



**Annual Meeting of Sons In Retirement Inc.
at the Elks Lodge,
6446 Riverside Boulevard,
Sacramento, CA 95831
Monday August 1st, 2016 at 10:00am**



-- Agenda --

Members of the Corporation

President: Don Dill	Director, Region 3: Vic Mershon
Vice President: Jerry Strain	Director, Region 4: George Gorohoff
Secretary: Derek Southern	Director, Region 5: Robert Fox
Assistant Secretary: Dick DeVoe	Director, Region 6: Ed Benson
Treasurer: Karl Ryden	Director, Region 7: Patrick Misener
Assistant Treasurer: Jimmy Johnson	Director, Region 8: Allan Baxter
Director, Region 1: Bob Roberts	Director, Region 9: Mark Stuart
Director, Region 2: Jerry Morrow	Director, Region 10: James Filippo
Past Presidents: All	Big Sirs of Chartered Branches: All
Area Governors: All	

Invited Participants

State Advisor, Parliamentarian: Dwight Sale	Rules: Larry Powers
Nominating Committee: Bob Hairston	Past Treasurer: Mike Berry
Secretary Nominee: Ron Flagel	Travel: Bob Spellman
Bocce: Jack Meylink	Bowling: Del Locke
Golf: Bill Wilhelm	Insurance: Angelo Coero
INFOSYS: Dean Steichen	
Sir Happenings: Don MacGregor and John Skarpelos	

Agenda

10:00 Call to Order -----	Don Dill
Verification of Quorum (at least 88 out of 174) -----	Derek Southern
Invocation and Pledge of Allegiance to Flag -----	Bob Roberts
10:05 President's Welcome and Recognition of Attendees -----	Don Dill
Agenda Changes -----	Don Dill
10:15 Treasurer's Report -----	Karl Ryden
10:30 Remarks	
President -----	Don Dill
Vice President -----	Jerry Strain
Secretary -----	Derek Southern
Assistant Secretary -----	Dick DeVoe
Assistant Treasurer -----	Jimmie Johnson

- 10:45 Election of 2016 Officers
 (See Attachment 1 for Nominees)----- Bob Hairston
 Call for Nominations from the Floor----- Don Dill
 Motion to Close Nominations
 Election of Officers ----- Members of the Corporation
 Acceptance Speeches----- 2017 Elected Officers
- 11:15 Bylaw Changes (see Attachment 2) ----- Larry Powers
 11:30 2016 Training and Project 2016 ----- Mark Stuart, Ed Benson
- 12:00 Social Time and Catered Lunch (lunch time fixed, other presentations to fit around this time)
- 1:00 What makes SIR Work? Activities
 1:20 Recognition of Successful Branches
 2:05 Old Business
 2:15 New Business
 2:30 Adjournment.

Two maps of the area around the Elks Lodge in Sacramento may be found in Attachment 3.

Attachment 1:



**SIR STATE NOMINATING COMMITTEE
NOMINEES FOR 2017 STATE OFFICES**

President: Jerry Strain
Vice President: Derek Southern
Secretary: Ronald Flagel
Treasurer: Karl Ryden
Assistant Secretary: Dick DeVoe
Assistant Treasurer: Jimmie Johnson

Brief Biographies

Jerry L Strain, Member of Branch 144, Modesto. He has served as Little Sir, Big Sir, Branch Golf Chairman, Branch Secretary, Chairman and Member - State Golf Policy Subcommittee, Chairman- State Golf Operations Subcommittee, Region 8 Director, and Chairman of the Growth and Membership Committee. Presently Vice President. Awarded HLM by Branch 144 4/16/2012.

Derek Southern, Member of Branch 8, Mt Diablo. He has served as Little Sir, Big Sir, Newsletter Editor, Membership Secretary, Chairman of the State Survivability Action Team and Chairman of the 2015 State Training & Development Sub-committee,. He is currently Branch 8 Webmaster, a State INFOSYS Member, State Growth & Membership Committee Member and State Secretary. Awarded HLM by Branch 8 10/3/2014.

Karl Ryden, Member of Branch 49, Folsom. He has served as Little Sir, Big Sir, and Branch Treasurer. He was State Assistant Treasurer for 3 years and is currently State Treasurer and a member of the Budget Oversight Committee.

Ronald (Ron) Flagel, Member of Branch 103, Stanislaus He has served as Branch Secretary for seven years, State Assistant Secretary for 4 years, and State Certificates Chairman for 3 years

Richard (Dick) DeVoe, Member of Branch 146, Walnut Creek. He has served a Branch Secretary, Little Sir, Big Sir, State Chaplain, Parliamentarian, Chairman of Rules Committee, Assistant State Secretary, State Secretary, Director for Region 6 and is currently Assistant State Secretary. Awarded HLM by Branch 146 4/18/2013.

Jimmie Johnson, Member of Branch 102, San Juan. He served as Little Sir, Big Sir, Area 9 Governor, Treasurer State Bowling Committee and member Bowling Policy Subcommittee, Member of State Nominating Committee. He is currently Region 3 Director.



Attachment 2

PROPOSED BYLAWS REVISIONS/ADDITIONS

(Additions in bold)

The President and State Board recommend the following revised and new Bylaws.

Bylaw change proposed by Dwight Sale 3/5/2016

[The INFOSYS Committee and Its sub committees and their members perform almost all of the SIRinc's administrative functions like:. Website, Database, Email, State Roster, SIR Manual, Sir Forms, Certificates and the Newsletter are presently part of the INFOSYS operations. This is how SIR runs.

The Chairman of INFOSYS keeps all of these immensely important operations organized and moving in a coordinated fashion. However, he is not represented on the State Board which means that how SIR runs has no direct voice on the State Board. I am proposing that we create a 7th Elected Officer "Vice President for Administration" who would also be the Chairman of the INFOSYS Committee There is another reason for this. The extremely responsible position of INFOSYS Chairman needs to have the prestige of an Elected Officer. As an alternative we could name the position "Chief Administrative Officer" still keeping the position as an "Elected Officer". There are a host of rule changes to be made if this is voted up. Best to leave those until after the Annual Meeting.]

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

(Revised 8/7/06 effective 1/1/07, 8/1/16 effective 1/1/2017)

Section 131. All Members of the Corporation shall be entitled to vote at the Annual Meeting in the election of the President, Vice President, **Chief Administrative Officer**, State Secretary, State Treasurer, Assistant State Secretary and Assistant State Treasurer, and on amendments to the Corporate and Branch Bylaws. (Revised 8/7/06 effective 1/1/07, 8/1/16 effective 1/1/2017)

Section 140. The Officers of the Corporation are the President, Vice President, **Chief Administrative Officer**, State Secretary, State Treasurer, Assistant State Secretary, Assistant State Treasurer, Regional Directors and Area Governors. (Revised 8/7/06 effective 1/1/07, 8/1/16 effective 1/1/2017)

Section 141. The President, Vice President, **Chief Administrative Officer**, State Secretary, State Treasurer, Assistant State Secretary, Assistant State Treasurer, and eight or more Regional Directors as specified in the Standing Rules, shall constitute the State Board and shall have voting rights on all matters before the Board. (Revised 8/7/06 effective 1/1/07, 8/1/16 effective 1/1/2017)

AMENDING BRANCH & CORPORATE BYLAWS

(Additions in **bold**, deletions with ~~strikeouts~~)

[Referred by then-Region 6 Director Dick DeVoe and State Advisor Dwight Sale]

Amending the Branch Bylaws, Sections 57 and 58

[Background: The State Board at its 1/13/15 Board meeting approved a revision to Rule 609, which now allows a Standing Rule/Bylaw proposal by an authorized referrer to reach the State Board for consideration, without affecting a higher authority's right to recommend approval or disapproval. Previously, a proposal by a Branch BEC could be rejected at the Area Governor, Regional Director, or President level; a proposal by an Area Governor could be rejected by the Regional Director or President; a proposal by any other authorized referrer could be rejected by the President.]

Present Situation: It was recently found that Bylaws Sections 57 and 58 had not yet been changed to be consistent with the Board action summarized above. This proposal addresses that oversight. It also recommends action if there is a State Board rejection of an amendment when the President disagrees.]

Bylaws Section 56 (no change). 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.

Bylaws Section 57. If the ~~President~~ **State Board by majority vote** finds the proposed amendment to be in the best interest of the Corporation, **the State Secretary** ~~he~~ shall cause **such amendment** to be circulated to each voting member and chartered Branch, not less than 30 days before the Annual Meeting, a copy of the proposed amendment and notice of voting thereon at the Annual Meeting. **In the event that the State Board rejects the proposed amendment and the President disagrees, the State Secretary shall cause such amendment to be circulated as above but with the President's comments and the State Board's comments preceding.**(Revised 8/7/00) **(Revised 4/5/16)**

Bylaws Section 58. The State Secretary shall include on the agenda for the Annual Meeting proposed amendments to the Branch Bylaws,~~as directed by the President.~~ **(Revised 4/5/16)**

Amending the Branch Bylaws, Section 59

[Branch Bylaws, Section 59 is revised to be consistent with the same wording transferred from Section 290 under Corporate Bylaws.]

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

Amending the Branch Bylaws, Section 60

[This Section is no longer relevant. Rather than to leave it intact or to delete it, the Section is proposed to remain as shown below].

~~Section 60. The revised Branch Bylaws approved by the State Board of Directors on August 5, 1991 and adopted at the Annual Meeting on December 2, 1991 became effective January 1, 1992. The date on which each provision is thereafter amended or added shall be indicated parenthetically at the end of the section so affected.~~ **Date handling instructions moved to the rule manual protocol. (Revised 4/5/2016)**

Amending the Corporate Bylaws, Section 290

[There is no stated process for submitting proposals to amend Corporate Bylaws. The intent is no doubt to follow the same process as for Branch Bylaws, but Roberts Rules of Order is clear that an organization cannot consider "intent" in such matters.

This proposal addresses that issue by specifically stating that the process for amending Corporate Bylaws is the same as for Branch Bylaws. Because current Section 290 wording has been transferred to Section 59 above, Section 290 now can be used to state that fact.]

Section 290. These **Corporate** Bylaws may be amended by ~~the affirmative vote of two thirds of those present and entitled to vote at the Annual Meeting~~ **applying the procedures in Branch Bylaws Sections 57, 58 and 59. (Revised 4/5/2016)**

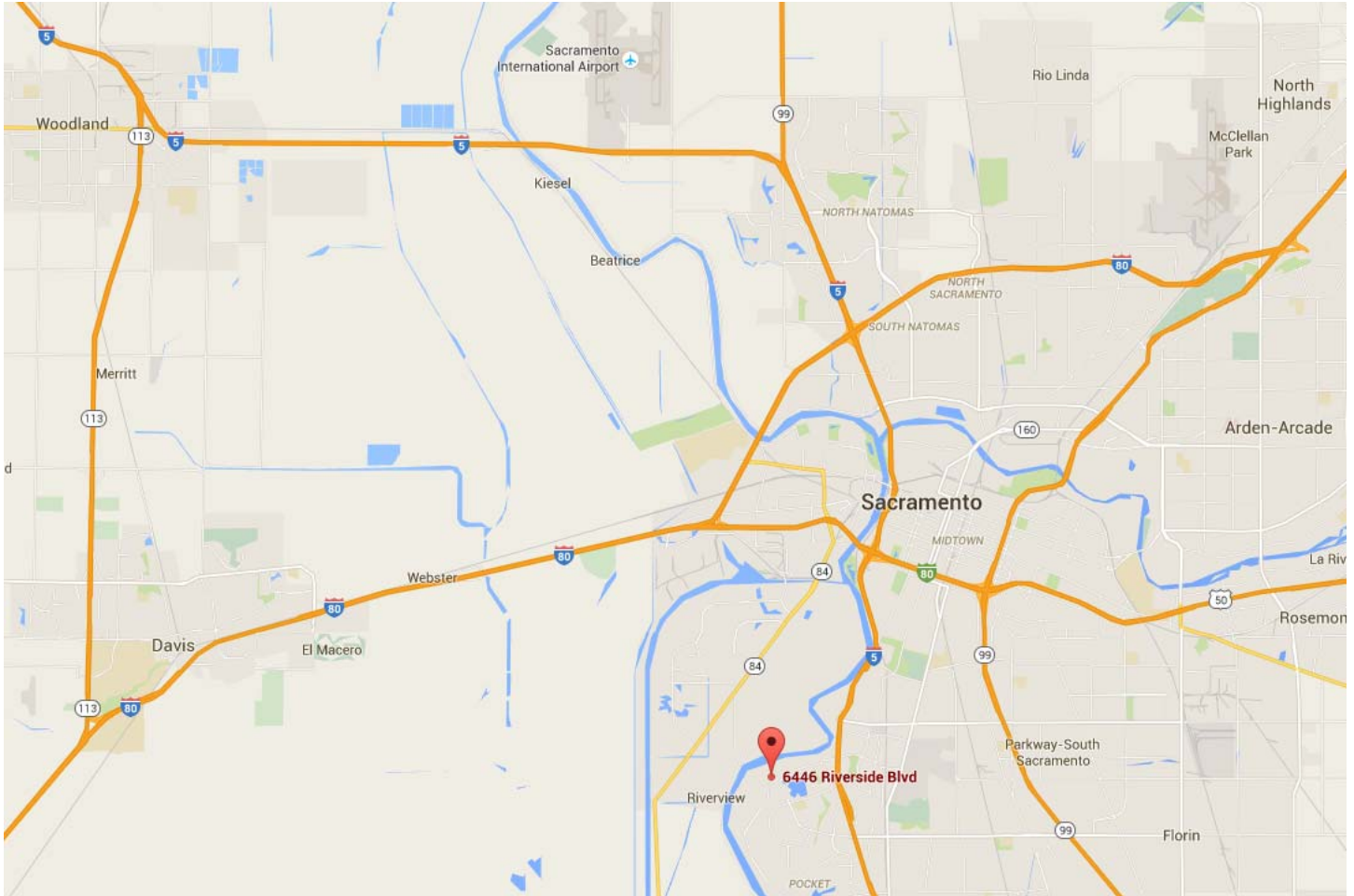
Amending the Corporate Bylaws, Section 291

[This Section is no longer relevant. Rather than to leave it intact or to delete it, the Section is proposed to remain as shown below].

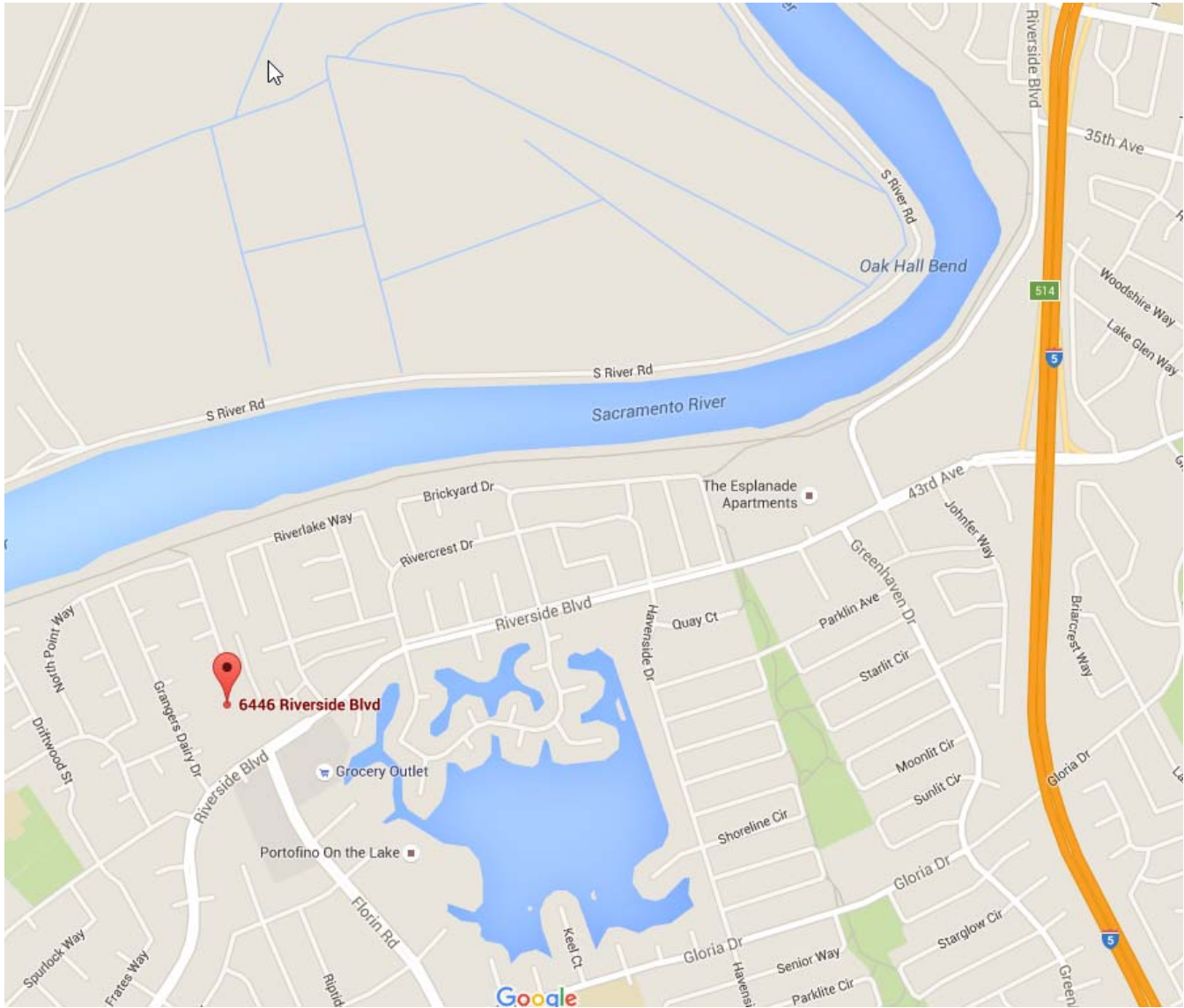
~~Section 291. The revised Corporate Bylaws adopted on December 2, 1991, became effective on January 1, 1992. The date on which any provision is thereafter amended or added shall be indicated parenthetically at the end of the section so affected.~~ **Date handling instructions moved to the rule manual protocol. (Revised 4/5/2016)**

Attachment 3 (2 maps)

Sacramento area showing Elks Lodge location relative to freeways



I-5 and Riverside Blvd to Elks Lodge



Coming North exit at Florin Road (exit 513 West)

Coming South exit 514 at 43rd Avenue which becomes Riverside Blvd.