



SIR State Board Meeting

November 30, 2023 - 3:00 P.M.

Amended Agenda

Our Focus: Members, Leaders, Volunteers, Fun and Friendship

3:00 pm. Opening and Verification of Quorum – Rich

3:05 pm. President's Announcements – Dale
(5 min)

3:10 pm. Consent Calendar – Rich
(5 min)

1. Approve October Board Minutes: **See, Exhibit A.**

Motion: "It is moved that the Minutes of the October 26, 2023 Board of Directors Meeting are approved."

2. Approve October Financial Statements: **See, Exhibit B.**

Motion: "It is moved that the Financial Statement for October are approved."

3. Approve the opening of a new checking account and money market account with U.S. Bank to maximize interest income from the SIR reserves.

Motion: "It is moved that the SIR State Treasurer, Carl Mason, is authorized to open a checking account with U.S. Bank on behalf of SIR. The signatories on the new checking account will be Carl Mason, Roy Hodgkinson, and Richard Carlston. It is further moved that Carl Mason is authorized to open a money market account with U.S. Bank."

4. Approve Meeting Schedule for 2024. **See, Exhibit C**

Motion: "It is moved that the proposed meeting schedule for 2024 is tentatively approved."

New Business:

- 3:15 pm.** 1. Approve The 2024 Budget - Carl and Dale. **See, Exhibit D.**
(10 min)

Suggested Motion: "It is moved that the 2024 Budget is approved."

- 3:25 pm.** 2. Approve Amendments to Policy and Procedure Manual – Jeff. **See, Exhibit E.**

Suggested Motion: "It is moved that Policies 10,12, 30 and 41 of the Policy and Procedure Manual be amended as shown on Exhibit E. It is further moved that the Policy and Procedure Manual be amended to create the position of Second Vice President and to define the responsibilities of that position."

- 3:30 pm.** 3. Approve Dissolution of Branch 127 – Rich
(5 min)

While it was thought Branch 127 had been dissolved already, it was discovered that it was not.

Suggested Motion: "It is moved that Branch 127 be dissolved."

- 3:35 pm.** 4. Appoint a three-person Board of Directors for each of the
(5 min) inactive branches to be dissolved and authorize them to take such steps as may be necessary to dissolve the designated inactive branches. – Rich **See Exhibit F.**

It is proposed that Rich Carlston, Carl Mason and Roy Hodgkinson be appointed as directors of the following inactive branches:11, 26, 38, 39, 53, 66, 68, 79, 81, 89, 105, 124, 127, 133, 135, 150 and 134. It is further proposed that they be authorized to take such actions as may be necessary to dissolve each of these corporations.

Suggested Motion: "It is moved that Richard Carlston, Carl Mason and Roy Hodgkinson be appointed as directors of inactive branches 11, 26, 38, 39, 53, 66, 68, 79, 81, 89, 105, 124, 127, 133, 135, 150 and 134 and that they be authorized to take such actions as may be necessary to dissolve each of these corporations."

- 3:40 pm.** 5. Report of Area Representative Re-structuring – Lee. **See Exhibit G.**
(10 min)

- 3:50 pm.** 6. Director Reports.
(20 min)

- 4:10 pm.** 7. Report on recent meeting of Big Sirs in Area 13. – Andy.

(10 min)

4:20 pm. 8. Report on how the Help Desk should be communicated to the branches to encourage use. – Andy

(10 min)

4:30 pm. 9. Report on the roll out of Form 20 and Form 22. – Roy

(10 min)

4:40 pm. Executive Session:

(5 min)

4:45 pm. Final Remarks: Dale

(5 min)

4:50 pm. Open Forum: Poll attendees

Adjournment

January Meetings

Executive Committee – 3 pm. Thursday, January 11

Board of Directors – 3 pm. Thursday, January 25

EXHIBIT A



SIR STATE BOARD OF DIRECTORS MEETING

Conducted via Electronic Video Conference (Zoom)
The Meeting Was Recorded
3:00 p.m. Thursday, October 26, 2023

Board Members Present:

X*	President: Dave Gonzales		Area 18 Rep.: Richard Provost
X	Vice President: Dale Decker		Area 19 Rep.: Bruce J. Corwin
X	2 nd Vice President: Lee Lamp		Dir. Of Mktg & Com.: Andy Danver
X	Secretary: Rich Carlston	X	Dir. Of Activities: Mark Stuart
X	Treasurer: Carl Mason	X	Dir. Of Docs.: Jeffery Chin
X	Chief Admin. Off.: Roy Hodgkinson	X**	Dir. Of Br. Sup.: Jim Gragg*

* Present for a portion of the meeting.

** Installed during the meeting.

Others Present:

Derek Southern – Advisor
Jim Gragg – Area 3 – later joined the Board as Director of Branch Support
Alfred Serena – Area 15
Jay Gordon – Area 16
Alan Baker - Webmaster

Our Focus: Members, Leaders, Volunteers, Fun and Friendship

Opening & Verification of Quorum: Quorum confirmed by Rich and meeting called to order.

Acting President's Remarks:

SIR is facing many challenges today. Dale's style may, from time to time, come across as too aggressive. He does not intend to be. Rather, he has a passion for SIR and he makes decisions based on the facts. He always tries to act in the best interest of SIR.

He would like Board Meetings to plan the strategy for SIR. He would like to hear short one- or two-minute reports from the each of the Directors each meeting.

The Board is not a platform for extended debate. The Board should make decisions and move on.

He expects the leaders of the various State Committees to make decisions within the scope of their responsibility. He expects those leaders to report to the Directors, who will then report to the Board.

He anticipates that decisions will be made by the Board based on reports which the Board receives. If the Board rejects a proposal, it will likely be sent back for further study.

Problems involving personnel and activities should be taken to the Executive Committee which will vet and analyze them. Once reviewed by the Executive Committee, they will be placed on the State Board Agenda.

Consent Calendar:

After procedural matters raised by Roy were addressed, the following motion by Rich, and seconded by Lee, was passed unanimously:

Motion: "It is moved that the September Board Minutes and the Sir Bowling 2024 Tournament Schedule is approved."

Financial Report and Draft Budget: See Exhibit A.

Carl briefly discussed the financial reports which project a surplus of approximately \$6,800 at the end of the year. This surplus results primarily from lower insurance premiums and fewer administrative expenses.

With respect to the draft budget for next year, Carl went through its various components by line item. The increased assessment revenue resulting from the new assessment obligations will be approximately \$14,000, with possibly an additional \$2,000 resulting from the now annual nature of the assessments.

Officer expenses are budgeted higher as it is the intention to encourage State Officers to travel to branches.

The draft budget includes a line item for recruiting fees. This is intended to provide each branch with \$100 to be used to purchase recruiting materials from the State.

Dale stated that it is expected that the ARs will use their travel budgets to host luncheon meetings with the Big Sirs within their area and, possibly, adjacent areas. These meetings can include other branch leaders.

Mark expressed concern about the recruiting fee line item. He noted that many of the branches pay for their recruiting supplies. His concern was that under this approach, branches already paying for their supplies would be subsidizing branches that do not. Carl noted that most branches are not using the materials

due to their perceived cost, and this program is intended to encourage them their use them in their marketing efforts. After discussion, it was confirmed that every branch will be able to receive the \$100 credit to offset the purchase of the materials.

Derek, based on his experience, stated that if marketing materials are free, they aren't generally used. If one is charged for them, then they are more likely to be used. Carl and Dale noted that branches must order the supplies. Only after a branch has ordered them can a branch then use the \$100 to offset against their cost. It is hoped this will avoid the concern expressed by Derek.

Lee expressed agreement with Carl's statement that if the branches are required to order their materials, they will be more likely to use them.

Jeff expressed agreement and support for the approach.

During his original comments, Mark also expressed concerns that the budget for travel provided to State Activities was inadequate. The draft budget decreases the budget from last year but the leadership. Mark stated that the leadership within the golf program spend substantial time with meetings and travel (particularly at the beginning of the year). There followed a discussion about this topic, which Dale stated would be taken off-line and the budget adjusted. Following up on a comment from Mark, Rich suggested that the Bowling Committee be contacted to ensure that their budget allocation is appropriate.

New Assessment Notification:

Derek discussed the status of notification through Constant Contact of the new assessments to the branches. The distribution was relatively successful. There were nine bounce backs which are being reviewed to ensure that a good email is used. After a second email, there were still 39 recipients that did not open their notice. Derek can track the people who didn't open their email. A list of those people is available.

Lee noted a name from his branch on the list of people who had not opened the email, who confirmed to Lee that he had received the email. Roy explained that since Constant Contacts is email driven, if a person has more than one email with one of them no longer valid, then his name would be on the list because the email sent to the invalid address was not opened. Derek mentioned that it would be a time-consuming job to manually check if a member has two different emails but it could be done if necessary.

Fred noted a misspelling of an email address.

Help Desk: See, Exhibit B.

Dale has modified the spread sheet for the Help Desk. Comments and suggestions should be sent to him.

Newsletter: See, Exhibit C.

A draft of the State Newsletter was discussed. Carl has agreed to be the Editor of the newsletter, which will be issued periodically.

The draft seeks to provide full disclosure on the reason for the increased assessments. It also includes a brain teaser, with the idea that the first person to provide the correct answer to Carl would receive a monetary prize.

Comments about the draft newsletter included:

- The logo on the newsletter should be an official logo of SIR rather than the draft stylized logo.
- The type should be consistent.
- The newsletter should minimize or eliminate negative statements.
- There is too much ink on the page. There needs to be more white space.
- Pictures should be included for eye appeal.
- Consideration should be given to including humor or a joke.

Several members expressed their approval of the concept that SIR provides services, but the branch provides value.

Form 20 (Branch Personnel):

Roy briefly summarized the status and capabilities of the new on-line Form 20 being finalized. He then turned the time over to Alan Baker, from the Website Committee, to provide a demonstration as to its use.

Alan described the benefit to State and the branches. The on-line form is the latest version of the form. Use of the form gets the information to the correct destination. Use of the form automatically places the information in a data base for easy retrieval. The Form 20 can be accessed easily via a computer, a tablet, or a smart phone.

Alan then demonstrated how the form is simple, easily completed and submitted. Once submitted, the person filling out the form receives an email confirming the change, which should be reviewed for accuracy.

Mark inquired about whether there is any automatic cross-checking of the information being submitted. Currently, there is no automatic cross-checking. The person submitting the form should ensure accuracy both at the time of the input and on receipt of the confirming email. If an error was made, that person should correct it with another submission.

Mark also asked if the data, once submitted will automatically update the data base used by Constant Contact. Presently it does not but the hope is that it will in the future.

Alan also briefly discussed Form 22, which is the form used to update branch information. Once again, the process is straight forward and simple.

Carl asked if a branch could still send the information manually, without use of the new form. He noted that some members are not particularly computer literate. Alan responded that the goal is to use only the electronic version.

Derek mentioned that he has been asked to draft instructions for the use of the on-line form. These will be forthcoming shortly.

Lee raised the issue of getting the accurate information onto the Constant Contact data base. Roy mentioned that when MemBee can feed directly into Constant Contact, it will replace any old data with the new data. He stressed that it is the responsibility of the branch secretary to ensure that the branch roster is updated. It will be important to educate the branch secretaries.

Formalizing the Position of Second Vice-President: See, Exhibit D.

Jeff previously distributed his draft of the duties and responsibilities of the Second Vice-President (Exhibit D). These were discussed and a couple of modifications were suggested. He will finalize the material.

Derek asked what the Second Vice-President is supposed to produce. Dale noted that the evolution of the position is not that far along but is being worked on.

Area Representative Matters: See, Exhibit E.

Lee has been considering the appropriate number of ARs on the Board. Currently, there are two with one vacancy. He suggests that the third remain vacant for the time being. He believes that there should be a realignment of the two ARs to get the information out to the Branches. Unrepresented branches should go to the Vice-President or Second Vice President for updates.

With respect to AR visits to the branches, Lee suggests that ARs be required to have a meeting with the Big Sirs within their Area twice annually. Adjacent areas can combine for these meetings if desired. Dale indicated that we should go ahead and do this.

Lee also suggested that the DSA should be awarded at the branch level.

With respect to the semi-annual meetings, Jim suggested that the Big Sir be encouraged to invite the Little Sir. Mark confirmed that he did exactly that when he was an Area Governor, but he also encouraged the Big Sir to bring other key leadership. This approach was received favorably.

Carl raised the question of who would pay the costs of the lunches for the meetings. He suggested that each attendee pay for his own lunch. Jim suggested that the way the expense should be handled is that the Big Sir etc.

should pay their own costs for travel and the meal and then seek reimbursement from their branch.

Installation of Director of Branch Support:

Jim Gragg has agreed to be the Director of Branch Support. Dale presented the oath of office and installed him in that capacity. Jim continued in the meeting as a member of the Board.

Merger of Branch 76 into Branch 17:

Dale noted that Branch 76 will continue to operate until the end of the year, with the merger taking place in January 2024.

Roy suggested that it might simplify tax filings if the merger took place before the end of the year. Carl stated that the tax filing wouldn't take too much time.

Executive Session:

Dave joined the meeting and the members of the Board of Directors adjourned into Executive Session.

There were no reportable items from the Executive Session.

Adjournment:

After the Executive Session, the Board reconvened and was adjourned.

November Meetings:

Executive Committee – 3 pm., Thursday, November 9, 2023

Board of Directors – 3 pm, Thursday, November 30, 2023

September 2023 Financial Report



- 10/26/23
- SIRinc.org for member info
- WeAreSir.com for the public



Income

Assessment

Branch closing

Other Income

Total Revenue

Expense

Administration

Taxes and Fees

Insurance

State Committees

State Meetings

Area RepExpense

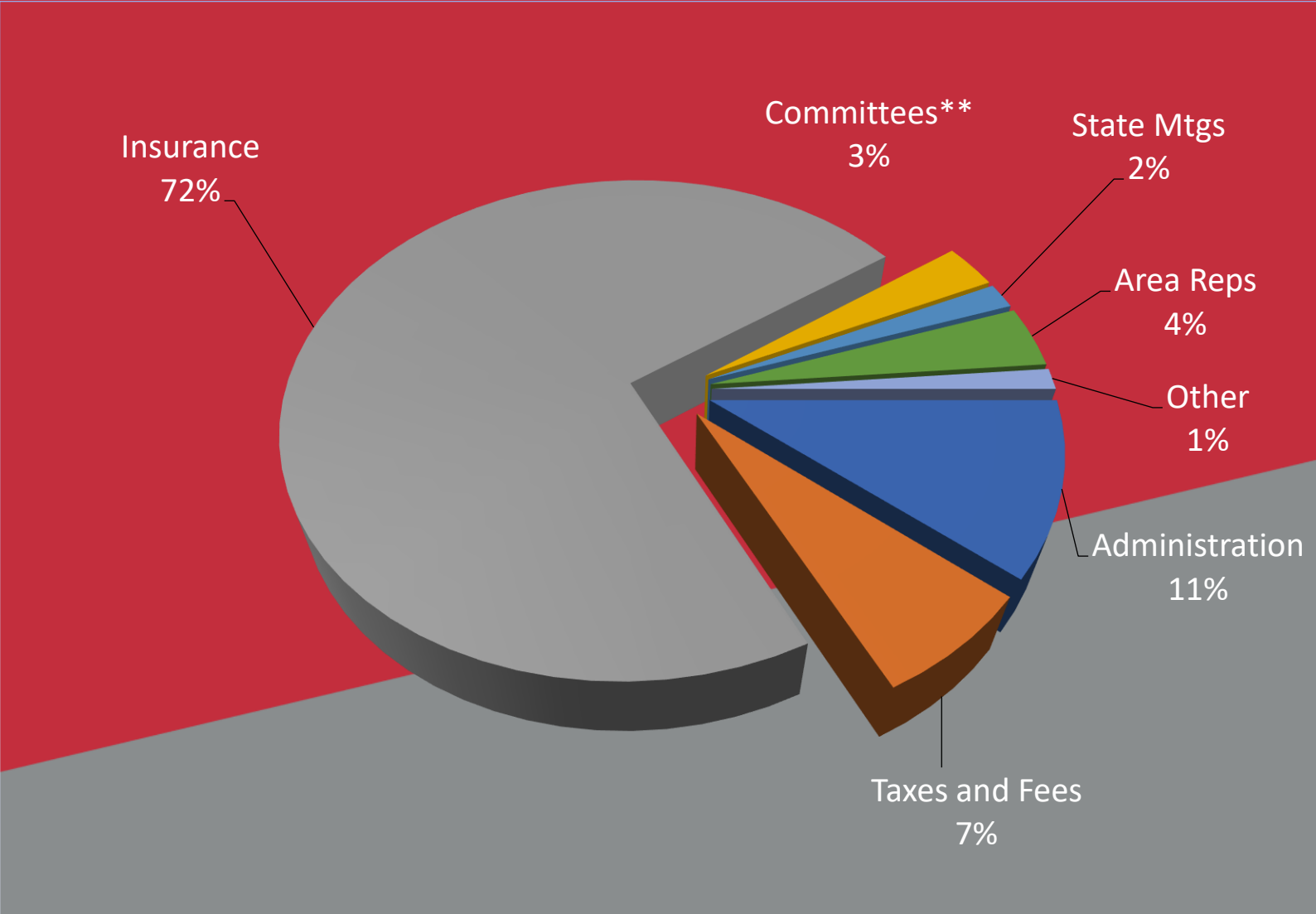
Miscellaneous

Total Expense

Net Income

	Actual	Projected		Original	Projected
	Jan to Sept	Sept- Dec	End of Yr	Budget	Variance
Assessment	\$ 59,596	\$ 12,439	\$ 72,035	\$ 74,868	\$ (2,833)
Branch closing	1,540	1,003	2,543	4,000	(1,457)
Other Income	1,922	1,011	2,933	330	2,603
Total Revenue	\$ 63,058	\$ 14,453	\$ 77,511	\$ 79,198	\$ (1,687)
Administration	\$ 4,192	\$ 3,539	\$ 7,731	\$ 12,684	\$ (4,953)
Taxes and Fees	4,294	400	4,694	4,694	0
Insurance	39,551	11,706	51,256	57,000	(5,744)
State Committees	422	1,660	2,082	3,800	(1,718)
State Meetings	1,175	0	1,175	1,000	175
Area RepExpense	1,179	1,592	2,771	4,000	(1,229)
Miscellaneous	941	-	941		941
Total Expense	51,753	18,896	70,649	83,177	(12,528)
Net Income	11,305	(4,443)	6,862 #	(522)	7,384

SIR State Expense at Sept 30, 2023



Proposed 2024 Budget



- 10/26/23
- SIRinc.org for member info
- WeAreSir.com for the public



Source of SIR State Revenue 2024

Total Revenue	\$78,249	\$ 92,648	\$15,001
Total Expenses	\$75,161	\$ 92,648	\$15,001



Source of SIR State Revenue 2024

• Assessments	\$71,912	\$ 85,300	\$ 15,001
• Hardware Sales	759		(759)
• Foreign Travel	1,670	1,700	30
• Interest	1,123	2,500	1,378
• Other	100	148	48
• Branch Closings	<u>2,876</u>	<u>3,000</u>	<u>124</u>
• Total Revenue	\$78,440	\$ 92,648	\$ 14,208



Source of SIR State Admin Expenses 2024

• Officer's Expense	\$ 1,261	\$ 2,082	\$ 821
• Office Expense	1,636	4,600	2,964
• Taxes and Fees	4,774	3,900	(874)
• Software	<u>3,522</u>	<u>3,790</u>	<u>268</u>
Total Admin Costs	\$11,193	\$ 12,372	\$ 3,179



Source of SIR State Expenses 2024

	<u>2023 Actual</u>	<u>2024 Budget</u>	<u>Variance</u>
• Admin Expense	\$ 11,193	\$ 14,373	\$ 3,179
• Insurance	51,268	55,260	3,992
• Dir of Branch Support	-	5,000	5,000
• State Committiees	2,602	800	(1,802)
• State Meetings	6,175	8,000	1,825
• Area Reps	3,003	6,000	2,997
• Reserve		3,000	3000
• Misc.	<u>941</u>	<u>215</u>	<u>(726)</u>
• Total Expense	\$ 75,181	\$ 92,648	\$ 17,466

Major Changes in 2024 Budget

- Revenue Rate Increase to \$2.50 per Qtr.
- Creation of Director of Branch Support
- Drop the Membership and Growth Committee
- Increase in In-Person Meeting
- Increase in Area Reps Travel Budget
- Allow Branches Free Recruiting Materials



CATEGORY EXPERT CONTACTS			
CATEGORY	CONTACT	PHONE	eMAIL ADDRESS
MARKETING & COMMUNICATIONS	Andy Danver	(850) 906-3747	Adanver@ix.Netcom.Com
SIR Branded Marketing Material			
State Board Newsletter - Periodical			
Branch Publicity Programs			
AWARDS	Derek Southern	(925) 253-1646	derek.southern@gmail.com
State HLM Award Program			
Branch HLM Award Program			
Branch DSA Award Program	Dale Decker	(209) 573-0833	daledftg@gmail.com
BRANCH MERGERS			
Branch Mergers - Financials	Carl Mason	(707) 746-1347	MasonGuy@AOL.Com
Branch Mergers - Process	Jay Gordon	(636) 328-7575	Jay_Gordon@ATT.Net
ACTIVITIES	Mark Stuart	916-218-2287	MSS95678@Hotmail.com
State			
Golf Tournaments			
Bowling Tournaments			
Bocce Tournaments			
Sporting Events			
Branch	Bob Lucido	(925) 899-0974	bobwendy3@comcast.net
DOCUMENTS	Jeff Chin	(209) 602-3912	JefferyGaryC@MSN.Com
Branch to State Reports			
Schedule of Branch Operations			
Schedule of State Operation Documents			
Branch Job Descriptions			
SIR Manual Policies and Procedures/Bylaws			
SIR Leaders Guide			
STATE SECRETARY	Rich Carlston	(925) 324-0838	RichCarlston@Comcast.Net
Schedule & Document SIR State Meetings			
Define State Forms			
Assess & Document Branch Status			

TRAINING	John Kent	(614) 216-4998	johnkent818@gmail.com
BEC Training			
Develop & Implement Recruiting Programs (Growth)			
RAMP Toolkit			
Establish Member Satisfaction Measurement System			
BRANCH INFORMATION	Derek Southern	(925) 253-1646	derek.southern@gmail.com
Branch Locations			
Branch Statistics			
INSURANCE	Craig Hoffhines	(916) 624-0113	cfines@att.net
Insurance Policy and Programs			
STATE RV			
State RV Programs	Bobbie Hairston	(707) 252-0252	forebjeepers@yahoo.com
INFO SYSTEMS	Roy Hodgkinson	(925) 408-2210	a_r_hodgkinson@msn.com
Branch Rosters			
State Rosters			
State Website			
Branch Web Masters			
Luncheon Speaker Exchange Program	Kevin King	(916) 337-9811	kmking00@gmail.com
BRANCH SUPPORT	Jim Walton	(209) 795-8144	jwalton2176@comcast.net
Help Branches Set Yearly Expectations			
Help Branches Set Achievable Annual Goals			
Help Branches Develop Succession Plans			
STATE DATABASE	Rick Sale	(916) 792-3313	sirstateemail@gmail.com
Access / Membee			
Constant Contact			
SIR APPAREL (Pro Shop)	Tony de Losada	(510) 566-2661	tonydelosada@gmail.com
SIR HAPPENINGS	Jerry Sabo	(510) 790-3135	JLSABO3@comcast.net
TRAVEL	Milt Smit	925-285-2897	MILTSMITH549@GMAIL.COM



The State Gazette

Edition 1 - Volume 1 November 1, 2023

A Periodical Publication

STATE WANTS EVEN MORE MONEY!

Starting January 1, 2024, per-capita dues for the Branches will be raised \$0.50 per quarter from \$2 per member to \$2.50 based on branch membership as of September 30, 2023. This membership level will be used each quarter throughout 2024 so a Branches assessment amount will be the same each quarter. Please plan accordingly.

Why the increase & fixed assessment amount each quarter?

With the continuing decline in overall membership State has reached a point where it can barely afford the insurance, Branch licensing fees, software subscription costs and still be able to provide support to the Branches. And yes, some Branches say they don't need any support from State but we are a family and when the time comes State will do need what it needs to do for all.

As our president elect said in his Annual Meeting 2024 Vision presentation only an overall increase in our membership can prevent an increase in assessments. Guys! The writing is on the wall. Although some Branches are stepping forward to this challenge others are not. We must put more focus on increasing membership if we are to survive and grow or we can expect another increase in the future.

Why the change to a fixed Branch assessment instead of adjusting the amount based on the Branches membership each quarter?

Previously the assessment amount was calculated on the Branches membership level at each quarter and dropped as the membership declined and therefore State received less funds.

This reduction in State funds impacted its allocated budget items and plans.

In other words, State was absorbing the loss in funds because the membership of most Branches was declining and the responsibility to address this problem was the Branches and not State.

This error in calculating the assessment has been corrected and now the Branches are responsible for their own monetary losses. To reiterate this: the amount of the branch assessment is established by the Branch membership on September 30, 2023 and will remain in effect for each quarter throughout the next year. As a Branch's membership drops they will have to use more of their Branch funds to pay their assessment.

Unfair you say?

The funds held by the Branches at the end of 2022 amounted to over \$500,000. The majority of the Branches spent little to none on local advertising in their communities and yet this is where our active seniors live. The community needs to know that there is an organization

available for their active seniors that provides social interaction with others. Many activities and events for both them and their significant others that can add purpose and longevity to their life and life to their days.

What should Branches Do?

It is the autonomous status of the Branches that brings with it the responsibility for their own success.

It is the action or the inaction of a Branch's BEC more than its members that determines the future of their Branch. As leaders of their Branch it is their responsibility to ensure a growing environment for their members so that they can truly enjoy their senior years.

State has a multitude of recruiting tools and best practices ideas, invitation and recipe cards, brochures and signs to attract potential members. Some of our more successful Branches have developed their own. It's time for Branches to focus more on actions to preserve their future for the betterment of their community. After all, State provides the services – Branches provide the value.

STATE DOESN'T ADD ANY VALUE?

Surprise, surprise, but correct! SIR, Inc. provides services to the branches for a fee. Liability insurance, software use fees, tax filing and California Branch licensing are the main services. By providing these services to Branches State enables them to exist in their communities. It is by their existence that Branches provide value to their Community in offering memberships in SIR and social activities to enrich the lives of its members through fun activities, luncheons and events while making friends for life.

WHAT HAPPENED TO THE DOLLAR?

Three businessmen check into a hotel and the desk clerk charges them \$10 each for a room. Later that day the manager stops by, checks the books, and tells the clerk he overcharged for the rooms. They are only \$9 a night and gives the clerk a \$5 bill and sends him to give the guys a refund. On the way to do this the clerk can't figure out how to divide the \$5 bill. So he decides to pocket it and gives each businessman \$1 from his wallet.

So when you think about it, each businessman paid \$9 and 3 times 9 equals 27 and the clerk had \$2 left over from the \$5. Well, \$27 plus \$2 equals \$29, what happened to the other dollar?

Be the first to send the correct answer to Carl our State Treasurer: masonguy@aol.com [I think he keeps his money in a mason jar?] and win a prize!

WHAT WOULD YOU LIKE TO KNOW?

Drop us a line at _____ and give us a shot! We're here to give you the view from the inside and we don't pull punches.

State 2nd Vice President Position Description

Position Purpose:

The 2nd Vice President is a key member of the leadership team, responsible for assisting the Vice President and other officers in their duties as directed. This role involves helping to oversee and manage various aspects of the Board of Directors. In the President's and Vice President's absence or their inability to serve, the 2nd Vice President shall assume and perform those duties. When so acting, he shall have all the powers of, and be subject to, all the restrictions placed upon the President.

Primary Responsibilities:

- Report to the Vice State President.
- Is a member of the Board of Directors (State Board).
- Is an ex-officio member of all the Standing Committees, without the right to vote.
- Assumes and performs the Vice President's duties in his absence or his inability to serve.
- Assists the Vice President in preparing the State budget for the upcoming year.
- Has such other powers and perform such other duties as may have delegated him from time to time by the President or Vice President.

SIR Leader Expectations, Skills and Knowledge Required:

- Is, as a candidate, a past or present State Board Member.
- Understand the Bylaws, Policies, Procedures, and SIR Leaders Guide applicable to State and Branch operations.
- Utilize goal setting, action planning and follow-up principles effectively.
- Build close relationships with key leaders and volunteers.
- Ability to review State financials to assess how the State is performing.

2nd VP Report

Area Rep Position Proposals/Award Update



Area Rep - State Positions



- Vacancy exists with my upward move.
- Request made to current and incoming AR's to move into voting positions.
 - No candidates at this time
 - Recommend we leave this vacant and realign reporting for remaining State AR's to share information to other areas.

Area Rep - Visits



- AR's will be tasked with face to face meeting with the Big Sir's of their respective area branches
 - Twice annually over lunch at a location central to all the parties.
 - Eliminate the need for the AR to visit each branch individually.
 - Adjacent Areas can combine meetings if desired.
 - AR's work with unrepresented area Big Sirs to join meetings based on proximity of the scheduled meeting.
- Scope of meetings determined by individual AR based on needs of his area branches.

DSA

This award shall be updated to reflect approval authority at the branch level.



EXHIBIT B



Financial Report

November 2023
SIR Board Meeting

November 9, 2023

SIRinc.org for member info
WeAreSir.com for the public

SIR Financial: Projected End of Year Balances

Account	Actual Jan to Oct	Projected Nov to Dec	Projected End of Year
REVENUE			
Assessments	\$69,692	\$2,336	\$72,028
Branch Closing	\$1,540	\$1,003	\$2,543
Other	\$1,402	\$1,176	\$2,578
Total Revenue	\$72,633	\$4,515	\$77,148
EXPENSE			
Administration	\$4,192	\$3,221	\$7,413
Taxes and Fees	\$4,244	\$400	\$4,644
Insurance	\$43,547	\$7,781	\$51,329
Committees**	\$877	\$1,660	\$2,536
State Mtgs	\$1,175	\$0	\$1,175
Area Representatives	\$2,022	\$1,068	\$3,090
Other	\$941	\$0	\$941
Total Expense	\$56,997	\$14,129	\$71,127
2023 Surplus YTD	\$15,636	(\$9,614)	\$6,022

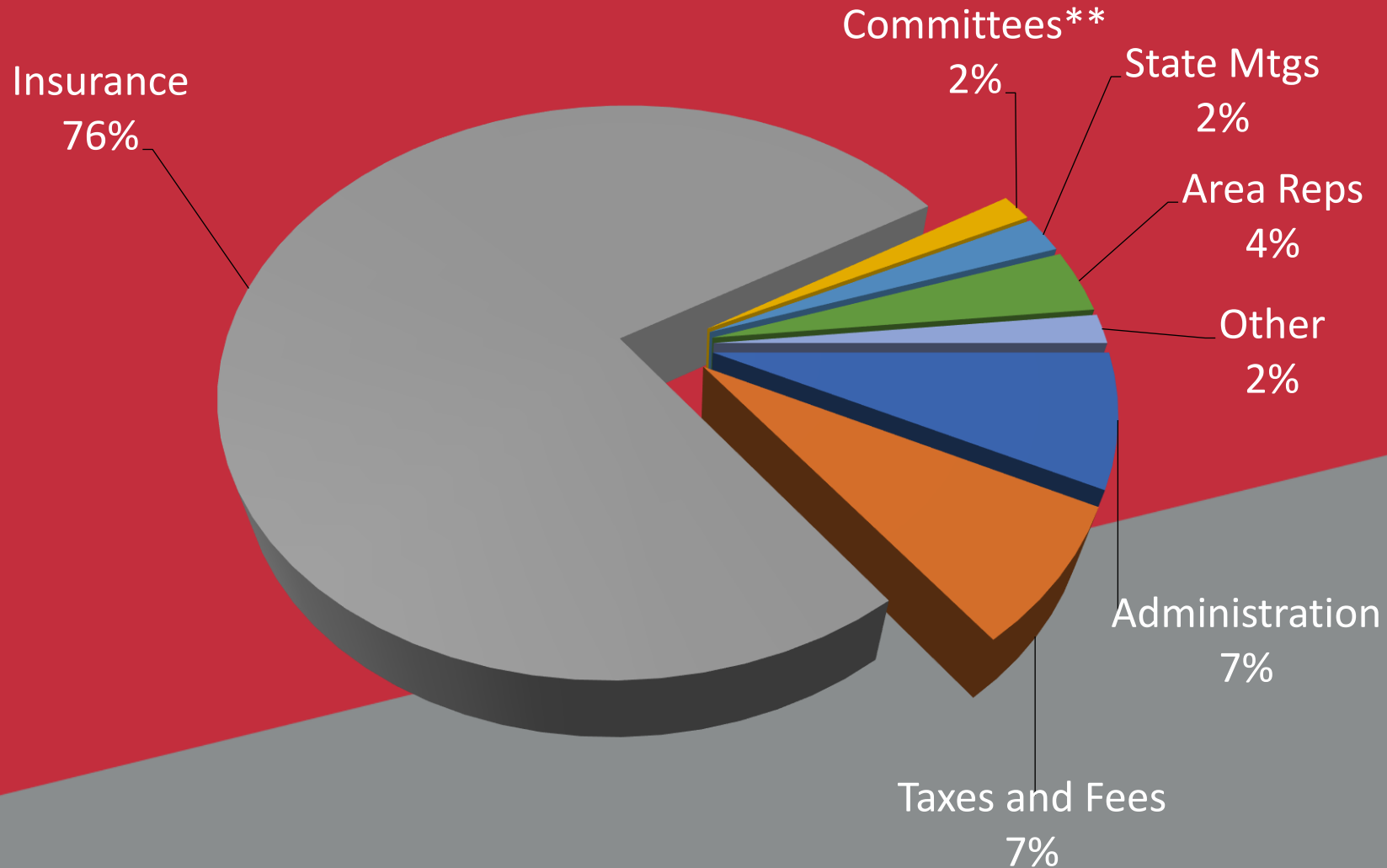


2023 Income Through Oct 2023

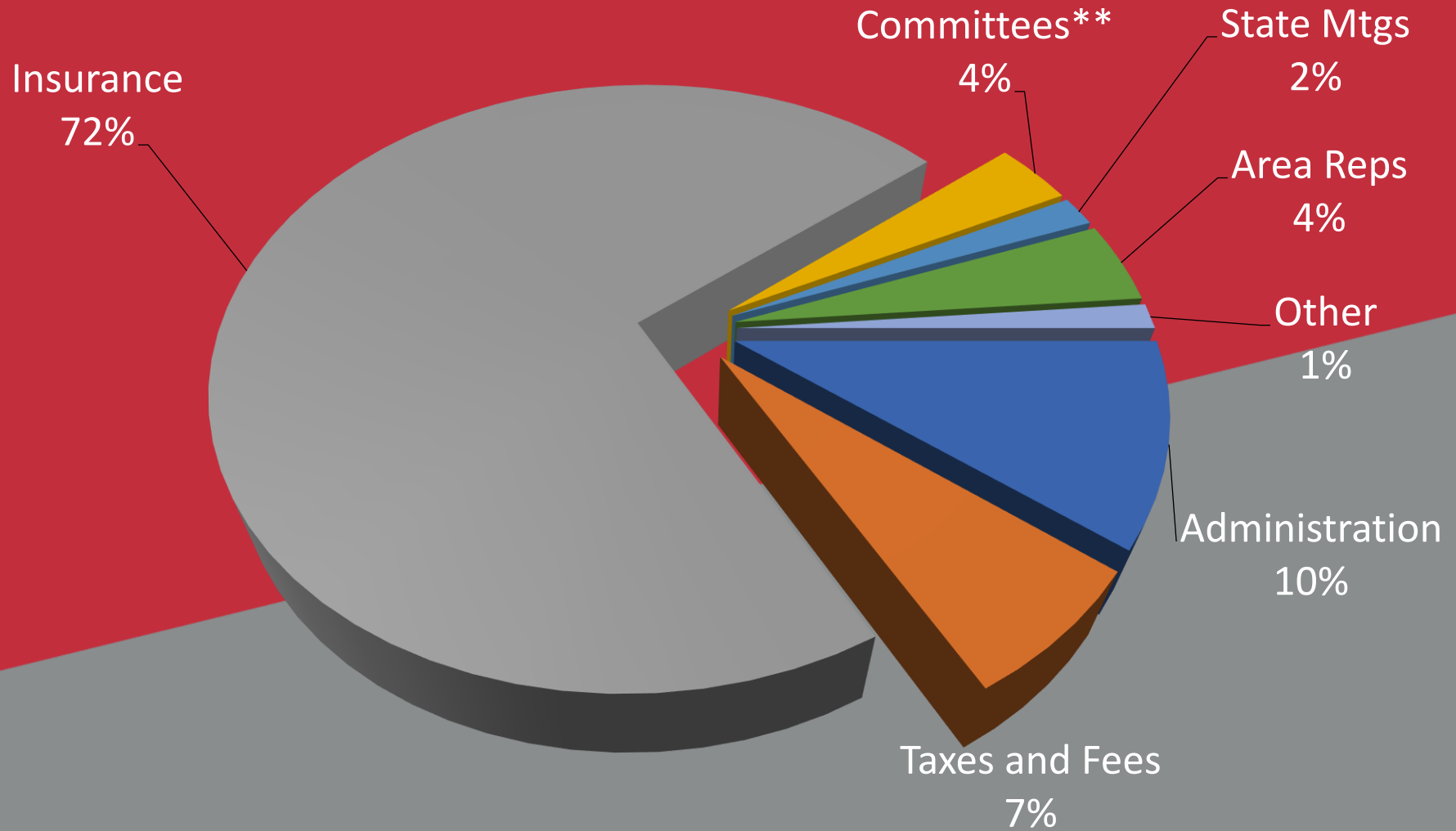
Sources of Revenue



2023 Expenses Through Oct 2023



2023 Projected End of Year Results



2023 Revenue Actual vs. Budget As of August 2023

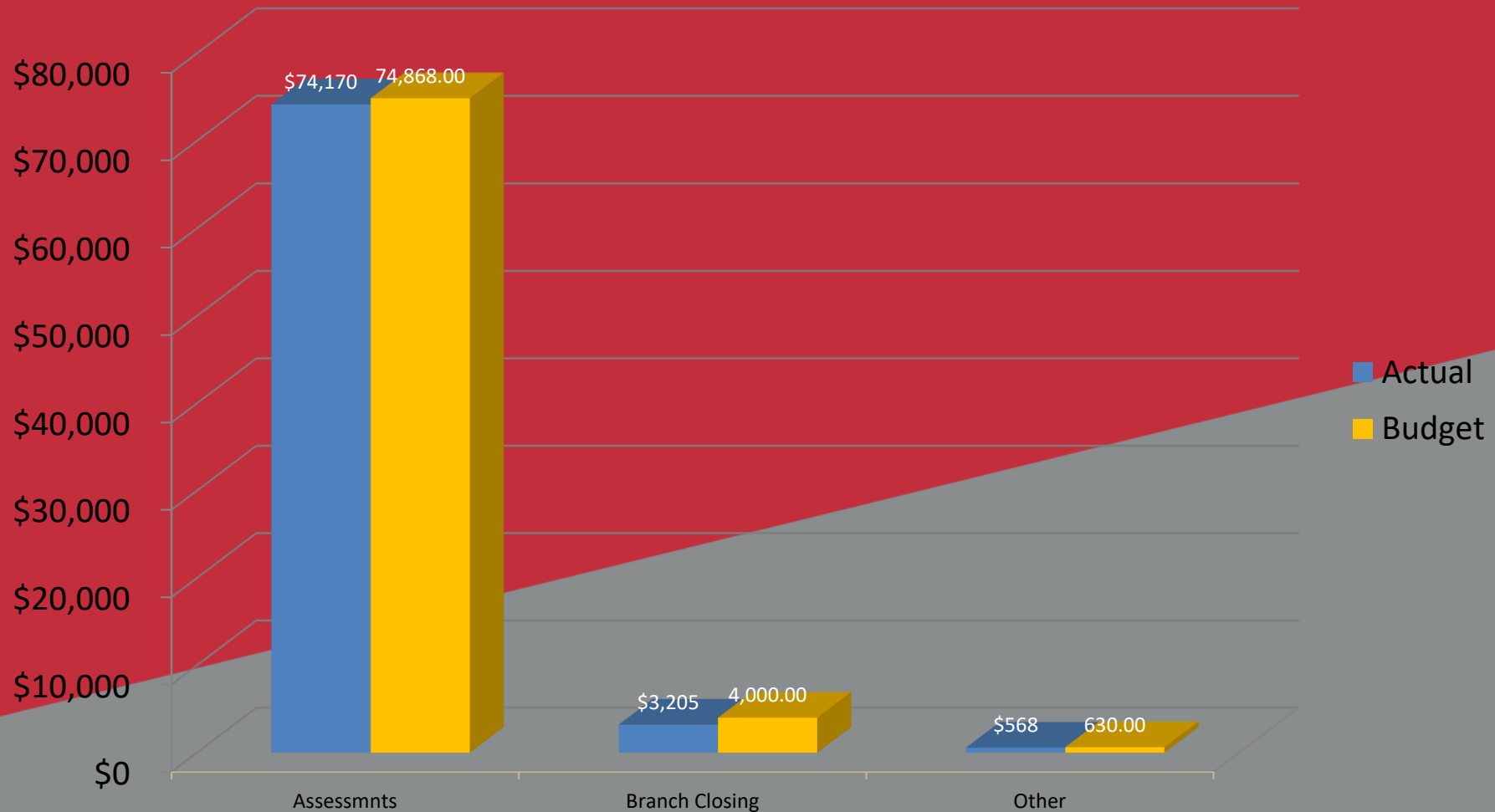


EXHIBIT C

2024 SCHEDULE OF MEETINGS

January	11	Executive Committee Meeting commencing at 3 p.m.
	25	Board of Directors Meeting commencing at 3 p.m.
February	8	Executive Committee Meeting commencing at 3 p.m.
	22	Board of Directors Meeting commencing at 3 p.m.
March	14	Executive Committee Meeting commencing at 3 p.m.
	28	Board of Directors Meeting commencing at 3 p.m.
April	11	Executive Committee Meeting commencing at 3 p.m.
	25	Board of Directors Meeting commencing at 3 p.m.
May	9	Executive Committee Meeting commencing at 3 p.m.
	23	Board of Directors Meeting commencing at 3 p.m.
June	13	Executive Committee Meeting commencing at 3 p.m.
	27	Board of Directors Meeting commencing at 3 p.m.
July	11	Executive Committee Meeting commencing at 3 p.m.
	25	Board of Directors Meeting commencing at 3 p.m.
August	8	Executive Committee Meeting commencing at 3 p.m.
	22	Board of Directors Meeting commencing at 3 p.m.
	—	Annual Meeting
September	12	Executive Committee Meeting commencing at 3 p.m.
	26	Board of Directors Meeting commencing at 3 p.m.
October	10	Executive Committee Meeting commencing at 3 p.m.
	24	Board of Directors Meeting commencing at 3 p.m.
November*	7	Executive Committee Meeting commencing at 3 p.m.
	21	Board of Directors Meeting commencing at 3 p.m.

* These meetings have been moved up a week due to Thanksgiving.

December

No meetings.

Note: Meetings are subject to change.

EXHIBIT D



2024 Budget Report

November 2023
SIR Board Meeting

November 9, 2023

SIRinc.org for member info
WeAreSir.com for the public

Budgeted Revenue and Expense 2024

Total Revenue	\$ 77,148	\$ 92,648	\$15,001
Total Expense	<u>\$ 71,127</u>	<u>92,648</u>	<u>17,466</u>
Net Income	<u>\$ 6,022</u>	<u>0</u>	<u>\$ (6,022)</u>

Budgeted Revenue Expense 2024

Income

Assessment

Branch closing

Other Income

Total Revenue

	Revenue 2023	Budgeted for 2024	Variance from 2023
Assessment	\$ 71,912	\$ 85,300	\$ 13,388
Branch closing	2,876	\$ 1,700	\$ (1,176)
Other Income	3,461	\$ 5,648	\$ 2,187
Total Revenue	\$ 77,647	\$ 92,648	\$ 15,001

Budgeted Admin Expense 2024

<u>Expense</u>	Actual 2023	Budgeted 2024	Variance
Officer's Expense	\$ 795	\$ 2,030	\$ 69
Office Expense	2,278	4,038	2,402
Taxes and Fees	4,644	4,000	(774)
Software	3,544	5,500	1,978
Adminatraive Expense	\$ 11,261	\$ 15,568	\$ 4,307

Budgeted Non-Admin Expense 2024

	Actual 2023	Budgeted 2024	Difference
Insurance	\$ 51,268	\$ 55,260	\$ 3,992
Marketing Committee		5,000	5,000
State Committees	2,602	3,220	618
State Meetings	6,175	6,100	(75)
Area Representative Expense	3,003	6,500	3,497
Miscellaneous	941	1,000	59

Committee Expense Budget

6210 Audit	-	100	100
6280 Bocce	-	-	-
6270 Bowling	-	-	-
6300 G&M (Disbanded in 2024)	1,000	-	(1,000)
6260 Golf	2,000	1,000	(1,000)
6303 Mktg Collateral	500		(500)
6370 Mktg & Communication		5,000	5,000
6370 - Director Branch Support		1,800	1,800
6309 Insurance	100	-	(100)
6220 InfoSys	100	120	20



EXHIBIT E

Addendum A. Proposed Policy & Procedure and Bylaw Changes *Comments in Italics* *New Wording in Red*

November 30, 2023

Proposal 1: *Revise Policy 10 - SIR Awards/Certificates to make the Branch Distinguished Service Award (DSA) a Branch award that does not require approval from the Area Representative (AR) or the Vice President (VP).*

Reference: *Current policy was to have the Area Representative approve DSA applications (Form 45B) and present the award during a Branch visit.*

For those areas that did not have an AR (Areas 2 & 8) Branches were instructed to send the application to the VP for approval after which the VP would send them the DSA pin.

Background: *There are two Distinguished Service Awards, a State DSA award and a Branch DSA award. This revision would allow the Branch to select their recipients without approval from the AR or VP. The State procedure remains unchanged..*

Revised Policy 10 – Distinguished Service Award (DSA) Section only:



The Distinguished Service Award Silver Lapel Pin

2. Distinguished Service Award (DSA) This “Silver Lapel Pin” award is the 2nd highest award in SIR, to recognize exceptional/extraordinary service at the Branch and/or State levels. This award is to provide a level of recognition for their members that have not earned that which an HLM award requires but have been highly contributing to the success of the Branch and have:

- been a member for a period of 3 years or more.
- clearly earned it through exceptional and extraordinary service.
- steps forward whenever the need arises.
- would be recognized by his peers to have earned it

The DSA is not to be treated lightly or awarded merely based on good fellowship.

A DSA shall remain a member of his Branch until death, transfer, resignation, or permanent relocation, but shall not be subject to attendance requirements.

A DSA shall be permitted to transfer from one Branch to another. The transferring DSA shall no longer be counted by either Branch in determining the number of DSAs authorized.

A DSA award is authorized for a past HLM recipient when justified by exceptional contributions made after the HLM award. Additionally, the recipient of a DSA award does not preclude the member from earning an HLM.

A DSA award may be recommended for Branch-related or separately for State-related contributions / service and once earned is carried forward as a one- award into new SIR positions.

Branch Allowed Exception: A new Big Sir shall be awarded the Branch DSA lapel pin at the completion of his term or 12 months, whichever comes first. In the case of a previous Big Sir in a second or greater term, regardless of the previous period he served in, shall receive the DSA award immediately.

Note: All 2021 and 2022 Big Sirs should be presented with a DSA Lapel Pin for their Service in those years since the State Mounted Certificates of Appreciation were discontinued.

Note: All DSAs awarded to Big Sirs **and Area Representative** shall not count against the number of Branch HLMs allowed.

a. State DSA Award- This “DSA Silver Lapel Pin” award is initiated with a State DSA Application Form 45A by a member of the State Board, an Area Representative, or a State Committee Chairman; reviewed by the State Honorees Committee and recommended to the State Board. Approval by the State Board requires a 2/3rds vote of the State Board members. See Policy 10’s Procedure for details.

b. Branch DSA Award- This “DSA Silver Lapel Pin” award is initiated with a Branch DSA Application Form 45B by **any** member or the Branch Awards committee, **and** approved by **a two thirds vote of the Branch BEC. Branches do not require any other level of approval.**

c. DSA Emeritus- In situations where the BEC has determined that the DSA recipient can no longer attend or participate in branch functions, the BEC Shall, by two-thirds affirmative vote, that the DSA be assigned Emeritus status in the Branch's DSA membership records.

A DSA Emeritus shall not count against the number of Branch DSAs allowed. However, his status shall be part of that Branch’s DSA membership records.

d. Senior DSA Award - When a Branch DSA has been a DSA for 5 years, he shall automatically be elevated to Senior DSA in the Branch records and his DSA shall not count against the number of Branch DSAs allowed.

Procedure for State DSA Awards

State DSA Procedure

Approval Process - A DSA shall be awarded to each Area Representative, State Secretary, State Treasurer, Chief Information Officer, and Committee Chairman by the SIR President or his designated representative for their continuing leadership and contributions to SIR at the State level.

The DSAs awarded are to recognize the significant and continuing leadership contributions the members in these positions carry forward each day. Annual Certificates of Appreciation for these and other related positions have been discontinued.

There is no limit to the number of DSAs that can be awarded at the State Level

The DSA award for all others at the State level may be initiated, with a State DSA Application Form 45A noting the specific contributions relative to the requirements stated in Policy 10, by a member of the State Board, an Area Representative, or a committee Chairman, reviewed by the State Honorees Committee and recommended to the State Board. Approval requires a 2/3rds vote of the State Board members.

Note: The specific contributions relative to the requirements are very important as it provides the presenting officer a clear summary of the nominee’s contributions that will be used in the presentation of the award.

The facts related in the application should only concern the SIR State achievements. Non-SIR activities and achievements are immaterial and will not be considered in determining the worthiness of an application.

Procedure for Branch DSA Awards

Branch DSA Procedure

Approval Process - A Branch DSA award is initiated by **any** member of the Branch, Branch Honorees Committee or a current HLM member as appropriate using Form 45B and presented to the Branch BEC for review noting the specific requirements stated in Policy 10. If approved by the BEC with a 2/3rds vote the nomination is confirmed.

Note that approval shall not result in the number of Branch DSA’s awarded in a Branch greater than that shown in the DSA Award Availability by Branch Size table.

Branch Membership	# of DSAs Allowed
0-49	2
50-74	4
75-99	6
100-124	8
125-149	10
150-174	12
175-199	14
200-224	16
225-249	18
250-274	20
275-299	22
300-324	24
325+	26

Branch Allowed Exception: A new Big Sir shall be awarded the Branch DSA lapel pin at the completion of his term or 12 months, whichever comes first. In the case of a previous Big Sir in a second or greater term, regardless of the previous time period he served in, shall receive the DSA award immediately.

The Branch Big Sir is authorized to present the DSA during a branch luncheon or preferably a Branch Special Event. Note: there is a special certificate on the sirinc.org website in the forms section for local printing/framing if desired.

DSA award lapel pins may be ordered by Branches using Form 21.

P&P Recommendation: The Policy and Procedures Chairman recommends that the revision to Policy 10 – Distinguished Service Award (DSA) be approved.

Addendum A.
Proposed Policy & Procedure
Changes
Comments in Italics
New Wording in Red

Proposal 2: *Revise Policy 12 – Managing Funds – Branch and State*

Reference: *The success or failure of a volunteer organization is dependent upon its leadership. Finding members who are willing to serve as Branch Officers is difficult. This revision to Policy 12 allows the BEC to provide compensation to the Big Sir, other Branch officers and activity chairmen and is intended to act as an incentive to serve.*

Background:

Revised Policy 12:

Policy 12. MANAGING FUNDS – BRANCH and STATE

No member of the Corporation (SIR, Inc) or any Branch shall be given nor receive any compensation for performing the member's assigned duties from the funds of the Corporation or Branch. **However, At the discretion of a Branch BEC, the Big Sir, other Branch officers and Activity Chairmen of a Branch may receive compensation, not to exceed \$599 in value over a calendar year, in the form of a free Branch membership and/or a free Branch lunch monthly while in office for their service. This compensation is necessary, proper, and extremely limited (typical dues average \$25/year and luncheon costs average \$26/month across the Branches) and is intended as an incentive to such members to serve the Branch. Compensation for Branch special events is excluded and not permissible.**

Note: The IRS requires that the value of compensation provided to any member totaling \$600 or more per year must be reported to the member on IRS Form 1099 and included in the member's State and Federal tax return. To avoid this burden and to avoid any fines for noncompliance with this requirement, the BEC is advised to keep the value of individual annual compensation under \$600.

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 Representatives, State Chairman, etc. **are reimbursable. Claims for these expenses shall be submitted using Form 15 and shall be filed for reimbursement within 30 days of incurring the expense. Expenses incurred toward the end of the year-end closing of State financial records shall be submitted and by December 15, if possible, to support yearend financial reporting.**

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 luncheons, dinners or picnics, shall not be intended to be profit-making. However, raffles or silent auctions conducted in accordance with Policy 30 (Fund Raising, Dues, Raffles and Contributions) may be held. In addition, the Branch BEC may allow members to place classified ads in the Branch Bulletin or Newsletter in accordance with the requirements of Policy 30

The President **or his delegated representative** shall review and approve all State expenses,

No SIR member shall approve his own expenses.

A Branch Officer or member may be reimbursed for expenditures incurred if approved by the Big Sir or any member of the BEC delegated this authority to.

See Procedure 12- How to Manage Funds in State Committees and Branches prescribes standard financial and banking procedures including reimbursement 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 receiving and disbursing funds for their activities include:

- a. A Committee Treasurer shall be appointed by the Committee Chairman
- b. The Committee Treasurer or his designated representative shall receive and disburse funds.
- c. The establishment of bank accounts for State Committees shall receive prior approval from the State Treasurer. (Rev 4/14/22) (Rev 7/20/22)
- 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. No member shall use his personal bank account to collect and disburse funds for State or State Committee expenses.
- g. 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.
- h. 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.
- i. Branch Committee members will send their approved expense vouchers to the Branch Treasurer as applicable for payment by the approving authority.

State Committee members will send their expense vouchers to their Chairmen for approval who will then send them to the Vice President who forwards them to the State Treasurer for payment

PROCEDURE FOR PROCESSING STATE EXPENSES

Note: State related expenses incurred by Area Representatives, State Directors, State Chairman, etc., must be filed on Form 15. File expense claims within 30 days of the date it was incurred and by December 15, if possible, to support yearend financial reporting.

Note: Unsigned expense vouchers will not be accepted for payment.

- k. Mileage, Bridge & road tolls and authorized Branch luncheons do not require receipts. Receipts are required for all other expenses as noted below.

Note: When a Branch invites an Area Representative (AR) or any other SIR Inc Officer to a luncheon or other SIR, Inc function the branch is responsible to pay; this includes the spouse or significant other if they were invited.

An Authorized Branch Luncheon is when an AR or any other SIRinc Officer invites himself to a Branch luncheon or other SIR Branch function for official business he will pay if the Branch does not provide the meal and SIR State will reimburse the SIR, Inc Officer. The SIR, Inc Officer will pay for his spouse or significant other, not the State.

I. 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.

Note: Sirs can stay anywhere they want, however, only charges up to the base rate will be eligible for reimbursement without an acceptable explanation.

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.

k4. Postage: Mailing and other delivery charges.

k5. Supplies: Such as printer paper, ink cartridges envelopes, blank labels, etc.

k6. Meetings: Coffee, soda, light refreshments, pastries area recommended. Meals beyond light refreshments are to be paid for by attendees. Meeting room rental fees when a free meeting room is not available require prior approval from the Vice President and a receipt from the establishment.

I. Non-reimbursable expenses also includes the following:

I1. Attendance at own Branch meetings or other functions.

I2. Meals for spouses.

I3. Set-up or printing of personalized stationery.

14. Computer hardware, software or supplies unless pre-authorized by the State President or his designee.
15. 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.
16. State expenses of Area Representatives shall be approved by the Vice President 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 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 as long as the account is active. All Branch bank accounts are **subject to the Branch annual Audit. The Audit will ensure that all funds are accounted for and effective fiscal internal controls and record keeping are in place.**
- b. **ALL** Branch **Bank** accounts must be in the name of the Branch **and** its committee **name**, such as “SIR Reynolds Branch 1” or “SIR Reynolds Branch 1” Golf Committee” account.
- 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).

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.
- 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.

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.

AREA ACTIVITY:

i. All funds received in connection with an Area activity shall be received in the name of the Area 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.

P&P Recommendation: The Policy and Procedures Chairman recommends that the revision to Policy 12 – Managing Funds – Branch and State be approved.

Addendum A.
Proposed Policy & Procedure
Changes
Comments in Italics
New Wording in Red

Proposal 3: *Revise Policy 30 – Fundraising/Dues/Raffles/Contributions*

Reference: *This revision allows Branches to publish member only classified ads in their Bulletins or Newsletters for the benefit of their members to sell personal items.*

Background: *Fundraising has been allowed by Policy 30 but was very limited. This revision allows Branches to include a single page of member only classified ads in their monthly bulletins and newsletters if approved by the Branch BEC.*

Revised Policy 30:

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. **Exception: if the Branch BEC has approved up to a single page of member only classified ads in their monthly bulletin or newsletter per Policy 41 this restriction does not apply. This exception must be recorded in the BEC minutes with the date it was approved.**

P&P Recommendation: *The Policy and Procedures Chairman recommends that the revision to Policy 30 – Fundraising/Dues/Raffles/Contributions be approved.*

Note: Approval of this revision is contingent upon approval of Policy 41.

Addendum A.
Proposed Policy & Procedure
Changes
Comments in Italics
New Wording in Red

Proposal 4: *Revise Policy 41 – Branch Advertising in Bulletins/Roster*

Reference: *This policy further defines and details the revised Policy 30, which allows for a single page of member only classified ads in the Branch bulleting/newsletter.*

Background: *Paid Sponsor ads have been allowed by Policy 30 but was very limited. This revision allows Branches to include an additional single page of member only classified ads in their monthly bulletins and newsletters for a fee paid to their Branch if this process is approved by the Branch BEC.*

Revised Policy 41:

Policy 41. BRANCH ADVERTISING IN BULLETINS/ROSTER

A Branch can advertise the sale of a members personally owned item in their Branch Bulletin or Newsletter as a Classified Ad if a fee is paid to their Branch treasurer in advance and approved by their BEC.

Note: the advertisement cannot be for a service in any form (except for real or personal property). Advertisements shall be limited to one page in the bulletin/newsletter and shall be published for 1 - 3 months maximum as determined by the Branch BEC. Members submitting classified ads shall include the expiration date in their ad and shall inform the bulletin editor if the items has been sold or disposed of so it can be removed from the next publication

The fee shall be based upon the following: 10% of the advertised sale price of an item up to a maximum of \$100 paid to the Branch Treasurer for the benefit of the Branch before the ad will be published.

For an advertisement offering a short or long term rental of property the member will be required to pay a fee of \$100 before the ad will be published.

The income realized by the Branch for publishing member's classified ads must be included on Form 28, Custodial Accounts, Receipts, line 308 Other renamed 'Classified Ads'

For an advertisement placed by a member who is looking for housing to rent or purchase to personally reside there shall be no charge.

Additionally, one single page of sponsor advertisements may be accepted for publishing in a Branch bulletin or newsletter 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.

The whole benefit of this Policy is to allow branches to bring in additional funds that could help them financially to offset costs of lunches, meeting room rentals and to help cover future expenses.

P&P Recommendation: The Policy and Procedures Chairman recommends that the revision to Policy 41 – Branch Advertising in Bulletins/Roster be approved.

Note: Approval of this revision is contingent upon approval of Policy 30.

EXHIBIT F

TO: EXECUTIVE COMMITTEE

FROM: Rich Carlston

SUBJECT: TERMINATION OF INACTIVE BRANCHES

DATE: November 8, 2023

The purpose of this memorandum is to summarize the actions that will need to be taken to terminate the following 17 branches:

11	26	38
39	53	66
68	79	81
89	105	124
127	133	135
150	154	

These inactive branches were selected in accordance with the direction from the Board to terminate inactive branches based on the earlier date of termination. At the conclusion of this process, the following six inactive branches will remain:

155	158	164
174	175	179

Procedure:

1. There must be a vote by the non-profit board or majority of the corporation membership to dissolve.
 - There is no Board of Directors for any of these branches.
 - The only officers (members) of the branches are those identified on the SI-100.
 - Many of the SI-100s are out of date and need to be amended to show the current officers. (e.g. 38, 39, 89, 105, 127, 133, 135, 154)
2. A Certificate of Election to Wind Up and Dissolve is prepared.
 - Both certificates require the signature of the “the directors now in office.” Unless the State Board, or the officers shown on up-to-date SI-100s, assume that role for each of the inactive branches, there are no directors to sign.
Note: The signatures are under penalty of perjury.
3. File a final state tax return and verify current status with the Franchise Tax Board.

EXHIBIT F

4. Obtain a Dissolution Waiver from the Attorney General's Office
 - Requires a letter signed by a director, or its attorney, that no assets remain for distribution.
 - Requires a signed Certificate of Dissolution with the same signatures as described for the Certificate of Election to Wind Up and Dissolve.
 - Requires a copy of the branch's IRS Form 990 or Form 990-PF for the last three accounting periods. (If these aren't filed, then financial statements showing receipts and disbursements and a balance sheet for the three most current accounting periods and financial statements for the unreported accounting period.
 - Endorsed-filed copy of the Branch's Articles of Incorporation, including amendments.
5. Submit the final Notice of Submission to the Secretary of State's office.
 - This packet must contain the letter received from the Attorney General along with the executed Certificate of Dissolution.
6. Submit the Final Notice of Submission to the Attorney General's Office.
 - This packet contains a copy of the Certificate of Dissolution filed by the Secretary of State or written confirmation that the Certificate of Dissolution has been filed.
 - It also must include the final financial report for the corporation showing that all assets were distributed properly, resulting in a zero balance.

Recommendations:

1. Have the Board of Directors appoint the same three or four members to be the Board of Directors for each of the branches being dissolved. These will be the directors required to vote to dissolve and to sign the forms
2. I recommend that the four directors be (i) either Dave or Dale, (ii) Rich, (iii) Carl and (iv) Roy.
3. Hold concurrent meetings of the Boards of Directors for all of the branches to be dissolved where the dissolution and winding up votes can be taken and financial information can be presented confirming that each branch has no assets required to be distributed.

EXHIBIT F

- We can notice these meetings so they occur simultaneously with our Board meeting which will allow the directors to be appointed and the required votes to take place at the same meeting.
4. I'll prepare the two Certificates and then they will need to be signed. We can either have (i) Carl, Roy and me meet at lunch and sign them all or (ii) Carl and I can meet for lunch to sign and then forward them all to Dave or Dale to sign and return.
 5. Carl will need to prepare the final state tax returns etc for the Franchise Tax Board.
 6. I can then prepare the packet to be submitted to the Attorney General's Office to obtain his letter, with Carl's assistance with the financial documents required. I will need to obtain certified copies of the Articles of Incorporation for each of the branches being dissolved from the Secretary of State to include in the packet. (The branches are inactive, so I doubt we have a certified copies of their Articles.) This will entail time and cost.
 7. Once we receive the required letter from the Attorney General, I can submit the letter and the executed Certificate of Dissolution to the Secretary of State.
 8. After we receive the filed Certificate of Dissolution and we have the zero balance financial statements, we can then submit this packet to the Attorney General.
 9. The filed certificate will also need to be sent to additional regulators.

EXHIBIT G



Big & Little Sirs Area Luncheon Meetings

(Restructuring the role of the Area Representative)

State Board Meeting

November 30, 2023

Dale Decker, 2024 President Elect

Lee Lamp, 2nd Vice President

Purpose of the Big & Little Sirs Area Luncheon Meetings

I strongly believe that our Area Representatives are paramount to the success of SIR.

With the assistance of our 2nd Vice President, Lee Lamp, we have restructured the way we would like them to interface with the Branches

To Know SIR is to Know its Branches

ARs will be asked to schedule two face to face luncheon meetings with the Big & Little Sirs of their Branches – one in the 1st quarter and one in the 3rd quarter.

The meetings should be billed as 'No Holds Barred'

(Conducted with a Non-Attribution Policy in place)

i.e., Under No Constraints as to the discussions needed to flush out the real problems within the Sir Organization – both at the Branch and The State Level.

Individual Branch Visits are NOT Passe'

ARs will be asked to address specific topics with the luncheon attendees and garner new ones in the face to face meetings.

Why?

- Because discussions with the Branch leaders should identify the needs, wants and concerns they have in running a Branch
- What better way to know the Branches than thru the eyes of its leaders

i.e. a reality check!

Some suggested topics for discussion:

- Their collective definition of a successful Branch
- The top three issues they've had to address in the past year to sustain the Branch
- The top three strategic issues (critical challenges) their Branch needs in order to achieve SIR's Vision
- The three most important things they or State must change to improve SIR and help their Branch survive in the future

But there is a glaring problem!

We will only have 7 Area Representatives in 2024

Therefore, I am asking our State Board members to step forward and temporarily fill open AR positions

Only two (2) Visits

Currently, there are four (4) open positions available:

Area 4 - Sacramento, El Dorado, Rancho Cordova

Area 8 – Petaluma, San Rafael, Navoto

Area 10 – Santa Rosa, Healdsburg, Windsor

Area 16 – Walnut Creek, Discovery Bay, Moraga

(The other 6 Areas have already been filled by State Board Volunteers)

**Look at the benefits of having a State Board
Member in this temporary AR role:**

Would significantly help establish a better working
relationship with the Branches

A visiting State Board Officer will garner a lot of respect
from the Branch Officers by virtue of his State position
and the experience he has from being
a previous Branch officer

Experience Talks!

**State Board members that temporarily fill open AR positions
must encourage the Branches to name an
Area Representative**

Because:

One would have direct representation on the State Board
by an Area Representative with voting rights

And thus have a **voice** at the State Level

The AR could add significantly to their Branch success by
helping to resolve problems quickly

What is gained from these Area Meetings?

PERSPECTIVE!

- The future success or failure of a branch is the result of the current decisions and actions of the BEC
- The BEC has total responsibility to establish Branch goals, policies and programs to ensure long term branch survival.
- Underlying all these aspects is the need to define what a successful Branch is and work towards achieving it
- State provides services to the Branches so they can exist.
- The Branches add value to their communities by providing membership in an organization that can enrich their lives

**Together, State and the Branches need to Focus
on who we are!**

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.

Let us not forget why we even exist!

It's crucial that we recognize and remember the immense
Value our active seniors bring to our communities

It's our responsibility to support them by offering activities
and special events tailored to their needs

We not only enhance their quality of life but also enrich ours
and the fabric of our society as a whole.

Together, let's ensure that every senior can continue
to lead fulfilling, meaningful lives, and let's celebrate
the wisdom and experience they have

to share with all of us

Questions / Comments

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