year. He shall continue to serve until his successor is elected and installed. If an RD vacates the position for one or more calendar years, eligibility is reestablished.
- c. An RD is a State Officer and shall be elected by the Governors of the Areas comprising the Region (See Bylaw 144) as follows:
 1. By August 31- The AG’s in each Region shall meet upon the call of the RD, who shall act as Chairman and shall have no vote except to break a tie in the balloting. The RD for the coming calendar year shall be elected by majority vote.
 2. In the absence or unavailability of the Regional Director, the Area Governor of the lowest numbered Area in the Region shall call the meeting and act as Chairman with the right to vote. In the case of a tie vote the State Vice President shall be notified, and after reviewing the applicants’ qualifications he shall cast the deciding vote.
 3. If an Area Governor is absent or otherwise unable to participate in the election of the Regional Director, the Big Sirs and Little Sirs of the Branches in the Area shall, by majority vote at a meeting called by the Big Sir of the lowest Branch number in the Area, designate one of their number to serve in the Area Governor’s stead.
 4. If after the completion of the above selection process, a Regional Director is not selected, the President in consultation with the State Nominating Committee and incumbent Regional Director, if any, shall nominate a Regional Director for approval by the Area Governors in that Region.
 5. To formally document the election, the RD-elect shall promptly execute Form 44A – Notification of Election.

4. POLICIES STATE-Continued
Procedure for Policy 47- Continued

How to Elect Area Governors (AG)

a. Area Governor Candidate Qualifications:

1. A candidate for AG must be willing to serve and must be or have been a member of a (BEC) for at least two years at the time he assumes the office. A past or present Big Sir is the preferred qualification. The Regional Director (RD) may waive the qualifications at his discretion. The AG candidate may be from a branch outside the assigned Area.
2. AG's shall serve one-year terms and be restricted to three consecutive terms, excluding any partial year immediately preceding the first such year. He shall continue to serve until his successor is elected and installed. If an AG vacates the position for one or more calendar years, eligibility is reestablished.
3. An AG shall not serve concurrently as a Branch Officer, or as any other elected State office. (See Policy 37- Interim Branch Management). (See Bylaw 147)

b. Area Governor Election Procedure:

1. The BEC of each branch within each Area shall receive the name of an AG candidate from its Nominating Committee by the July BEC meeting. At that meeting the BEC shall nominate that candidate or another candidate of its own choosing, and submit it to the AG and RD on Form 44- Candidacy for Area Governor by July 31.
2. The AG and RD shall screen the AG nominees from each BEC and may recruit other candidates as well.
 - (a) They shall complete a nominees list and may note a preferred nominee, if they so desire.
 - (b) The list shall be submitted with resumes to the Election Committee, comprised of the Big Sirs and Little Sirs of the Chartered and Provisional Branches within each Area, prior to a meeting of the Election Committee.
 - (c) The AG shall call a meeting of the Election Committee no later than August 31. If the Big Sir or Little Sir cannot attend the meeting, the BEC or Big Sir shall appoint an alternate or alternates from the elected officers of the Branch.
 - (d) The AG shall act as chairman of the meeting but shall have no vote except when required to break a tie.
 - (e) In the event there is only one AG candidate who meets the qualifications, the AG may poll the Election Committee in lieu of calling a meeting.
3. To formally document the election, the AG-elect shall promptly execute Form 44A – Notification of Election.

4. POLICIES STATE-Continued
Procedure for Policy 47- Continued

SCHEDULE

Important Date	Required Action
July BEC meeting date	Branch BEC receives name(s) of AG candidates from Branch Nominating Committee
July 31	BEC submits Form 44 to AG and RD
Month of August	AG and RD develops the AG nomination list of candidates if finds qualified and submits the nomination list to each Branch BEC in the Area
By August 31	AG conducts Election Committee meeting of Big and Little Sirs in the Area to select an AG
By September 15	AG-elect submits Form 44A as directed on the Form's instructions
January 1 of following year	AG-elect takes office

INSTALLATION PROCEDURES (ALL STATE OFFICERS).

The Installing Officer shall instruct the elected or appointed Officer(s) to stand before him. He shall then ask the following:

"Do you accept the office to which you have been chosen, and do you assume the responsibility to perform faithfully the duties of your office and to be bound by the Corporate Bylaws, Policies, Required Procedures and Branch Regulations of SIR, Incorporated?" (See Bylaw 30)

After receiving an affirmative response, the Installing Officer shall announce:

"I hereby declare you installed to serve during the ensuing year and until an elected or appointed successor has been installed. Congratulations."

4. POLICIES STATE-Continued
Policy 48 - Annual Meetings

Policy 48. ANNUAL MEETINGS

Policy 48. ANNUAL MEETINGS

All State officers except Regional Directors and Area Governors shall be elected at the Annual Meeting of the Corporation. (See Bylaw 143)

The Annual Meeting shall have the Members of the Corporation, in attendance if a physical meeting or participating if an electronic meeting, each of whom shall have one vote; provided, that in the case of a Big Sir who cannot attend the meeting, the Little Sir shall be entitled to vote in his absence. Lacking the Big Sir and Little Sir in attendance, one other Branch Officer from the same Branch in attendance shall be entitled to vote. (Revised 6/11/20).

Procedure for Policy 48:

- a. There shall be an Annual Meeting, at a date, time and place, if not being held by electronic means set by the State Board for the purpose of electing corporate officers and acting upon proposed changes in the Branch and Corporate Bylaws. (Revised 6/11/20) If a remote meeting is being held See Policy 51 for the requirements involving meetings held electronically. (Revised 09/10/20).
- b. The meeting agenda; notice of nominees and Bylaw amendments; and other business as specified in the agenda shall be circulated to all Branches not less than 30 days prior to the meeting. (See Bylaw 184) The Annual Meeting date, time, and place, if not being held by electronic means, for the following year shall be finalized not later than the November meeting of the State Board. (See Bylaw 184) (Revised 6/11/20)
- c. Prior to the Annual Meeting:
 1. 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.
 2. By June 1 the State Nominating Committee shall submit a list of all the qualified nominees for each position to the President. (See Policy 47 - State Officer Elections.
 3. At least 45 days prior to the Annual Meeting, the President shall cause a ballot to be created with the names of the nominees submitted by the Nominating Committee, as well as write-in space for any names of nominees from the floor. The ballot also shall include the Committee's recommendation (if any) for each of the positions

4. POLICIES STATE-Continued
Procedure for Policy 48 - Continued

4. If the Annual Meeting is to be held at a physical location: At least 30 days prior to the Annual Meeting the State Secretary shall notify those entitled to vote (the Members of the Corporation) the date, time, and place of the Annual Meeting. The notice shall list each candidate's name, Branch number, qualifying data, and a brief resume (250 words or less) from each candidate. (Revised 6/11/20)
 5. If the Annual Meeting is to be held electronically: At least 30 days prior to the Annual Meeting the State Secretary shall notify those entitled to vote (the Members of the Corporation) that the meeting will be held individually by means of teleconferencing or utilizing another form of electronic participation. The notice shall list each candidate's name, Branch number, qualifying data, and a brief resume (250 words or less) from each candidate. (New 6/11/20)
- d. A quorum for Annual Meetings shall consist of a majority of all Members of the Corporation. (See Bylaw 182)
- Once a quorum is established it shall remain in effect for the duration of the meeting. (Revised 09/10/20)
- e. The President shall, when present, preside at the Annual Meeting. In the absence of the President, the Vice President shall preside. If the President is unable, or refuses to act, the Vice President shall act in his behalf. (See Bylaws 180 and 181)
 - f. For the Officer election if the meeting is held at a physical location, in lieu of roll call, each qualified voter, at the time of registration, shall receive a ballot. This ballot shall contain: (Revised 6/11/20)
 1. Names of the candidates for State Offices.
 2. Write-in space is provided for the names of other eligible candidates nominated from the floor and who are willing to serve if elected.
 - g. All State chairmen and appointees, although not eligible to vote, should register in lieu of roll call at the Annual Meeting.
 - h. In the case of a physical meeting there shall be no display of campaign materials of any kind in or around the premises of the Annual Meeting place. (Revised 6/11/20)
 - i. In the case of an electronic meeting there shall be no electronic distribution of campaign materials of any kind after 12:01am on the day of the meeting. (New-6/11/20)

4. POLICIES STATE-Continued
Procedure for Policy 48 – Continued

j Voting:

- 1 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. (See Bylaws 131, 185)
2. In the case of a Big Sir who cannot attend a physical meeting, the Little Sir shall be entitled to vote in his absence. Lacking the Big Sir and Little Sir in attendance one other Branch Officer from the same Branch in attendance shall be entitled to vote. (See Bylaw 185) (Revised 6/11/20)
3. Voting for Officers shall be by secret ballot only if a meeting is held where invitees are physically present and provided that for any office for which there is but one nominee, voting may be by voice or by show of hands.
4. For two or more nominees for an office, the candidate receiving the largest number of votes (a plurality) shall be elected. (See Bylaw 187).
5. The Minutes of the Annual Meeting may be approved at the next meeting of the State Board. (See Bylaw 186)

4. POLICIES STATE-Continued
Procedure for Policy 49

Policy 49. REMOVAL FROM STATE OFFICE

Any State (Corporate) Officer may be removed from office upon the finding that he has breached or refused to conform to, any Policy, required Procedure, Bylaw or Presidential directive. (See Bylaws 160 to 168)

Procedure for Policy 49:

How to Remove a State Officer shall be followed.

- a. This section applies to the removal of a State Officer other than a Regional Director or an Area Governor. The process for those positions is covered respectively in paragraphs c. and d., below.
- b. Upon the finding by the State Board that a State Officer other than a Regional Director or Area Governor has breached or refused to conform to, any SIR Bylaw, Policy, Required Procedure or Presidential directive, or is, or has been, engaging in a course of action determined to obstruct or harm the best interest of SIR, Incorporated in any manner, the question as to whether the membership of the officer should be terminated or suspended shall be placed before the State Board at the next scheduled meeting or at an earlier meeting called for that purpose. Paragraphs e. 1 through 4, "Notice of a Meeting" below, shall be followed.

He may be suspended or removed by a two-thirds affirmative vote of the State Board at a regular meeting or at a special meeting called for that purpose by the President or by a petition to the State Secretary signed by a majority of the members of the State Board.

4. POLICIES STATE-Continued
Procedure for Policy 49 - Continued

- c. Upon the finding of a Regional Director's breach of any SIR Bylaw, Policy, Required Procedure or Presidential directive, or refusal to conform thereto, by any one of the Area Governors in his Region, or if the State Board through the President advises the Area Governor in which the Regional Director's Branch is located, that a transgression has taken place, the Area Governor so notified shall call a meeting of the Area Governors of that Region to determine if the membership of the Regional Director shall be terminated or suspended. Paragraphs e. 1 through 4, "Notice of a Meeting" below, shall be followed.

A Regional Director may be suspended or removed by a two-thirds affirmative vote of the Area Governors in the territory that comprises the Region that the Regional Director represents. In the event that there are less than three Areas in the Region, removal shall require the affirmative vote of all Area Governors in the Region.

- d. If the Executive Committee of a Branch or the State Board through the President finds that its Area Governor has breached any, SIR Bylaw, Policy, Required Procedure or Presidential directive, or has refused to conform thereto, a special meeting of the Big Sirs and Little Sirs of the Branches in the Area shall be called and conducted by the Regional Director of the Region in which the Area is located, to determine by majority vote whether the membership of the Area Governor should be terminated or suspended. Paragraphs e.1 through 4, "Notice of a Meeting" below, shall be followed.

An Area Governor shall be suspended or terminated by a two-thirds vote of the Big Sirs and Little Sirs of the chartered Branches which comprise the Area which the Area Governor represents. The Regional Director shall have no vote in the matter except to break a tie.

- e. Notice of a meeting to consider the suspension or termination of membership of a State officer shall:
1. Give the reasons for the action being taken.
 2. Notify the officer of his right to be heard, either by appearance or in writing, at least five days before the hearing.
 3. Specify the date, time and place of the meeting.
 4. Be delivered either personally or by first class mail – return receipt requested, sent to the last known address of the member shown on the Branch or State Board records. (See Bylaws 160-162 and 165-168)

4. POLICIES STATE-Continued

Policy 50 - SIR Websites

Policy 50. SIR WEBSITES

SIR Websites are an integral SIR resource; the SIR Website effort is led by the Information Systems Committee whose members are appointed by the Chief Administrative Officer. This policy refers to any website on the Internet that uses the name SIR and/or the SIR logo. (Revised 5/11/21).

SIR websites are intended to impart information concerning the organization. A new primary website, www.wearesir.com, shall contain information of a general nature which is easily available to the public including information about the SIR organization, their activities, what they do and how to contact SIR. (Revised 6/11/20).

A second web page can be accessed through www.sirinc.org by clicking on Member's Information. It is intended primarily for SIR members. It shall contain information largely of interest only to members. It is available directly or by a link from the sirinc.org website. It may contain names, such as authors of documents, without the approval of the individual. It may contain names and addresses of individuals, or proprietary SIR information which shall be password protected using a password obtained from a Branch Secretary or Branch Big Sir.

Exchanging website links with other organizations is a significant factor in improving search engine optimization and a free opportunity to publicize SIR to a broader audience. Therefore, SIR encourages link exchanges with selected SIR partner organizations who in turn shall include a link to www.wearesir.com in their websites. These partner organizations might include senior centers, health care organizations, mental health organizations and organizations serving individuals that match SIR members' interests and demographics. Generally, these partner organizations shall be non-profit. The President may approve certain for profit organizations for link exchange if they meet the general criteria outlined above. (New 6/11/20).

SIR Website content shall meet the following criteria:

Any use of the copyrighted SIR logo shall be in accordance with Policy 9 – Logo in the SIR Policy Manual.

No text or image in a SIR Website shall include any profanity or immoral subject matter.

With the above exception no advertising for or other mention of any product, service, specific religious denomination, political preference, affiliation, group, or organization other than the SIR is to be listed on any SIR Website. (Revised 6/11/20)

4. POLICIES STATE-Continued
Policy 51 - Electronic Meetings

Policy 51 ELECTRONIC MEETINGS

In the case of a State, National or other type of emergency that prevents a SIR body (Executive or State Board, Annual, Branch, activity committee, etc) from holding a physical meeting the meeting may be held electronically.

Additionally, Executive and State Board, Annual, Branch Executive Committee and other similar meetings may be held remotely at any time if it is found that they are as conducive and effective as a physical meeting would be.

See Procedure for Policy 51 Requirements for Electronic Meetings.

Procedure for Policy 51:

Requirements for Electronic Meetings

Equipment required for electronic meetings requires the use of a meeting services application or a Smart Phone with integrated audio and video, text and voting capabilities. Typically each participant, using his own computer or other device, can view the current list of all participants - with an indication of which member has the floor or which members are seeking recognition by the chair - can seek recognition, submit motions, view the text of pending motions, vote and see or hear the results of a vote.

The requirements listed below mandate that anonymous voting be supported (in other words, that a participant that is properly logged in to a meeting can cast an 'electronic vote' that does not identify that vote as belonging to him). Additionally, that non-anonymous votes can also be taken.

Audio transmissions can be integrated directly via the electronic meeting services application so that participants listen and speak through microphones and speakers or headsets at their computers or other devices. Alternatively, there is the ability to join in a conference call, with access codes for the participants, that is dialed into by telephone but is also linked to the meeting service, so that participants speak and listen by telephone, but use the service (which remains aware of the identity of each caller) for all other features. If the participants have webcams for transmitting live video, a portion of the screen might show their faces, or else (perhaps depending on the total number of participants) just those of the chair and/or the person.

4. POLICIES STATE-Continued
Policy 51 - Electronic Meetings - Continued

The organizers of the meeting must also have access to a control panel for use by the chair, the Recording Secretary, and their assistants, which enables them to perform their duties during the meeting, such as ensuring that the text of item being presented is properly displayed, assigning the floor to a member, opening and closing the polls for taking a vote, controlling the camera view, recording the meeting, etc.

1. LOGIN INFORMATION. The Secretary shall send by Email to every member, thirty days (30) before each meeting, the time of the meeting, the URL and passwords and ID's necessary to connect to an electronic meeting service, and as an alternative and backup to the audio connection included within the service, the phone number and access code(s) the member needs to participate orally by telephone, along with a link to these requirements.

2. LOGIN TIME. The Secretary shall schedule an electronic meeting service availability to begin at least thirty minutes (30) before the start of each meeting.

3 ROLL CALL. Members shall identify themselves by signing in to the electronic services meeting application and shall maintain communication participation throughout the meeting but shall sign out If they leave before adjournment.

4. QUORUM CALLS. The presence of a Quorum is established by the online list or visual identification of participating members entitled to vote providing that they do not represent less than 50% plus one of the board or committee members. Once a quorum is established it shall remain in effect for the duration of the meeting.

- a. Each member participating must be able to hear one another.
- b. Each member participating in the meeting must be able to communicate with all of the other members concurrently,
- c. Each member must be provided the means of participating in all matters before the Board, including without limitation the capacity to propose, or to interpose an objection to a specific action to be taken by the Corporation.

If these three conditions are not met, no legally-binding actions can be taken.

5. TECHNICAL REQUIREMENTS AND MALFUNCTIONS. Each member is responsible for his audio and electronic meeting service connections; NO ACTION shall be invalidated on the grounds that the loss of, or poor quality of, a member's individual connection prevented participation in the meeting.

(New 9/10/20)

4. POLICIES STATE-Continued
Policy 51 - Electronic Meetings - Continued

6. FORCED DISCONNECTIONS. The President may direct the disconnection or muting of a member's connection if it is causing interference with the meeting. The President's decision to do so, which is not subject to appeal, shall be announced if appropriate during the meeting and recorded in the minutes.

7. MOTIONS BEING MADE. A member intending to make a motion, or offer an amendment, shall, after being recognized by the chair, voice his motion preceded by the member's name and Branch number.

8. REPEAT OF MOTIONS. The Chairman shall repeat the pending motion, and to the extent feasible, shall cause such documents related to the motion, or any other related documents that are currently before the meeting, to be displayed. This shall be followed by a call for a second and if not received the motion fails. If a second is received a call for discussion is made after which the motion is restated and a vote taken.

9. VOTING. Votes shall be taken by the anonymous voting feature of the electronic meeting service, unless a different method is ordered by the Board. When required or ordered, other permissible methods of voting are by electronic roll call, a visual showing of hands either physically or by means of the electronic meeting service using icons or by audible roll call. Business may also be conducted by unanimous consent.

In cases where the Board is voting on matters other than officer election:

- a. An E-mail vote is only valid if it is unanimous.
- b. If the vote is not unanimous a permissible method of voting by electronic means must be followed.

In cases where the Board is voting on officer election:

- a. The slate of officers is approved by acclamation or unanimously and is valid.
- b. If there is more than one candidate for any office then another permissible method of voting is required.

Clarification: There is a difference in the statements for voting: If, while using an electronic Meeting Services Application, the Board was asked to vote by E-Mail on a matter, without the benefit of discussion, then that vote would need to be unanimous to be approved. However, if the matter was discussed during the meeting and all Board members were able to see and hear each other then a majority vote would be sufficient unless otherwise provided for under current Bylaws.

It is critical that the voting process established be followed. Should a vote be held in an inappropriate manner, it will be invalid. Thus, any actions taken by the Board, or in the case of election, the newly elected officers will also be invalid. Obviously, this is a breach in fiduciary responsibility and the Board members participating in such action could potentially open themselves up to personal liability.

(New 9/10/20)

4. POLICIES STATE-Continued
Policy 51 - Electronic Meetings - Continued

In the case of a Big Sir who cannot participate in an electronic meeting and vote at the Annual Meeting, the Little Sir shall be entitled to participate and vote in his absence. Lacking the Big Sir and Little Sir participation one other Branch Officer from the same Branch in attendance shall be entitled to vote but only if the State Secretary is notified by the Big Sir a minimum of 24 hours prior to the start of the meeting. (See Bylaw 185)

10 VIDEO DISPLAY. For meetings using video presentations, wherein the number of participants is too large for all to be displayed simultaneously, the chair, the recording Secretary, or their assistants shall cause the video presentation along with the member currently recognized to speak to be displayed simultaneously if germane. (New 8/26/2020).

(New 9/10/20)

5. POSITION DESCRIPTIONS FOR BRANCH/STATE OFFICERS AND STATE COMMITTEE CHAIRMEN

Found on SIRINC.ORG website, MEMBER'S INFORMATION page, below Branch Information, SIR Branch Officer Guides and below STATE INFORMATION, a Few Good Men Needed. (Ref 6/11/20)

BRANCH

Big Sir
Little Sir
Branch Secretary
Branch Assistant Secretary
Branch Treasurer
Branch Assistant Treasurer
Activity Chairman
BEC Member
Branch Audit Chairman
Bulletin Editor
Branch Travel Chairman
Member Relations Chairman
Membership Chairman
Nominating Chairman
Publicity Director
Recruiting Chairman

STATE

President
Vice President
State Secretary
State Treasurer
State Assistant Secretary
State Assistant Treasurer
Chief Administrative Officer
Regional Director
Area Governor
SIRARC Chairman
Golf Chairman
Bowling Chairman
RV Chairman
Growth & Membership Chair
Travel Chairman
Policies & Procedures Chair
Audit Chairman
Nominating Chairman
Insurance Chairman
Budget Oversight Chairman
Training & Development Chair
Bocce Chairman
Sporting Events Chairman

6. APPENDICES
APPENDIX A. BRANCH AND CORPORATE BYLAWS
BYLAW TABLE OF CONTENTS

BRANCH BYLAWS	<u>Bylaw</u>	<u>Page</u>
Article 1. General	1	64
2. Definitions	5-10	64
3. Membership	15-20	64-64.1
4. Officers.....	25-26	65
5. Officer Responsibility	30	65
6. Meetings	35-36	65
7. Executive Committee	40-45	65
8. Committees.....	50	66
9. Amending the Bylaws.....	56-60	66
CORPORATE BYLAWS	<u>Bylaw</u>	<u>Page</u>
Article 1. Purpose.....	100	67
2. Geographical Limitations.....	110-112	67
3. Definitions	120-122	67
4. Membership	130-134	67-68
5. Officers.....	140-149	68-69
Vacancies in Office	150-156	69
Removal from Office	160-162	70
Procedures for Removal	165-168	70-71
6. Meetings		
General	180-182	71
Annual Meeting.....	184-187	71.1 - 71.2
Regular and Special Meetings	187.1-192	71.2 - 72
7. Powers of the State Board	200-204	72-73
8. Committees		
State Executive Committee	220-223	73
State Standing Committees	224-225	73
Chairman - Removal from Office	227	73
State Audit Committee	255-257	74
Special Committees.....	265	74
9. Parliamentary Procedure	280	74
10. Amending the Corporate Bylaws.....	290-291	74

6. APPENDICES
APPENDIX A. BRANCH AND CORPORATE BYLAWS
BRANCH BYLAWS

Article 1 - General

Bylaw 1. The purpose of a Branch of SIR, Incorporated, and its Branches is to promote the SIR Mission. The Mission of SIR is to enrich the lives of our members through fun activities, luncheons and events – while making friends for life. (Revised 8/20/19)

Article 2 - Definitions

Bylaw 5. As used herein, the terms “Corporation” and “Corporate” refer to the State organization of SIR, Incorporated.

Bylaw 6. Deleted (Revised 8/20/19)

Bylaw 7. As used herein, the term “Regulation” means an action by the Branch Executive Committee to govern the Branch.

Bylaw 8. The operation of a Branch and its activities shall conform to the provisions of the Policies and Procedures (Revised 8/20/19)

Bylaw 9. The Principal Office of the Branch Corporation shall be the address of the “Agent For Service Or Process” as named in the Branch articles of incorporation or subsequent biennial statements to the California Secretary of State. (New 8/4/14)

Bylaw 10 The mailing address for the Branch shall be the address of the current Branch Secretary. (New 8/4/14)

Article 3 - Membership

Bylaw 15. Membership shall be open to any man regardless of age, race, color or religion who is sociable, will participate in SIR activities, events, luncheon meetings and is also willing to volunteer and bring guests for the purpose of perpetuating the organization. (Revised 8/20/19)

Bylaw 16. A member has the right to vote on all matters before the Branch membership and to hold a Branch or State office. (Revised 8/20/19)

Bylaw 17. Membership shall require no initiation fees. Authorized expenses may be defrayed through dues or voluntary contributions to defray necessary expenses of the Branch and to meet corporate assessments. (Revised 8/5/13)

Bylaw 17.1 Inasmuch as SIR, Inc. needs to communicate with SIR members in State matters relating to the overall operations of SIR, Inc. and the SIR Branches it is imperative that communication with all said members is achieved.

(New Format 4/7/20)

6. APPENDICES
APPENDIX A. BRANCH AND CORPORATE BYLAWS
BRANCH BYLAWS

The preferred method of communication by SIRinc. is via e-mail as being the most expeditious, efficient and cost effective. However, it is realized that some members do not agree with supplying their personal e-mail addresses due to their inherent concern for privacy. And, in some cases, some members do not have e-mail capabilities or wish to divulge that they do.

This Bylaw requires that Branches submit an electronic version of their membership list utilizing Form 65 of their Branch Membership List to the State by the end of February of each year. The form has a column for entering the member's Branch, name, spouse's or significant other's name, telephone number, mailing address and e-mail address, however, the e-mail cell may remain blank if an individual member does not want to divulge personal information of this type.

In lieu of SIR, Inc., not being able to fully communicate with all SIR members utilizing e-mail addresses it is incumbent upon the Big Sir, as the Chief Executive Officer of the Branch and within his duties and responsibilities thereof of his position, to ensure that all members receive the State communications in a timely manner and in the form as originally distributed, i.e., by distribution at luncheons if they are being held or by individual mailings to those members not receiving it by e-mail from the State. The Area Governor shall verify with the Big Sirs that distribution of State communications to all Branch members has been achieved.

(New 8/20/20).

Bylaw 17.2 Inasmuch as a SIR Branch needs to communicate with its members and members need to communicate with each other a Branch membership roster should be produced at least annually. either as a published booklet, an electronic file or other appropriate document that is accessible by members. The roster should contain the member's name, spouse's or significant other's name, telephone number, mailing address and email address if provided by the member.

(New 8/19/20)

Bylaw 18. To maintain his membership, a member must attend his Branch meetings as required by Policy 25. (Revised 8/20/19)

Bylaw 19. The breach of any Policy or Procedure, Bylaw or Regulation, or refusal to conform thereto, may be cause for membership termination. (Revised 8/20/19)

Bylaw 20. The procedure for effecting the termination after due notice and opportunity to be heard, shall be as prescribed in the Policies and Procedures. (Revised 8/20/19)

(New Format 4/7/20)

6. APPENDICES
APPENDIX A. BRANCH AND CORPORATE BYLAWS
BRANCH BYLAWS continued

Article 4 - Officers

Bylaw 25. Officers of the Branch are the Big Sir, Little Sir, Branch Secretary, Assistant Branch Secretary, Branch Treasurer, Assistant Branch Treasurer, and from two to six Directors, all elected from the membership each year to serve for the ensuing calendar year and until their successors have been elected and installed. (Revised 8/20/19)

Bylaw 26. A vacancy in any Branch office shall be filled by a member selected by the members of the Branch Executive Committee. (Revised 8/20/19)

Article 5 - Officer Responsibility

Bylaw 30. In accepting a Branch office, a member assumes responsibility to be bound by the Corporate Bylaws, Policies and Procedures and the Branch Bylaws and Regulations. In addition, Directors have a fiduciary duty to the organization and shall not delegate the requirement to exercise fiduciary discretion to others. This is codified in California Assembly Bill 1233 which expressly forbids Directors from voting by proxy on matters presented for action at a Board or Board Committee meeting. (Revised 8/20/19)(Revised 8/19/20)

Article 6 - Meetings

Bylaw 35. A Branch shall hold regular monthly luncheon meetings at the time and places designated by the Big Sir with the approval of the Branch Executive Committee, as set forth in information supplied to the members of the Branch. (Rev 2/12/01 Section 5 changed to 35)

Bylaw 36. Special meetings of the officers or members may be held in accordance with the Policies and Procedures. (Revised 8/20/19)

Article 7 - Executive Committee

Bylaw 40. The Big Sir, Little Sir, Secretary, Assistant Secretary, Treasurer, Assistant Treasurer and the Directors shall constitute the Branch Executive Committee.

Bylaw 41. The Branch Executive Committee is empowered to formulate regulations governing the procedures applicable to the Branch not otherwise provided in the Policies and Procedures and not in conflict therewith. (Revised 8/20/19)

Bylaw 42. Only members of the Branch Executive Committee may make and second motions at an Executive Committee meeting and have the right to vote on such motions.

Bylaw 43. Subject to the supervisory responsibilities of the State Board of Directors, the activities and affairs of the Branch shall be conducted and all powers shall be exercised by or under the direction of the Branch Executive Committee.

(New Format 4/7/20)

6. APPENDICES
APPENDIX A. BRANCH AND CORPORATE BYLAWS
BRANCH BYLAWS continued

Bylaw 44. The Branch Executive Committee may delegate the management of such activities to any member or members of the Branch, or committee thereof, provided that such activities shall be exercised under the direction and be the full responsibility of the Executive Committee.

Bylaw 45. A Branch Executive Committee (BEC) quorum for its meetings shall consist of a majority of all its BEC members. (New 8/6/12)

Article 8 - Committees

Bylaw 50. The Policies and Procedures shall be followed when appointing Committee Chairman. (Revised 8/20/19)

Article 9 - Amending the Bylaws

Bylaw 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.

Bylaw 57. If the State Board by majority vote finds the proposed amendment to be in the best interest of the Corporation, the State Secretary 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)

Bylaw 58. The State Secretary shall include on the agenda for the Annual Meeting, proposed amendments to the Branch Bylaws. (Revised 8/1/16)

Bylaw 59. These Bylaws may be amended by the affirmative vote of two-thirds of those present and entitled to vote at the Annual Meeting. (Revised 8/1/16)

Bylaw 60. Deleted. (Revised 8/20/19)

6. APPENDICES
APPENDIX A. BRANCH AND CORPORATE BYLAWS
CORPORATE BYLAWS

Article 1 - Purpose

Bylaw 100. Deleted. (Revised 8/20/19)

Article 2 - Geographical Limitations

Bylaw 110. The activities of the Corporation in the formation of Branches, and in the acceptance of members therein, shall be confined to the northern portion of the State of California that lies within the geographical limitations; north of the southernmost boundaries of the counties of Inyo, Kern and San Luis Obispo, and including the metropolitan area of Santa Maria; and including environs of South Lake Tahoe that extend into Nevada. (Revised 8/4/14)

Bylaw 111. The Principal Office of the Corporation shall be the address of the "Agent For Service Or Process" as named in the Articles of Incorporation or subsequent biennial statements to the California Secretary of State. (New 8/4/14)

Bylaw 112. The Mailing address of the corporation shall be the address of the current State Secretary. (New 8/4/14)

Article 3 - Definitions

Bylaw 120. As used herein, the term "Corporation" means the State Organization incorporated under the laws of the State of California as "SIR, Incorporated." (Revised 8/20/19)

Bylaw 120.5. As used herein the term "State Officer" and the term "Corporate Officer" shall mean an officer of the Corporation. (New 8/7/95)

Bylaw 121. As used herein, the term "State Board" means the Board of Directors of the Corporation.

Bylaw 122. As used herein, the term "Policies and Procedures" means the Policies and Procedures governing the Corporation and the Branches adopted by the State Board. (Revised 8/20/19)

Article 4 - Membership

Bylaw 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)

Bylaw 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)

(New Format 4/7/20)

6. APPENDICES
APPENDIX A. BRANCH AND CORPORATE BYLAWS
CORPORATE BYLAWS continued

Bylaw 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)

Bylaw 133. The Honorary Life Membership process as outlined in the Policies and Procedures shall be followed. (Revised 8/4/03) (Revised 8/20/19)

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

Article 5 - Officers

Bylaw 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)

Bylaw 141. The President, Vice President, Chief Administrative Officer, State Secretary, State Treasurer, Assistant State Secretary, Assistant State Treasurer, and all Regional Directors as specified in the Policies and Procedures, 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) (8/8/17)

Bylaw 142. Only members of the State Board shall be entitled to vote on matters to be determined by the State Board. In the case of a Regional Director who cannot attend a scheduled Regular or Special Board Meeting, he ~~can~~ **cannot** provide a proxy to represent him. This is not permissible under California Non-Profit provisions. (Revised 8/7/2018) (Revised 8/20/19)(Revised 8/19/20).

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

Bylaw 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 Policies and Procedures. (Revised 8/20/19)

Bylaw 145. A Regional Director shall not serve concurrently as an Area Governor or any other elected State office. Upon application, the President may make an exception to this policy. (Revised 8/20/19)

Bylaw 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 Policies and Procedures. (Revised 8/20/19)
(New Format 4/7/20)

6. APPENDICES
APPENDIX A. BRANCH AND CORPORATE BYLAWS
CORPORATE BYLAWS continued

Bylaw 147. An Area Governor shall not serve concurrently in any other elected State office. Upon application, the President may make an exception to this Policy. (Revised 8/20/19)

Bylaw 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)

Bylaw 149. Duties of State Officers shall be as prescribed in the Policies, Procedures and Position Descriptions. (Revised 8/20/19)

Vacancies in Office

Bylaw 150. A vacancy in the office of the President shall be filled by the Vice President. A vacancy in the office of any other State Officer, except Regional Director or Area Governor, shall be filled by a majority vote of the Board. (Revised 8/7/95)

Bylaw 151. A vacancy in the office of Regional Director shall be filled by a majority vote by the Area Governors of the Region at a meeting called and presided over by the Area Governor of the lowest numbered Area in the Region. A vacancy in the office of Regional Director shall be filled as soon as possible.

Bylaw 152. In the temporary absence of a Regional Director, the Regional Director may appoint a present or past Area Governor to serve during his absence. The appointee shall have all the powers of the Regional Director. New 2/4/19 (Revised 8/20/19)

Bylaw 153. In the event the Regional Director is unable to make this appointment, the Area Governors of his Region shall select, by a majority vote, a qualified past or present Area Governor to serve during his absence.

Bylaw 154. A vacancy in the office of Area Governor shall be filled by a majority vote of the Big Sirs and Little Sirs of the Area at a meeting called and presided over by the Big Sir of the lowest numbered Branch of the Area. A vacancy in the office of Area Governor shall be filled as soon as possible.
(Revised 8/20/19)

Bylaw 155. In the temporary absence of an Area Governor, the Area Governor may appoint a past or present Big Sir of his Area to serve during his absence. The appointee shall have all the powers of the Area Governor

Bylaw 156. In the event the Area Governor is unable to make this appointment, the Regional Director for the Region in which the Area is located shall make the appointment after consultation with the Big Sirs in the Area.

(New Format 4/7/20)

6. APPENDICES
APPENDIX A. BRANCH AND CORPORATE BYLAWS
CORPORATE BYLAWS continued

Removal from Office

Bylaw 160. Any corporate officer, except a Regional Director or Area Governor, after notice and hearing as provided herein, may be removed from office by two-thirds affirmative vote of the State Board at a regular meeting or at a special meeting called for that purpose by the President or called upon a petition to the State Secretary signed by a majority of the members of the State Board.

Bylaw 161. A Regional Director, after notice and hearing as provided herein, may be removed from office by a two-thirds affirmative vote of the Area Governors in the territory that comprises the Region that the Regional Director represents. In the event that there are less than three Areas in the Region, removal shall require the affirmative vote of all Area Governors in the Region. (Revised 8/2/04)

Bylaw 162. An Area Governor, after notice and hearing as provided herein, may be removed from office by a two-thirds vote of the Big Sirs and Little Sirs of the chartered Branches which comprise the Area which the Area Governor represents.

Procedures for Removal

Bylaw 165. If the State Board finds that any State Officer, other than a Regional Director or an Area Governor:

has seriously breached or refused to conform to, any Policy, Procedure, Bylaw or Presidential directive, or

is, or has been, engaging in a course of action determined to obstruct or harm the best interests of SIR, Inc., its members and or its Branches

the State Board at the next scheduled meeting or at an earlier meeting called for that purpose, shall determine by a two-thirds affirmative vote of those in attendance whether the officer should be terminated or removed from office. New 2/4/19 (Revised 8/20/19)

Bylaw 166. If an Area Governor (AG) finds that his Regional Director (RD):

has seriously breached or refused to conform to, any Policy, Procedure, Bylaw or Presidential directive, or

is, or has been, engaging in a course of action determined to obstruct or harm the best interests of SIR, Inc., its members and or its Branches.

the AG shall call a meeting of the AG's of that Region. The meeting shall be to determine by a two-thirds affirmative vote of those in attendance whether the RD should be terminated or removed from office. In the event that there are less than three Areas in the Region, either action shall require the affirmative vote of all Area Governors in the Region. (Revised 8/2/04) (Revised 8/20/19)

New 2/4/19 (Revised 8/20/19) (New Format 4/7/20)

6. APPENDICES
APPENDIX A. BRANCH AND CORPORATE BYLAWS
CORPORATE BYLAWS continued

Bylaw 167. If the Executive Committee of a Branch finds that its Area Governor (AG):

has seriously breached or refused to conform to, any Policy, Procedure, Bylaw or Presidential directive, or

is, or has been, engaging in a course of action determined to obstruct or harm the best interests of SIR, Inc., its members and or its Branches

a special meeting of the Big Sirs and Little Sirs of the Branches in the Area shall be called and conducted by the Regional Director (RD) of the Region in which the Area is located. The meeting shall be to determine by a two-thirds affirmative vote of those in attendance whether the AG should be terminated or removed from office. The RD also shall call a meeting if the State Board through the President advised him that such a transgression has occurred. (Revised 8/2/04) (Revised 8/20/19)

Bylaw 168. Notice of a meeting to consider the suspension or termination of membership of a State officer shall:

- a. Give the reasons for the action being taken.
- b. Notify the officer of his right to be heard, either by appearance or in writing, at least five days before the hearing.
- c. Specify the date, time and place of the meeting.
- d. Be delivered either personally or by first class mail sent to the last known address of the member shown on the Branch or State Board records.

Article 6 - Meetings

General

Bylaw 180. The President shall preside at the Annual Meeting and at all meetings of the State Board. In the absence of the President, the Vice President shall preside.

Bylaw 181. If the President is unable, or refuses to act, the Vice President shall act in his behalf.

Bylaw 182. A quorum for Annual Meetings shall consist of a majority of all Members of the Corporation. (Revised 8/7/00, 8/6/12)

Once a quorum is established it shall remain in effect for the duration of the meeting. (Editorial clarification, 9/10/20).

6. APPENDICES
APPENDIX A. BRANCH AND CORPORATE BYLAWS
CORPORATE BYLAWS continued

Annual Meeting

Bylaw 184. There shall be an Annual Meeting, at a specified date, time and place. The meeting shall be held or participated in by either physical presence or by electronic means. The purpose of which is set by the State Board for the purpose of electing corporate officers, acting upon proposed changes in the Branch and Corporate Bylaws which have been circulated to all Branches not less than 30 days prior to the meeting and such other business as is specified in the agenda for the meeting. The Annual Meeting date, time, and place for the following year shall be finalized not later than the November meeting of the State Board. (Revised 8/7/00, 8/4/14) (Revised 8/19/20)

Bylaw 185. The Annual Meeting shall have in attendance the Members of the Corporation, each of whom shall have one vote; provided, that in the case of a Big Sir who cannot attend the meeting, the Little Sir shall be entitled to vote in his absence. Lacking the Big Sir and Little Sir in attendance, one other Branch Officer from the same Branch in attendance shall be entitled to vote. (Revised 8/7/18)

Bylaw 186. The minutes of the Annual Meeting may be approved at the next meeting of the State Board. (Revised 8/2/04)

Bylaw 187. If the Annual Meeting is being held by physical presence voting for election of State Officers shall be by secret ballot, provided, that for any office with one nominee, voting may be by voice or by show of hands. For two or more nominees for an office, the candidate receiving the largest number of votes (a plurality) shall be elected. (New 8/6/12)

If the Annual Meeting is being held electronically and there is only one nominee for an office voting for Officers can be ascertained by only counting the 'No' votes to determine that the vote is not unanimous. If the vote is not unanimous or if there is more than one candidate for an office voting will take place individually electronically to obtain an anonymous response from each voting member.

Voting on matters properly presented by the board at the Annual Meeting may be conducted electronically and the votes can be ascertained by only counting the 'No' votes to determine that the vote is not unanimous. If the vote is not unanimous voting will take place individually electronically to obtain an anonymous response from each voting member.

Electronic participation is only permissible provided that all members have a chance to read and/or hear the proceedings, raise points on matters submitted to the members, pose questions, vote and make any desired comments.(Revised 8/19/20)

(New Format 4/7/20)

6. APPENDICES
APPENDIX A. BRANCH AND CORPORATE BYLAWS
CORPORATE BYLAWS continued

Regular and Special Meetings

Bylaw 187.1 A quorum for State Board meetings shall consist of a majority of all Board members. (New 8/6/12)

Bylaw 187.2 Regular and Special meetings (BEC, State Board, Etc) of SIR may be held remotely and are not required to be held at a geographical location with attendees being physically present. Remote meetings may be held individually by means of electronic participation provided that all members have a chance to read and/or hear the proceedings, raise points on matters submitted to the members, pose questions, vote and make any desired comments.

If a remote (electronic) meeting is held the following requirements must be met:

- a. A quorum must be established immediately or the meeting cannot proceed.
- b. Once a quorum is established voting on matters properly presented to the board that can be ascertained by one of two methods:
 1. Voting can be ascertained by only counting the 'No' votes to determine that the vote is not unanimous.
 2. Voting can be ascertained by the secretary using an electronic meeting services application and asking for votes one by one from the participants by name, marking their vote on a participation roster, such that they cannot vote more than once, tallying the votes and reporting the result to the Big Sir or President as applicable.

Note: Voting by E-mail is prohibited under California Non-Profit Laws.

- c. For regular and special meetings a meeting agenda along with the method of communication that will be used and how connection will be established, must be distributed to the members involved a minimum of five (5) days prior to the meeting.

(New 8/19/20).

(New Format 4/7/20)

6. APPENDICES
APPENDIX A. BRANCH AND CORPORATE BYLAWS
CORPORATE BYLAWS continued

Bylaw 188. The regular meetings of the State Board shall be held on such dates as may be specified by the State Board in the Policies and Procedures, at which time the Board may consider and act on all such matters as may properly come before it. (Revised 8/20/19)

Bylaw 189. Special meetings of the State Board shall be held at the call of the President and upon written petition to the State Secretary by a majority of the members of the State Board.

Bylaw 190. Notification for regular and special meetings of the State Board shall be mailed by the State Secretary to the members of the Board and such other individuals as may be designated by the President.

Bylaw 191. Meetings, other than those otherwise covered in this Article, may be called at the discretion of the President.

Revised 8/2/04, 8/6/12, 8/4/14

Bylaw 192. - TEMPORARY - Meetings may be held electronically and conducted through use of an electronic meeting services application that supports anonymous voting and supports visible displays identifying those participating, identifying those seeking recognition to speak, showing (or permitting the retrieval of) the text of pending motions, and showing the results of votes. These electronic meetings shall be subject to the requirements of Policy 51 and the procedures thereof followed. Requires approval at 2021 Annual Meeting to become permanent. (New 9/10/2020.)

Article 7 - Powers of the State Board

Bylaw 200. Subject to the limitations expressed in the corporate Articles of Incorporation and the General Non-Profit Public Benefit Corporation Law of California, the State Board shall have and exercise the powers set forth in this Article.

Bylaw 201. The State Board may adopt such Policies and Procedures, not inconsistent with the Corporate Articles of Incorporation and the Corporate Bylaws, as it deems necessary or desirable to further the purposes of SIR, Incorporated. (Revised 8/20/19)

Bylaw 202. The State Board may adopt, make and use a corporate seal and alter the form of the seal.

Bylaw 203. The State Board may grant and issue charters to Branches established under the authority of this corporation and may institute proceedings to revoke or suspend said charters. The authority to grant and issue charters may be delegated to the President.

Bylaw 204. The State Board may cooperate with groups outside the geographical boundaries of the Corporation by providing assistance and advice as to the steps to be taken in organizing branches and in establishing requirements for acceptance for membership of individual applicants, in the formation of corporations similar to SIR, Incorporated. No legal responsibility or financial obligation on the general funds of the treasury of this corporation shall result from providing such assistance and advice.

(New Format 4/7/20)

6. APPENDICES

APPENDIX A. BRANCH AND CORPORATE BYLAWS CORPORATE BYLAWS continued

Article 8 – Committees

State Executive Committee

State Executive Committee

Bylaw 220. There shall be a State Executive Committee composed of the President as Chairman, the Vice President, the State Secretary, the State Treasurer **and the Chief Administrative Officer with voting privileges** and the State Advisor as an Ex Officio member without voting privileges. The Committee shall meet at the call of the President concerning matters requiring his attention. (Revised 8/5/13) (Revised 5/11/21) **(Revised 8/25/21)**.

The President, upon recommendation of the State Executive Committee, is authorized to consummate any matter which is not required to be acted upon by the State Board.

Bylaw 221.If the State Executive Committee determines that the best interests of the Corporation require an immediate change in the Policies and Procedures, it may adopt a temporary change in the Policies and Procedures which will become effective upon notification of those affected by the change and remain in effect only until the next regular or special meeting of the State Board. (Revised 8/20/19)

Bylaw 221.1 If the State Executive Committee determines that the best interests of the Corporation requires an immediate change in the Branch or Corporate Bylaws it may adopt a temporary change that will become effective immediately until approval by the State Board and thereafter notification of the SIR membership and will remain in effect only until the next SIR Annual Meeting. (New 8/19/20).

Bylaw 222. While in effect, temporary changes in the Policies and Procedures adopted by the State Executive Committee shall have the same force and effect as if adopted by the State Board. (Revised 8/20/19)

Bylaw 222.1 While in effect, temporary changes in the Branch or Corporate Bylaws adopted by the State Executive Committee and approved by the State Board shall have the same force and effect as if adopted by the SIR Membership. (New 8/19/20).

Bylaw 223. The State Executive Committee shall report to the State Board through the President concerning matters of consequence considered by the Committee and the disposition thereof; provided, that nothing contained in this section shall be construed as limiting the duties and responsibilities of any Committee.

State Standing Committees

Bylaw 224-225. (Moved to Rules 39 & 39.1 8/7/18, then to Policy 46 1/17/19)

Bylaw 227. Chairman of a Standing Committee-Removal from office: The President shall have authority to remove the Chairman from office for cause, with the approval of the Board of Directors. A Chairman so removed shall have fifteen (15) days to make contact, in writing or person, with the State Board, seeking an opportunity to appeal the Decision. (New 8/1/15)

(New Format 4/7/20)

6. APPENDICES
APPENDIX A. BRANCH AND CORPORATE BYLAWS
CORPORATE BYLAWS continued

State Audit Committee

Bylaw 255. The President shall appoint a State Audit Committee composed of not more than three members, none of whom shall be a member of the State Board of Directors, nor shall more than one member be from the same Branch. (Revised 8/6/01) (Effective 1/1/02)

Bylaw 256. Audits shall be conducted in accordance with the Policies and Procedures. (Revised 8/20/19)

Bylaw 257. The State Audit Committee shall make such additional audits as may be prescribed by the Policies and Procedures or as directed by the President or the State Board. (Rev 10012019)

Special Committees

Bylaw 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

Bylaw 280. Subject to the limitations in the Articles of Incorporation, of these Bylaws, the Policies and Procedures and the California Non-Profit Public Benefit Corporation Law, Robert's Rules of Order shall, where applicable, govern the conduct of all meetings. (Revised 8/20/19)

Article 10 - Amending the Corporate Bylaws

Bylaw 290. These Corporate Bylaws may be amended by applying the procedures in Branch Bylaws Sections 57, 58, and 59. (Revised 8/1/16)

Bylaw 291. Deleted. (Revised 8/20/19)

6. APPENDICES
APPENDIX B. HISTORY

SIR, Incorporated, was founded on July 23, 1958 by Damian L. Reynolds, Claus J. Hink, Wallace B. Plummer and Lorenz H. Hansen. It was incorporated under the laws of California governing non-profit mutual benefit corporations on February 13, 1959, as a tax exempt corporation for retired men. Branches were also incorporated under that law until 1991.

In 1990 and 1991 the Corporate and Branch Articles of Incorporation were amended to incorporate SIR, Incorporated, and its Branches as non-profit public benefit corporations under Title 1, Division 2 (commencing at Section 5110) of the California Corporation Code.

One distinguishing characteristic of a non-profit corporation is the fact that no part of its income can be distributed to its members, directors or officers. SIR, Incorporated, is such a corporation and can use its income only in furtherance of its public purpose.

The Articles of Incorporation of SIR, Incorporated provide, in part:

“The specific purpose of this corporation is to provide for the welfare of retired men . . . who are pursuing a common goal, the enjoyment of their later years with dignity and pride. . . through association with other retired men who also face the particular problems that confront men upon their retirement.”

Corporate and Branch Bylaws, Policies and Procedures are adopted as may be necessary to protect and preserve the integrity and goals of SIR, Incorporated, and to provide for uniformity in the administration of its activities. The State Board of Directors is the governing body of the Corporation.

Each Branch authorized by the parent corporation, SIR, Incorporated, is chartered as a separate corporation. Upon being granted its charter, the Branch is empowered to adopt regulations, not inconsistent or in conflict with the Corporate or Branch Bylaws or the Policies and Procedures, as may be necessary to govern its activities in furtherance of the objectives of SIR, Incorporated. The Branch Executive Committee is the governing body of the Branch.

The provisions contained in the Bylaws, Policies and Procedures are the product of the untiring efforts of dedicated members of SIR, Incorporated, since it was organized in 1958. Deeply ingrained are carefully considered principles found necessary to protect and further the objectives of SIR.

Over the years, these provisions have been reviewed, recast, polished and expanded to meet new and ever-changing conditions. SIR has made revisions to the Bylaws at many Annual Meetings. The Policies and Procedures (called Standing Rules prior to 2019) have been in a constant state of revision.

6. APPENDICES
APPENDIX B. HISTORY continued

SIR made major revisions to the Bylaws and Rules in 1983. The 1990 reincorporation of SIR from a non-profit mutual benefit corporation to a non-profit public benefit corporation triggered another major revision made by two committees. Starting in 1990, Rules Committee Chairman, Sir Louis J. Heinzer, former Legal Advisor led the effort of reorganization, rearranging and renumbering the Rules. In 1991, an ad-hoc committee headed by President Weston M. Alt, utilizing the work of the Heinzer committee as a base, undertook more complete restatement of the Bylaws and Rules and Procedures to make them more cohesive and understandable and to eliminate redundant and unnecessary wordage with as little substantive change as possible.

In 1998, then Travel Chairman and future President, Jim Faverman spearheaded a complete rewrite of the travel rules to conform to insurance requirements and good business practice.

Starting in 2001 under the direction of President Dwight Sale and Assistant Secretary Gary Gruber the production and distribution of the Manual underwent a complete overhaul. This Manual is now distributed almost exclusively from the SIR website and went from voluntary website distribution to mandatory in 2005. In addition, a strict production protocol was developed which ensures that every page of the Manual has the same look and feel and that changes are identified in a uniform manner.

In 2019 'Sons in Retirement' was changed to 'SIR' to reflect that all men, retired or not, were eligible for membership and it's Logo and banner was changed from 'Sons in Retirement' to 'SIR- Social Activities For Men'. This was done to emphasize that the organization focuses on activities for men in all areas with many being coed so member's spouse/partner can be involved in SIR also.

In 2019, after 18 years, the Manual underwent another complete overhaul by President Ed Benson and Policies & Procedures Committee Chairman Dick DeVoe, in collaboration with the 2018 Rules Committee and a number of functional experts.

In April of 2020 a second reconstructed SIR Manual (version 10/18/2019) was completed and provided in a new format dated 4/7/20. This new formatted manual was reconstructed such that Procedures immediately followed the appropriate Policies.

Previously the Procedures were multiple pages further down in the manual and were difficult to locate. Thus there was the problem of a reader having to flip back and forth between the Policy and the Procedure to fully understand the requirements.

Edited and reorganized from the 10/18/2019 version by Dale Decker, Policies & Procedures Chairman, and Dwight Sale, Chief Administration Officer, April of 2020.

The SIR MANUAL is not the product of any one member or committee, but rather, the sum of the efforts of the members of SIR, Incorporated, since its founding. Its provisions reflect the total dedication and intelligence of those members to a most worthy cause.

6. APPENDICES
APPENDIX C. ARTICLES OF INCORPORATION

For Branches
Incorporated
before 1-1-80

BRANCH ARTICLES OF INCORPORATION

I

The name of this corporation shall be SONS IN RETIREMENT,
_____ BRANCH NO. _____, INCORPORATED

II

A. This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for public purposes.

B. The specific purpose of this corporation is to operate an organization for the enjoyment of its members as a means of promoting the objective of SIR, Incorporated, the meeting of civic need by providing for the welfare of retired men from all walks of life in their pursuit of a common goal, the enjoyment of their later years with dignity and pride, by assisting these senior citizens in renewing former friendships and associations and providing them an opportunity to make new friends through association with other retired men who also face the particular problems that confront men upon their retirement. The assets of the organization are irrevocably dedicated to the foregoing purpose.

III

This corporation is organized and operated exclusively for social welfare purposes within the meaning of Section 501(c)(4) of the Internal Revenue Code, or Section 23701f of the Revenue and Taxation Code.

IV

The property of this corporation is irrevocably dedicated to social welfare purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person. Upon dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for social welfare purposes and which has established its tax exempt status under Section 501(c)(4) of the Internal Revenue Code.

This corporation elects to be governed by all the provisions of the Nonprofit Corporation Law of 1980 not otherwise applicable to it under part 5 thereof.

6. APPENDICES
APPENDIX C. ARTICLES OF INCORPORATION continued

The name of the existing unincorporated association, now being incorporated by the filing of these articles is SONS IN RETIREMENT, _____
_____.

DATED:

(Signature of Incorporator)

(Typed Name of Incorporator)

- - - - -
DECLARATION

_____ and _____ declare
(President) (Secretary)

under penalty of perjury that they are the President and Secretary,
respectively, of SIR, _____

_____, the unincorporated association referred to in the
Articles of Incorporation to which this declaration is attached, and
that said association has duly authorized its incorporation by means
said articles.

Executed at _____ on _____
(city and state) (date)

(President)

(Secretary)

6. APPENDICES

APPENDIX C. ARTICLES OF INCORPORATION continued

For Branches Incorporated
after 1-1-80 whose Articles
of Incorporation have been
amended

BRANCH
ARTICLES OF INCORPORATION

I

The name of this corporation shall be SONS IN RETIREMENT,
_____ BRANCH NO. _____, INCORPORATED

II

A. This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for public purposes.

B. The specific purpose of this corporation is to operate an organization for the enjoyment of its members as a means of promoting the objective of SIR, Incorporated, the meeting of civic need by providing for the welfare of retired men from all walks of life in their pursuit of a common goal, the enjoyment of their later years with dignity and pride, by assisting these senior citizens in renewing former friendships and associations and providing them an opportunity to make new friends through association with other retired men who also face the particular problems that confront men upon their retirement. The assets of the organization are irrevocably dedicated to the foregoing purpose.

III

This corporation is organized and operated exclusively for social welfare purposes within the meaning of Section 501(c)(4) of the Internal Revenue Code, or Section 23701f of the Revenue and Taxation Code.

IV

The property of this corporation is irrevocably dedicated to social welfare purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the corporation, its assets remaining after payment or provision for payment of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for social welfare purposes and which has established its tax exempt status under Section 501(c)(4) of the Internal Revenue Code.

6. APPENDICES

APPENDIX C. ARTICLES OF INCORPORATION continued

The name of the existing unincorporated association, now being incorporated by the filing of these articles is SONS IN RETIREMENT, _____
_____.

DATED:

(Signature of Incorporator)

(Typed Name of Incorporator)

DECLARATION

_____ and _____ declare
(President) (Secretary)

under penalty of perjury that they are the President and Secretary, respectively, of SIR, _____

_____, the unincorporated association referred to in the Articles of Incorporation to which this declaration is attached, and that said association has duly authorized its incorporation by means said articles.

Executed at _____ on _____
(city and state) (date)

(President)

(Secretary)

For Branches Incorporated after 1-1-80 whose Articles of Incorporation have been amended

6. APPENDICES
APPENDIX C. ARTICLES OF INCORPORATION continued

BRANCH ARTICLES OF INCORPORATION

I

The name of this corporation is SONS IN RETIREMENT, _____
_____ INCORPORATED.

II

A. This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for public purposes.

B. The specific purpose of this corporation is to operate an organization for the exclusive enjoyment of its members as a means of promoting the objective of SIR, Incorporated, the meeting of civic need by providing for the welfare of retired men from all walks of life in their pursuit of a common goal, the enjoyment of their later years with dignity and pride, by assisting these senior citizens in renewing former friendships and associations and providing them an opportunity to make new friends through association with other retired men who also face the particular problems that confront men upon their retirement. The assets of the organization are irrevocably dedicated to the foregoing purpose.

III

The name and address in the State of California of this corporation's initial agent for service of process is: Lee Duffield, 466 Floral Way, Rohnert Park, California 94928

IV

This corporation is organized and operated exclusively for social welfare purposes within the meaning of Section 501(c)(4) of the Internal Revenue Code, or Section 23701f of the Revenue and Taxation Code.

V

The property of this corporation is irrevocably dedicated to social welfare purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the corporation, its assets remaining after payment or provision for payment of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for social welfare purposes and which has established its tax exempt status under Section 501(c)(4) of the Internal Revenue Code.

6. APPENDICES
APPENDIX C. ARTICLES OF INCORPORATION continued

VI

The name of the existing unincorporated association, now being incorporated by the filing of these articles is SONS IN RETIREMENT, _____
_____.

DATED:

(Signature of Incorporator)

(Typed Name of Incorporator)

DECLARATION

_____ and _____ declare
(President) (Secretary)

under penalty of perjury that they are the President and Secretary, respectively, of SIR, _____

_____, the unincorporated association referred to in the Articles of Incorporation to which this declaration is attached, and that said association has duly authorized its incorporation by means said articles.

Executed at _____ on _____
(city and state) (date)

(President)

(Secretary)

6. APPENDICES
APPENDIX C. ARTICLES OF INCORPORATION continued

For amending Branch

Articles of Incorporation
(A different form is available
for Branch name changes)

CERTIFICATE OF AMENDMENT OF
ARTICLES OF INCORPORATION

_____ AND _____ certify that:

1. They are the president and the secretary, respectively, of SIR,
_____ INCORPORATED, a California
corporation.

2. The numbered articles of the articles of incorporation of this corporation
following Article I are amended to read as follows:

II

A. This corporation is a nonprofit public benefit corporation and is
not organized for the private gain of any person. It is organized under
the Nonprofit Public Benefit Corporation Law for public purposes.

B. The specific purpose of this corporation is to operate an organization
for the enjoyment of its members as a means of promoting the objective
of SIR, Incorporated, the meeting of a civic need by
providing for the welfare of retired men from all walks of life in
their pursuit of a common goal, the enjoyment of their later years with
dignity and pride, by assisting these senior citizens in renewing former
friendships and associations, and affording them an opportunity to make
new friends through association with other retired men who also face the
particular problems that confront men upon their retirement. The assets
of the corporation are irrevocably dedicated to the foregoing purpose.

III

This corporation is organized and operated exclusively for social welfare
purposes within the meaning of Section 501(c)(4) of the Internal Revenue
Code, or Section 23701f of the Revenue and Taxation Code.

IV

The property of this corporation is irrevocably dedicated to social welfare
purposes and no part of the net income or assets of this corporation shall
ever inure to the benefit of any director, officer or member thereof or to
the benefit of any private person. Upon the dissolution or winding up of
the corporation, its assets remaining after payment, or provision for
payment, of all debts and liabilities of this corporation shall be distributed
to a nonprofit fund, foundation or corporation which is organized and
operated exclusively for social welfare purposes and which has established
its tax exempt status under Section 501(c)(4) of the Internal Revenue Code.

6. APPENDICES
APPENDIX C. ARTICLES OF INCORPORATION continued

3. Any and all other numbered Articles are deleted.
4. The foregoing amendment of articles of incorporation has been duly approved by the board of directors.
5. The foregoing amendment of articles of incorporation has been duly approved by the required vote of all the members.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE:

For amending Branch
Articles of Incorporation
(A different form is available
for Branch name changes)

1-1-92

Page 2 of 2

(New Format 4/7/20)

Page 84

6. APPENDICES
APPENDIX C. ARTICLES OF INCORPORATION continued

ENDORSED
FILED

In the office of the Secretary of State

CERTIFICATE OF AMENDMENT
OF
ARTICLES OF INCORPORATION

NOV 26 1990

MARCH FONG EU, Secretary of Stat

HARRY E. ESTES AND GORDON G. NEVIS certify that:

1. They are the president and the first assistant secretary, respectively, of SIR, INCORPORATED, a California Corporation.
2. Articles II, III, IV, and V, of the articles of incorporation of this corporation are amended to read as follows:

II

A. This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for public purposes.

B. The specific purpose of this corporation is to provide for the welfare of retired men from all walks of life who are pursuing a common goal, the enjoyment of their later years with dignity and pride, by assisting these senior citizens to renew former friendships and associations, and affording them an opportunity to make new friends through association with other retired men who also face the particular problems that confront men upon their retirement. The assets of the corporation are irrevocably dedicated to the foregoing purpose.

C. The purpose of this corporation shall be effected through authorizing the incorporation of branches using the term "SIR, Incorporated", as part of the corporate name and by formulating and promulgating bylaws and rules and procedures as, in the opinion of the board of directors of this corporation, are necessary, expedient, or appropriate to the accomplishment of such purpose and are consistent with the laws of the State of California under which the corporation is formed.

III

This corporation is organized and operated exclusively for social welfare purposes within the meaning of Section 501(c)(4) of the Internal Revenue Code, or Section 23701f of the Revenue and Taxation Code.

IV

The property of this corporation is irrevocably dedicated to social welfare purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for social welfare purposes and which has established its tax exempt status under Section 501(c)(4) of the Internal Revenue Code.

6. APPENDICES
APPENDIX C. ARTICLES OF INCORPORATION continued

This corporation elects to be governed by all the provisions of the Nonprofit Corporation Law of 1980, not otherwise applicable to it under part 5 thereof.

3. Article VI is deleted.
4. The foregoing amendment of articles of incorporation has been duly approved by the board of directors.
5. The foregoing amendment of articles of incorporation has been duly approved by the required vote of all the members.

We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.

DATE: November 26, 1990

(Original signed by Harry E. Estes)
HARRY E. ESTES, PRESIDENT

(Original signed by Gordon G. Nevis)
GORDON G. NEVIS
FIRST ASSISTANT SECRETARY

Typed copy of amended and executed
Corporate Articles of Incorporation

11-26-90

Page 2 of 2

(New Format 4/7/20)

Page 86

6. APPENDICES
APPENDIX D. IRS EXEMPTION CERTIFICATE



Department of the Treasury
Internal Revenue Service

FRESNO, CA 93888

In reply refer to: 8916603779
May 10, 1994 LTR 1169C N
94-6117562 0000 00 000
07727

SONS IN RETIREMENT INCORPORATED
% AL WALTON
3847 ROBERTSON AVE
SACRAMENTO CA 95821-3805478

Employer Identification Number:	94-6117562
Group Exemption Number:	4173
Name of Organization:	as above
Tax Period:	Dec. 31, 1994
Form:	SGRI

Dear Taxpayer:

The Group Exemption Number (GEN) we assigned to you is 4173. Please give this number to your subordinates because they'll have to include the GEN on any forms the law requires exempt organizations to file. It's also important that whenever you or your subordinates contact us, you include you GEN as well as your Employer Identification Number (EIN).

If you have any questions about this letter, please write us at the address shown on this letter. If you prefer, you may call the IRS telephone number listed in your local directory. An employee there may be able to help you, but the office at the address shown on this letter is most familiar With your case.

Whenever you write, please include your telephone number, the hours you can be reached, and this letter. You may also want to keep a copy of this letter for your records.

Your Telephone Number ()
Hours _____ We apologize for any inconvenience we may have caused you, and thank you for your cooperation.

Sincerely yours,

G. L. Joly
Chief, Inquiry and Support Section

Enclosure(s) :
Copy of this letter

(New Format 4/7/20)

6. APPENDICES
APPENDIX D. IRS EXEMPTION CERTIFICATE continued

INTERNAL REVENUE SERVICE
District Director

Department of the Treasury

c/o McCaslin Industrial Park
2 Cupania Circle
Monterey Park, CA 91754
Attn:EOG-2

Date: FEB 23 1994

Sons In Retirement Incorporated
c/o Albert Walton
3847 Robertson Ave
Sacramento, CA 95821-3805

Person to Contact:
Earl Knight
Telephone Number:
(213)725-6619
Addendum Applies:
No

Dear Applicant:

We have considered your application for a group exemption letter recognizing your subordinates as exempt from Federal income tax as organizations of the type described in section 501(c)(4) of the Internal Revenue Code.

Our records show that you were recognized as exempt from Federal income tax under section 501(c)(4) of the Code. Your exemption letter remains in effect.

Based on the information supplied, we recognize your subordinates whose names appear on the list you submitted as exempt from Federal income tax under section 501(c)(4) of the Code.

You and your exempt subordinates whose gross receipts each year are normally more than \$25,000 are each required to file Form 990 Return of Organization Exempt from Income Tax, by the 15th day of the fifth month after the end of the annual accounting period. If you prefer, you may file a group return for those subordinates that authorize you in writing to include them in that return. If you are required to file Form 990 for your own activities, you must file a separate return and may not be included on any group return that you file for your subordinates. The law imposes a penalty of \$10 a day, when a return is filed late, unless there is reasonable cause for the delay. However, the maximum penalty imposed cannot exceed \$5,000 or 5 percent of gross receipts for the year, whichever is less. This penalty may also be charged if a return is not complete, so your subordinates should make sure their returns are complete before filing them. Please advise your subordinates that if they receive a Form 990 package in the mail, they should file the return even if their gross receipts do not exceed the \$25,000 minimum. If not required to file, a subordinate should simply attach the label provided, check the box in the heading to indicate that its annual gross receipts are normally \$25,000 or less, and sign the return. This will allow us to update our records to show that the subordinate is not required to file and to delete that subordinate from the list of organizations that will receive Form 990 packages in future years.

Your subordinates are not required to file Federal income tax

6. APPENDICES
APPENDIX D. IRS EXEMPTION CERTIFICATE continued

Page 2

Sons In Retirement Incorporated

returns unless subject to the tax on unrelated business income under section 511 of the Code. Each organization subject to this tax must file Form 990-T, Exempt Organization Business Income Tax Return. In this letter we are not determining whether any of your subordinates present or proposed activities are unrelated trade or business as defined in section 513 of the Code.

Unless specifically excepted, your subordinates are liable for social security (FICA) taxes for each employee to whom the subordinate paid \$100 or more during a calendar year and unemployment (FUTA) taxes for each employee to whom the subordinate paid \$50 or more in a calendar quarter. FUTA tax is due for each of these employees only if the subordinate paid total wages of \$1,500 or more during any calendar quarter or if the subordinate had any employees in any 20 calendar weeks during the year.

Each year, at least 90 days before the end of your annual accounting period, please send the items listed below to the Internal Revenue Service Center at the address indicated shown below.

1. A statement describing any changes during the year in the purposes, character, or method of operation of your subordinates:
2. A list showing the names addresses (including Postal ZIP codes), actual addresses if different and employer identification numbers of subordinates that since your previous report:
 - a. Changed names or addresses:
 - b. Were deleted from your roster; or
 - c. Were added to your roster.
3. For subordinates to be added attach:
 - a. A statement that the information on which your present group exemption letter is based applies to the new subordinates.
 - b. A statement that each has given you written authorization to add its name to the roster;
 - c. A list of those to which the Service previously issued exemption rulings or determination letters;
 - d. A statement that none of the subordinates are private foundations as defined in section 509(a) of the Code if the group exemption letter covers organizations

6. APPENDICES
APPENDIX D. IRS EXEMPTION CERTIFICATE continued

Page 3

Sons In Retirement Incorporated

described in section 501(c)(3):

- e. The street address of each subordinate whose mailing address is a P.O. Box; and
- f. The information required by Revenue Procedure 75-50, 1975-2 C.B. 587 for each subordinate that is a school claiming exemption under section 501(c)(3). Also include any other information necessary to establish that the school is complying with the requirements of Rev. Rul. 71-447, 1971-2 C.B. 230. This is the same information required by Schedule A, Form 1023, Application for Recognition of Exemption Under Section 501(c)(3) of the Internal Revenue Code.

4. If applicable a statement that your group ruling roster did not change since your previous report.

The above information should be sent "Attention Entity Control Unit," to the following address:

Internal Revenue Service Center
Fresno, CA 93888

The service center that processes your returns will send you a Group Exemption Number. your subordinates are required to include this number on each Form 990, Return of Organization Exempt From Income Tax and Form 990-T, Exempt Organization Business Income Tax Return that they file. Please advise your subordinates of this requirement and provide them with the Group Exemption Number.

If the heading of this letter indicates that an addendum applies, the enclosed addendum is an integral part of this letter.

Because this letter could help resolve any questions about the exempt status and foundation status of your subordinates, you should keep it in your permanent records.

If you have any questions, please contact the person whose name and telephone number are shown in the heading of this letter.

Sincerely yours,



Richard R. Grosco
District Director