



SIR STATE BOARD OF DIRECTORS MEETING

Conducted via Electronic Video Conference (Zoom)
The Meeting Was Recorded
3:00 p.m. Thursday, August 24, 2023

Board Members Present:

X	President: Dave Gonzales	X	Area 1 Rep.: Lee Lamp
X	Vice President: Dale Decker	X	Area 18 Rep.: Richard Provost
X	Secretary: Rich Carlston	X	Area 19 Rep.: Bruce J. Corwin
X	Treasurer: Carl Mason	X	Dir. Of Activities: Mark Stuart
X	Chief Admin. Off.: Roy Hodgkinson	X	Dir. Of Docs.: Jeffery Chin
X	Dir. Of Mktg & Com.: Andy Danver	X	Dir. Of Br. Sup.: Jerry Morrow

Others Present:

Derek Southern – Advisor
Stu Williams – Parliamentarian
Jack Reefer – Area 4 Rep.
Alan Baker - Webmaster

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

Opening & Verification of Quorum: Quorum confirmed, and Dave Gonzales called the meeting to order.

Consent Calendar:

Motion by Dale Decker, second by Bruce Corwin, to approve the Minutes of the July 27, 2023, Board of Directors Meeting. See, Exhibit A. Motion passed unanimously.

Motion by Rich Carlston, seconded by Bruce Corwin, to approve the remaining items on the Consent Calendar and the motions contained therein. Motion passed unanimously. The motions included were:

Motion: "It is moved that the Revisions to Policies 10 and 31b are approved." See, Exhibit B.

Motion: "It is moved that Dale be authorized to purchase 1000 copies of the Leaders Guide.

Announcements:

1. Dave discussed the upcoming Annual Meeting on August 31, 2023, commencing at 1 p.m. A copy of the Agenda for the Annual Meeting is attached as Exhibit C.
2. Dave discussed the 2023 Major Projects and Initiatives. Roy advised that there are three errors on the Exhibit E attached to the meeting agenda which need correcting. These have been made. See Exhibit D attached hereto.
3. Dave noted that the next step relative to the new State Organization Chart will be to set up a Zoom meeting for the officers and a Zoom meeting for the directors to review and finalize the chart relative to their positions. The officer meeting will be held on September 5, 2023, at 3 pm. The director meeting will be held on September 13, 2033, at 3:00 pm.
4. Dave requested that reports on the following State Activities be presented to the Board of Directors at its December meeting on September 28:

State Bowling

State Golf

State Recreational Vehicles

State Travel

New Business:

Dale discussed the in-person meetings which he will be presenting to the Branch Big Sirs and Little Sirs. He will hold two meetings. The first is scheduled for the Elks Lodge in Sonora on October 14, 2023, from 10 am to 1 pm. The second one is yet to be booked but he is looking for a location at an Elks Lodge in either Tracy or Livermore. Jerry suggested that the Hilton in Pleasanton might have a large room available at a cost of less than \$200.

The locations were selected to limit the drive time of the various Big Sirs and Little Sirs to two hours. A few participants will have a longer drive, and Dale will be working to individual arrangements for them.

The meetings will generally include an initial 20-minute social period, followed by leadership training. Dale will use general sessions and breakout sessions.

State Board members are welcome to attend either or both sessions.

Carl advised that it is expected that the cost of the training will stay within the allotted budget.

The training will not be available on Zoom.

Old Business:

1. Update on forms:

There was further discussion about the status of the new Monthly Membership Status Report and its use. The new report is available now but is expected to be used starting in September by the Branches.

The general approach is to decouple the data collection from the forms. On-line data collection capabilities will be used to obtain data which will then be stored on the cloud. Reports can then be drawn from the data to respond to the needs of specific leaders.

The new website organization for SIR forms was discussed and displayed by Derek. Rather than being listed in number order, the forms are now identified and grouped by topic. The categories include Branch Reports to State SIR, Branch Recognition, Branch Membership, Branch Insurance, Branch Travel, Branch Miscellaneous and State SIR. Derek noted modifications can be easily made to the format.

These changes have been made with the goal of reducing the amount of work Branch leaders are required to do. Through this new vision of operating more efficiently and making the tasks easier, it is hoped that it will assist the Branches in encouraging more members to undertake leadership roles.

Special recognition and appreciation were given to the outstanding service provided by Alan Baker, Roy, Andy, and Derek for their tireless efforts which have dramatically improved, and are continuing to improve, the State SIR website.

2. Membership Recruitment:

Dave announced that training will commence in October on membership recruitment. The Recipe Cards have been organized by category and will be provided in conjunction with this training. Dave suggested that the possibility of placing them on a flash drive to facilitate their use in training. Various PPT versions by topic could be included.

3. Andy described a three-part system for accomplishing our vision.

Develop content.

Distribute content.

Promote the use of the content.

Content has been, and is continuing to be, developed and distributed. We now need to promote the tools that have become available to assist the Branches.

One method of promotion will be through use of the State Newsletter that is being developed. (Andy is still accepting suggestions re the name of the newsletter – although he has already received several.)

Another approach may be through encouraging the Branches to have a person provide a regular report at the Branch luncheon meetings focused on the content of the State newsletter or any State announcements.

Meeting Adjourned

On the conclusion of the foregoing, the meeting was adjourned.

EXHIBIT A



SIR STATE BOARD OF DIRECTORS MEETING

Conducted via Electronic Video Conference (Zoom)
The Meeting Was Recorded
3:00 p.m. Thursday, July 27, 2023

Board Members Present:

X	President: Dave Gonzales	X	Area 1 Rep.: Lee Lamp
X	Vice President: Dale Decker	X	Area 18 Rep.: Richard Provost
X	Secretary: Rich Carlston	X	Area 19 Rep.: Bruce J. Corwin
X	Treasurer: Carl Mason	X	Dir. Of Activities: Mark Stuart
X	Chief Admin. Off.: Roy Hodgkinson	X	Dir. Of Docs.: Jeffery Chin
X	Dir. Of Mktg & Com.: Andy Danver		Dir. Of Br. Sup.: Jerry Morrow

Others Present:

Derek Southern – Advisor
Stu Williams – Parliamentarian
Jack Reefer – Area 4 Rep.
Dick Watson – Area 5 Rep.
Bob Nadell – Area 10 Rep.
Phil Thomas – Area 11 Rep.
Foster Kinney – Area 13 Rep.
Fred Serena - Area 15 Rep.
Ed Toews – Big Sir, Sonora Branch 136

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

Opening & Verification of Quorum: Quorum confirmed, and Dave Gonzales called the meeting to order.

Installation of Richard Provost:

Dale Decker installed Richard Provost as Area Representative 18, becoming a member of the Board of Directors.

EXHIBIT A

Consent Calendar:

Motion by Rich Carlston, seconded by Dale Decker, to approve the Consent Calendar and the motions contained therein. Motion passed unanimously. The motions included were:

1. "It is moved that the Minutes of the June 22, 2023, Board of Directors Meeting are approved." See, Exhibit A.
2. "It is moved that the June Financial Reports are approved." See, Exhibit B.

Announcements:

1. Dave announced that the Annual Meeting will be held on August 31, 2023, at 1 pm via Zoom. He noted that the Area Representatives will be asked to follow up with each of the Big Sirs and Little Sirs in their area to ensure attendance.
2. Dave reminded everyone of the importance of Founders Day, July 23, 2023. It was the 65th Anniversary of the creation of SIR.

New Business:

1. New Report Program for Form 27 Data. Dale, Derek and Andy presented the Proposed Report that is intended to replace current Form 27. The new report is yet to be named but it was suggested that it may be called the "Membership Status Report."

Derek presented a current draft of the report which will include (i) Branch number, (ii) area number, (iii) membership at the start of the quarter, (iv) the number of new members, (v) the number of members that left, and (vi) how many new potential new members attended an event. This is the information required by State SIR.

Derek demonstrated how the data, once input, will be uploaded into a searchable Google Sheet, which could be accessed by Area Representatives and other leaders.

There followed a substantial discussion about (i) the proposed draft, (ii) what additional, if any, should be included and (iii) how the system will work.

Derek explained that Form 27 will not be eliminated because Branches may wish to continue to use the form for their own management purposes.

Andy led a discussion on the objectives of the new report to minimize the workload for branches. He further suggested consideration of graphing the data over an extended period to better identify trends.

EXHIBIT A

Dale will be setting up a meeting with the Area Representatives and other relevant people, to discuss the proposed report and what, if any, additional information should be included to assist the ARs.

While no vote was taken relative to the new report, those present supported its finalization. Derek suggested an announcement be made at the Annual Meeting.

2. New Report Program for Form 28.

During the discussion on the replacement of replace Form 27, Roy suggested the possibility of replacing Form 28 through a similar approach. Significant discussion followed about the benefit to the branches as well as the feasibility of such a new report.

Dave will appoint members to a select committee to consider the feasibility of a new such report. Roy will be appointed to lead that committee, which will prepare a report for a future meeting of the Board of Directors.

3. Revision and Updating of the State SIR Website.

Andy discussed the new revisions that have been made to the State SIR Website. He explained that one of the reasons for the changes was to create a Public Website that would be more inviting and provide more information about SIR to members of the public who may reach the website. For the information pertinent to members, they can find it by clicking on a member's page tab on the new home page.

Andy also discussed a location intended to include all of the marketing materials for SIR.

A copy of the PowerPoint used by Andy during his discussion is attached as Exhibit C.

4. Golden Gate Fields Activity.

Stu announced that Lee Moy is putting together a day at Golden Gate Fields. To secure the program, a \$1,000 deposit is required by Golden Gate Fields, which corresponds to 50 attendees. Included within the program will be parking, a special seating section, and a buffet. It was discussed that members and their spouses should attend.

Stu requested the Board to authorize a payment of the \$1,000 deposit from SIR funds with the understanding that it would be repaid from the ticket sales to the event.

Dale moved, seconded by Andy, as follows:

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Motion: “It is moved that \$1,000 be advanced by State SIR to pay the deposit for the Golden Gate Fields activity.” Motion passed.

5. Dave continued the following to the next Board Meeting, requesting that reports be prepared and distributed before then:

From New Business: The State HLM Award Process – Derek and Stu

From New Business: The Recipe Card Status Report

From Old Business: The Organizational Chart Update – Andy

Old Business:

1. Annual Meeting Agenda and Needed Support.

Dave and Dale will meet next week to finalize the agenda for the Annual Meeting. Next year’s officers and directors will be elected. The slate of proposed changes to the By-Laws and Policies and Procedures will be voted on. Dale has a tentative list of speakers and presentations.

The Agenda will need to be distributed by August 1, 2023, 30 days before the Annual Meeting.

Dave summarized several milestones which have been reached this year:

- The development of the Member Status Report
- The update of the State SIR website
- The conclusion of the question of whether SIR will allow women to become members.

A brief review of the goals from the beginning of the year was discussed with the belief that they have been accomplished. Roy expressed it as follows: We have tried to accomplish the goals and it is up to the Branches to determine if we have succeeded.

Roy inquired whether Dale needs some assistance with the zoom presentation or any other aspect. After discussion, Dale asked Andy, who has previous experience, to manage the presentation.

Derek raised the desire to have certain changes made to the number of HLM awards and DSA awards that can be issued. It was suggested that the increase in the number of HLM and DSA awards that was approved in this meeting be mentioned at the Annual Meeting. He presented a chart designed to provide clarity on the number of HLM awards available to a branch based on the number of branch members, which increases the number of awards. His second chart related to DSAs. It also provides clarity as to the number of awards that a branch can award based on membership size. It also increases the number of awards that will be available.

EXHIBIT A

After significant discussion of the need to increase the awards and how it could be done, Lee Lamp made the following motion, which was seconded by Dale:

Motion: “It is hereby moved that the two new tables regarding the award of the State HLM Award (Exhibit D) and the DSA award (Exhibit E) are approved and adopted, and that the language of Policy 10 be updated and revised by the charts as well as any other necessary language in the SIR Policy and Procedures required to implement the same.”

The motion passed.

It was suggested that the Agenda for the Annual Report be discussed with the Ars at their August meeting. The ARs want to have a in-person meeting in Manteca. It may need to be hybrid for ARs who don't want to travel that distance.

Meeting Adjourned

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

August 24, 2023

Proposal 1: *Revise Policy 10 - SIR Awards/Certificates*

Reference: *Derek Southern proposal to increase number of HLM and DSA awards that are more reflective of current Branch sizes.*

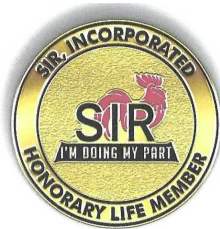
Background: *With the significant reduction in Branch membership over the last several years 85% of the Branches have less than 150 members. This has resulted in penalizing the smaller Branches in recognizing and rewarding their most deserving volunteers.*

Revised Policy 10:

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

SIR, Incorporated provides three levels of meaningful, tangible and visible awards to recognize the many contributions of its members. They are the Honorary Life Member (HLM), the Distinguished Service Award (DSA) and the I'm Doing My Part awards.

In addition, there are two types of award certificates available. They are the Presidential Award Certificate for members that reach the age of 90, 95 and 100, and a Certificate of Appreciation for recognizing guest speakers, State and Branch members.



The Honorary Life Member Gold Lapel Pin

1. Honorary Life Member (HLM) - This award is the highest and most prestigious award available within SIR. It is bestowed only to those who, upon careful review and scrutiny by the State Honorees Committee, are found to have:

- been a member for a period of 5 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 HLM is not to be treated lightly or awarded merely on the basis of good fellowship.

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

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An HLM shall be permitted to transfer from one Branch to another. The transferring HLM shall no longer be counted by either Branch in determining the number of HLMs authorized.

All past active HLM recipients shall be identified and scheduled to receive the "HLM Gold Lapel Pin" to fully recognize their achievement.

In the case of an HLM recipient that is no longer a member of SIR he will not be eligible for the HLM Gold Lapel Pin. However, the Big Sir may request one from the **Vice President** for a deceased member so it may be presented to his widow/partner or family member if appropriate.

There is a State HLM and a Branch HLM. Each is entitled to a framed certificate, an "HLM Gold Lapel Pin", and HLM badge: The State Certificates Chairman will prepare the HLM certificate and mail it to the person designated to receive it along with the HLM Gold Lapel Pin and an order form for the HLM badge.

a. State HLM- the State Honorees Committee shall review **nomination letters** and recommend candidates to the State Board. A State Board member also may recommend a candidate to the Committee using a formal letter of nomination. See Policy 10 **HLM** Procedures for details.

A State HLM shall be awarded to each State President at the completion of his term.

b. Branch HLM- This HLM award is initiated by a member of the Branch's BEC, a Branch Honorees Committee or a current HLM member as appropriate using Form 45 accompanied with a formal letter of nomination. See Policy 10 **HLM** Procedures for specific details.

There are two subcategories of members currently holding a Branch HLM:

c. HLM Emeritus- In situations where the BEC has determined that the HLM can no longer attend or participate in branch functions, the BEC may approve by two-thirds affirmative vote assigning that member HLM Emeritus status.

The Branch shall notify the State Certificates Chairman and the State Database Chairman to update the State records for that Branch.

An HLM Emeritus shall no longer count toward the **number of Branch HLMs allowed**. However, his status shall be part of that Branch's and the Corporate HLM membership records.

(2) Senior HLM- When a Branch HLM has been an HLM for 10 years he shall automatically be elevated to Senior HLM in the Corporate HLM records and the State Roster, and he will no longer count toward the **number of Branch HLMs allowed** Also, an HLM Emeritus who has been an HLM for 10 years automatically becomes a Senior HLM.

EXHIBIT B

Procedure for HLM Awards

State HLM Procedure

Approval Process- A State HLM shall be awarded to each State President at the completion of his term.

For other State HLM awards, the State Honorees Committee shall review formal letters of nomination submitted by State Board members or others at the State level. These letters of nomination shall note the specific contributions relative to the requirements stated in Policy 10 and why this award is merited.

The facts related in the **nomination** letter describing the member's contribution should only concern SIR State achievements.

Non-SIR activities and achievements are immaterial and will not be considered in determining the worthiness of an application.

Note: The formal letter of nomination is 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 State Board shall **approve the awarding** of a State HLM with a two-thirds affirmative vote.

Upon **approval** by the SIR State **President the State HLM** Certificates Chairman shall prepare the appropriate HLM certificate and formal letter of announcement.

When completed these will be mailed along with an HLM Gold Lapel Pin **and Form 23A, HLM Badge Order Form**, to the person designated to present the award. After the date of the presentation the **HLM** Certificates Chairman will notify the State Database Chairman to update the Branch and State HLM records.

Award Presentation- The conferring of all State HLMs is reserved to the State Board.

Branch HLM Procedure

Before proceeding to initiate an application for a Branch HLM Go to Sirinc.Org, click on Roster 'under' Key Documents, click on Honorary Life Members (HLM), enter sirinc as the user name. if you don't know the password it may be obtained from your Big Sir or Area Representative.

When the HLM listings page opens press and hold the Control Key and the 'F' key to bring up a search box. Type in Branch No. xx where xx is your Branch number in the search box and press the enter key. Be sure to put in the 'period' after 'No'.


All the HLMs in your Branch will be listed.

Use the HLM Award availability by Branch Size table and the HLM Authority Coding below to determine how many HLMs in your Branch are coded with 'BR preceding your Branch Number.

EXHIBIT B

These are the only HLMs that count toward the number of HLMs you are allowed for your Branch Size.

HLM Award Availability by Branch Size Table

Branch Membership	# of HLMs Allowed	
0-49	1	
50-99	2	
100-149	3	
150-199	4	15% of All
200-249	5	Branches
250-299	6	
300-349	7	
350+	8	

HLM Authority Coding-

The Authority codes noted below will appear in the SIR State HLM Roster preceding the name of each HLM recipient. Following is the definition of those codes.

1. Branch 0 (zero) indicates that the HLM's present affiliation is not known, and the HLM does not count toward any branch's limit.

2. **"Authority" code "BR" preceding a branch number indicates a Branch award and is the only HLM that counts toward that branch's limit.**

3. The following "Authority" codes that precede a Branch number indicates that the HLM does not count against the number of Branch HLMs allowed.

"SB" indicates a SIR State Board of Directors HLM award.

"PP" indicates a Past President HLM award.

"EM" indicates an Branch HLM Emeritus.

"SR" indicates a Branch Senior HLM. 10 years or more since Approved Date.

"UN" indicates that the awarding branch has since surrendered its charter.

"TR" indicates the HLM transferred to the listed branch. The Branch number is the branch from which he transferred.

4. Should the recipient of a State awarded HLM have been awarded a Branch HLM previously, the Authority code shall be changed from "BR" to "PP" (Past President) or "SB" (State Board). The previously awarded Branch HLM shall no longer count against the number of Branch HLMs allowed.

5. Should the recipient of a Branch awarded HLM be awarded a State awarded HLM the Authority code shall be changed from 'BR' to 'SB' and the Branch HLM shall no longer count against the number of Branch HLMs allowed.

1. Approval Process- An application is initiated by a member of the Branch's BEC, a Branch Honorees Committee or a current HLM member as appropriate using Form 45 (Application for Honorary Life Membership) accompanied with a formal letter of nomination noting the specific requirements stated in Policy 10. It requires approval by a 2/3rds vote of his Branch BEC.

The facts related in the formal letter describing the member's contribution should only concern SIR Branch achievements. Non-SIR activities and achievements are immaterial and will not be considered in determining the worthiness of an application.

EXHIBIT B

Note: The formal letter of nomination is 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 application, along with the formal letter describing the member's contributions and why this award is merited is sent to the State Honorees Committee for their approval and then forwarded to the President for approval. Upon approval, the President forwards the approved application to the **State HLM** Certificates Chairman for processing

2. Certificate Preparation - The **State HLM** Certificates Chairman shall prepare the appropriate HLM certificate and mail this to the Branch Big Sir along with and HLM Gold Lapel Pin and a copy of Form 23A so the Branch may order a badge. Included is a letter with instructions to contact the SIR State President to discuss the presentation **and** notify the Area **Representative if the Branch has one assigned so he** can attend if available. After being notified by the Big Sir as to the date of the presentation the Certificates Chairman will notify the State Database Chairman to update the Branch HLM record.

3. Certificate Framing/Badge Ordering- The Branch shall receive the Certificate provided by the State **HLM** Certificates Chairman, which sets forth the facts on which the honor has been bestowed. The Branch then shall frame the certificate appropriately and order an official badge using Form 23A.

4. Award Presentation- When an HLM is conferred upon a Branch member, he shall be presented with the Honorary Life Member certificate described above, an HLM Gold Lapel Pin and an HLM Badge.

The award ceremony may be at a Branch Luncheon, a Ladies Day event or another special Branch occasion. The Branch is strongly encouraged to keep the award secret from the recipient beforehand, to confidentially invite the recipient's wife or partner as a further presentation surprise, and to take a photo(s) of the event for inclusion in the Branch's monthly newsletter and SIR Happenings.

The President or a present/past State Officer designated by the President should present the HLM unless another arrangement is made with the Big Sir. In some cases it might be appropriate to have the closest friend of the recipient or even his wife or partner present the award.

EXHIBIT B



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 on the basis of 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 subsequent to 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 time 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 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

EXHIBIT B

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 a BEC member **or the Branch Awards committee**, approved by the Branch BEC, and forwarded to the Area Representative* for approval and presentation under the authority granted to him by the SIR President.

*Note: If the Branch **does not have** an Area Representative the Form 45B shall be forwarded to the State Vice President for approval. Upon approval a DSA lapel pin will be sent to the Branch Big Sir for presentation.

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. (Rev 04/20/2023)

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. (Rev 04/20/2023)

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 is 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 SIR State achievements. Non-SIR activities and achievements are immaterial and will not be considered in determining the worthiness of an application.

EXHIBIT B

Procedure for Branch DSA Awards

Branch DSA Procedure

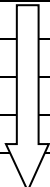
Approval Process - A Branch DSA award is initiated by a member of the Branch's BEC, Branch Honorees Committee or a current HLM member as appropriate using Form 45B and presented to the Branch BEC for review noting the specific requirements stated in Policy 10. If approved by the BEC with a 2/3rds vote the nomination is sent to the Area Representative for review and approval. If the Branch does not have an Area Representative then the nomination is sent to the State Vice President for review and approval. Upon approval a DSA lapel pin will be sent to the Branch Big Sir for presentation.

Upon approval the Branch Big Sir will be notified and the presentation of the DSA will be scheduled for presentation by the Area Representative, if available, or the Big SIR for Branches that do not have an Area Representative.

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.

This is exclusive of the DSA awarded to the Branch Big Sirs as noted below:

DSA Award Availability by Branch Size Table

Branch Membership	# of DSAs Allowed	
0-49	2	
50-74	4	
75-99		
100-124		
125-149		
150-174		15% of
175-199		All
200-224		Branches
225-249		
250-274		
275-299		
300-324		
325+		

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 visible recognition of a lapel pin is so much more important than framed certificates at home on a member's wall which is totally invisible to other members.

The Branch shall maintain sufficient records of all DSA awards and their recipients to ensure they are within the number allowed. Upon the five year anniversary of the date of a member's DSA award the letter 'S' shall be added in the Branch records to indicate the member is a Senior DSA recipient. This action results in the DSA being excluded from the Branch number allowed and allows other deserving members to become eligible for the award.

EXHIBIT B



The I'm Doing My Part Lapel Pin

3. "I'm Doing My Part" Award- This lapel pin award is for Branches to provide special recognition for their members that have not earned the level that a DSA or HLM award requires but have been contributing to the success of the Branch. Branches shall establish their own individual criteria for candidate selection and approval but keeping in mind the need to recognize all members that volunteer as it's these members that a Branch cannot survive without.

There is no limit to the number of these awards presented within a Branch. State initially supplied 1,000 of these award pins across all the Branches and with the announcement of this new award program will supply another 500. Additional award pins may be ordered by Branches using Form 21.

4. Presidential Awards - Senior Sir, Super Senior Sir, and Century Sir Certificates are milestone-related awards for members who have reached the ages of 90, 95, and 100 respectively. A Branch may offer these awards, using instructions found under Forms (Forms 6A, 6B and 6C) to print their own certificates without having to involve State as previously required.

5. President's Appreciation Certificate - The President's Appreciation certificate has been discontinued and replaced with the Distinguished Service Award.

6. Certificate of Appreciation- A Branch Executive Committee or a State Officer may obtain a Certificate of Appreciation (Form 7) and issue it to guest speakers and other members under the signature of the Big Sir.

Procedure for I'm Doing My Part Awards

Branch I'm Doing My Part Procedures

Approval Process - A 'I'm Doing My Part' lapel pin award only requires the submittal of a simple letter to the BEC **by any member of the Branch** for consideration and a 2/3rds vote. Upon approval by the BEC the presentation of the I'm Doing My Part lapel pin will be scheduled by the Big Sir.

There is no limit to the number of these awards and additional lapel pins may be ordered by Branches using Form 21.

It is believed that the more members that receive this award will inspire others to earn one which is very easy. Just become a contributing volunteer and encourage others to do the same. It could be a big or small task but any one that helps promote the success of the Branch earns this award.

Since this award is a lapel pin, wearing it is visible to others and promotes recognition of the person wearing it. Hopefully, others that do not volunteer will understand the recognition these members are receiving through their contributions and consider joining the 'club'.

P&P Recommendation: The Policy and Procedures Chairman recommends that the revision to Policy 10 be approved.

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Proposal 2: *Revised Policy 31- Branch Executive Committee*

Reference: *Clarify that the Branch Schedule of Operations is the governing body for Branches to remain in compliance with the State of California Non Profit Corporation law and the Sons in Retirement, Inc obligations as defined in their Charters.*

Background: *Some Branches do not submit the required documents and there has not been a policy to address this non compliance.*

Revised Policy 31 in part:

Policy 31. BRANCH EXECUTIVE COMMITTEE

- b. The BEC shall follow the Schedule of Branch Operations regardless of its size.

Each Branch, being an independent non-profit corporation licensed by the State of California and Chartered by Sons in Retirement, Inc., has the responsibility imposed for the obligations therefore as set forth in the Policies & Procedures and By-Laws as adopted by the State Board.

The Branch Schedule of Operations is specific in identifying obligations in the form of documents that the Branch is required to adhere to in order to keep the Branch in compliance with the State of California and with Sir State.

If these documents are not received by SIR State when required by the Branch Schedule of Operations then their Branch Charter is potentially in a state of non-compliance.

The Director of State Documents (DSD) is responsible for compliance to ensure that the Branch remains in friendly co-operation with SIR, Inc. (State) and will implement the following process to address the specific non-compliance issue(s).

- A. He will contact the Branch Big Sir by phone and discuss the non-compliance issue and the reason why it happened and request a reasonable date for resolution.

If the reason for the non-compliance was an oversight it will be addressed immediately by a specific date and the DSD will suspense the matter for follow-up on that date.

If the reason for the non-compliance was due to a lack of understanding in the importance of the requirement the DSD will address this personally or have an appropriate person at the State level address it.

If the reason for the non-compliance was due to a lack of training the DSD will work with State to establish the necessary training to resolve the issue(s).

If the reason for the non-compliance was defiance the DSD will document this by eMail to the State Board and schedule a non threatening visit with the Branch BEC in order for them to understand the severity of the situation.

The meeting with the BEC should be as friendly as possible but they need to understand that non-compliance is not acceptable and severe consequences may be imposed upon the Branch which may be:

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Removal of the dissenting members of the BEC and replacing them on an interim basis with officers from a neighboring Branch.

Polling the Branch membership after apprising them of the situation and asking them what they would like to do via a majority vote.

Revoking the Branch Charter and closing the Branch if an acceptable resolution cannot be obtained upon approval of the State Board

- B. If the decision is made for the Branch to surrender its Charter then the DSD will work with the Branch membership to transfer those wishing to remain as members of SIR to another Branch and proceed with the closing.
- C. Whatever final action is taken by the Branch or the State Board takes it shall be published to the other branches as a courtesy in order to be transparent and so they understand there are consequences for non-compliance.
- D. In any of the above scenarios the DSD will, by eMail, keep the State Board, the Branch BEC and the Area Representative up to date as to the status of the situation and the next step(s) to be taken.

P&P Recommendation: The Policy and Procedures Chairman recommends that the revision to Policy 31 be approved.

EXHIBIT C



2023 ANNUAL MEETING AGENDA

Conducted via Electronic Video (Zoom) Conference
Thursday, August 31, 2023 at 1:00pm
Login opens @ Noon

Attendees

Members of the Corporation

President: Dave Gonzales	Director - Branch Support: Jerry Morrow
Vice President: Dale Decker	Director - State Activities: Mark Stuart
Secretary: Rich Carlston	Director - Marketing & Communications: Andy Danver
Treasurer: Roy Hodgkinson	Director - State Documents: Jeff Chin
Past SIR Presidents: All	Chief Information Officer: Roy Hodgkinson
Area Representatives: All	
Big Sirs or Appointed Designees: All	

Plus State Committee Chairmen and Invited Guests

Nominating Chairman: Rick Kindle	Travel: Milt Smith
Parliamentarian: Stu Williams	Training & Development: John Kent
Policy & Procedures: Dale Decker	Golf: Mark Stuart
Bowling: Dan Weller	Insurance: Craig Hoffhines
Legal Advisor: Alan Melnicoe	RV: Bobbie Hairston
Database Chairman: Rick Sale	Website: Alan Baker
Newsletter: Jerry Sabo	Branch Activities: Bob Lucido
G&M Chairman: Lee Moy	State Advisor: Derek Southern

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Agenda and Addenda for SIR Inc Annual Meeting
31 August 2023

Time	Item	Presenter
1:00	Call to Order (10 Min) <ul style="list-style-type: none"> • Verification of Quorum • Pledge of Allegiance • Invocation • Welcome Officers and Guests • Agenda Revisions • Review Voting Process 	Dave Gonzales
1:10	President's Remarks (5 Min)	Dave Gonzales
1:15	Vote on Bylaw Changes (Addendum A) (5 Min) <ul style="list-style-type: none"> • To support State Board Position Title Changes 	Dale Decker
1:20	Election of 2023 State Officers (5 Min) <ul style="list-style-type: none"> • Presentation of Nominees (Addendum B) • Call For Nominations From The Floor • Election of Officers 	Rick Kindle (Eligible Voters)
1:25	Major 2023 Accomplishments (35 Min) <ul style="list-style-type: none"> • Branch Quarterly Membership Reports – Andy Danver • SIR Award Program – Andy Danver • SIR Website Updates – Dave Gonzales • Financial Report – Carl Mason 	Dave Gonzales
2:00	2024 Vison for SIR - President-Elect (20 Min)	Dale Decker
2:20	Special Announcements (10 Min)	Dave Gonzales
2:30	Feed Back from the Floor	Dave Gonzales
	Adjournment	Dave Gonzales

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Addendum A

Proposed Bylaw Revisions for 8/31/23 Annual Meeting

The following Bylaws changes were approved by the State Board for approval at the Annual Meeting to become effective

Background: The entire SIR Manual was updated 4/20/23 to reflect the new title of the Area Representative (formally Area Governor), the addition of four new State Director positions & three new Area State Representatives and the deletion of the Regional Director position

BYLAW CHANGES ASSOCIATED WITH SIR MANUAL

CHANGES:

Revised Bylaws: 30, 142, 143,144, 145, 146, 147,150, 151, 152, 153, 154, 155 and 156 - Updated titles of State Officers to agree with the new State Organization.

Deleted Bylaws: 161 and 166 - Regional Director and Area Governor positions were eliminated and these two Bylaws are no longer applicable.

Revised Bylaws: 167 and 184 - Updated titles of State Officers to agree with the new State Organization.

Vote to approve En Masse = 5 minutes or individually = 36 minutes

Specific additions/revisions to Bylaws in red and deletions with strikethroughs

Bylaw 30. In accepting an **Officer, Director or Area State Representative Position**, a member assumes responsibility to be bound by the Corporate Bylaws, Policies and Procedures and the **State and Branch Bylaws and Regulations**. In addition, **Officers, Directors or Area State Representatives and Branch 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) *(Rev 04/20/23)*.

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 **any State Board member, including Officers, Directors or Area State Representatives who cannot attend a scheduled Regular or Special Board Meeting, a proxy cannot be provided to represent him**. This is not permissible under California Non-Profit provisions. (Revised 8/7/2018) (Revised 8/20/19)(Revised 8/19/20). *(Rev 04/20/23)*.

Bylaw 143. All State officers, **State Directors and Area State Representatives (except Area Representatives)** shall be elected at the Annual Meeting of the Corporation. (Revised 8/7/95) *(Rev 04/20/23)*.

Bylaw 144. A **State Officer or Director** shall not serve concurrently as a **Branch Officer** or any other

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elected State office. Upon application, the President may make an exception to this policy. (Revised 8/20/19) *(Rev 04/20/23)*.

Bylaw 145. An Area Representative shall not serve concurrently in any other elected State office. Upon application, the Vice President may make an exception to this Policy. (Revised 8/20/19)(New Format 4/7/20). *(Rev 04/20/23)*.

Bylaw 146. Each Area Representative 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) *(Rev 04/20/23)*.

Bylaw 147. An Area State Representative shall not serve concurrently in any other elected State office. Upon application, the Vice President may make an exception to this Policy. (Revised 8/20/19) *(Rev 04/20/23)*.

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 Area Representative if there is no successor identified*, shall be filled by the State Board *by a qualified candidate to serve the unexpired term of the position until a successor is elected at the next Annual Meeting*. (Revised 8/7/95) *(Rev 04/20/23)*.

Bylaw 151. In the temporary absence of a State Director, the current State Director may appoint a present or past Area State Director *with the approval of the State Board* to serve during his absence. New 2/4/19 (Revised 8/20/19) *(Rev 04/20/23)*.

Bylaw 152. In the event the State Director is unable to make this appointment the State Board shall *appoint a qualified past or present State Director or other qualified candidate to serve the unexpired term of the position until a successor is elected at the next Annual Meeting.* *(Rev 04/20/23)*.

Bylaw 153. In the temporary absence of an Area State Representative, the current Area State Representative may appoint a present or past Area State Representative *with the approval of the State Board* to serve during his absence. New 2/4/19 (Revised 8/20/19) *(Rev 04/20/23)*.

Bylaw 154. A vacancy in the office of Area State Representative shall be filled by the State Vice President *with the approval of the State Board to serve the unexpired term of the position until a successor is elected at the next Annual Meeting*. A vacancy in the office of Area State Representative shall be filled as soon as possible. (Rev 8/20/19) (Rev 4/14/22)(Rev 8/25/22) *(Rev 04/20/23)*.

Bylaw 155. In the temporary absence of an Area Representative, the current Area Representative 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 Representative. *(Rev 04/20/23)*.

Bylaw 156. In the event the current Area Representative is unable to make this appointment, the Vice President shall make the appointment after consultation with the Big Sirs in the Area. (New Format 4/7/20) *(Rev 04/20/23)*.

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

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~~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)~~

Bylaw 167. If the Executive Committee of a Branch finds that it's Area **Representative (AR)**:

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 **Area State Representative (ASR)** in which the Area is located. The meeting shall be to determine by
a two-thirds affirmative vote of those in attendance whether the **AR** should be terminated or removed from
office. The **ASR** 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) (**Rev 04/20/2023**).

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, **if not being held by electronic means**, 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) (**Rev 04/20/23**).

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2023 ADDENDUM B

SIR STATE COMMITTEE NOMINEES FOR 2024 STATE OFFICERS ARE AS FOLLOWS.

PRESIDENT: DALE DECKER
VICE PRESIDENT: STU WILLIAMS
CHIEF INFORMATION OFFICER: ROY HODGKINSON
STATE SECRETARY: RICH CARLSTON
STATE TREASURER: CARL MASON

DIRECTOR - BRANCH SUPPORT: JERRY MORROW
DIRECTOR - STATE ACTIVITIES: MARK STUART
DIRECTOR - MARKETING & COMMUNICATIONS: ANDY DANVER
DIRECTOR - STATE DOCUMENTS: JEFF CHIN

AREA STATE REPRESENTATIVE: LEE LAMP (Areas 1, 3, 4, 5, 6, 9 & 11)
AREA STATE REPRESENTATIVE: RICHARD PROVOST (Areas 7, 10, 13, 18)
AREA STATE REPRESENTATIVE: BRUCE CORWIN (Areas 14, 15, 16 & 19)

Brief Biographies:

President Candidate: (Uncontested)

Dale Decker, a member of Sonora Branch 136 Sonora, having joined in 2008, and serving as a Director and Membership Chairman (2013), Branch Secretary and Bulletin Editor (2014), Little Sir (2015), Big Sir (2016), Nominating Committee Chairman Branch 136 (2017), Area Governor Area 5 (2018-20), Honorary Life Member (2021), Regional Director Region 2 (2021-22), elected State Vice President (August 2022-23)

Vice President Candidate (Uncontested)

Stu Williams, A member of Wine Valley Branch 149 having joined in 2015, and serving as a Little Sir (2016), Big Sir (2017), Chairman Growth & Membership (2018-2019), Assistant State Secretary (2019), Secretary (2019), Vice President (2021), President (2021 - assumed presidency upon the passing of Jim Johnson), Honorary Life Member (2022), and State Parliamentarian (2022-2023).

Chief Information Officer: (Uncontested)

Roy Hodgkinson, a member of Contra Costa Branch 146, serving as Branch Assistant Treasurer (2016), Treasurer and Budget Oversight Committee (2017), State Treasurer (2018-22), elected as Chief Information Officer (2023).

State Secretary: (Uncontested)

Rich Carlston, a member of Branch 8, having joined in 2020, and serving as Little Sir, elected

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State Secretary (2023). Previously a trial and regulatory attorney with a national practice and a member of the California State Bar Association. Past experience as the Board Chairman of the Walnut Creek Chamber of Commerce and Mayor of Walnut Creek.

State Treasurer: (Uncontested)

Carl Mason, a member of Solano Branch 88 having joined in 2012, and serving as Branch Treasurer (2016), Little Sir (2017), Big Sir (2018), Area Governor for Area 7 (2018-2020), and holds a master's degree in accounting, and a Certified Government Financial Manager, elected as State Treasurer (2023).

Director - Branch Support: (Uncontested)

Jerry Morrow, a member of Twain Harte Branch 172 joined in 2004, and serving as Little Sir (2011), Big Sir (2012), Area Governor 2013-2014), Regional Director (2015), Honorary Life Member (2019) Little Sir (2021), Big Sir (2022) and elected by the State Board as Director - Branch Support (2023).

Director - State Activities: (Uncontested)

Mark Stuart, a member of Roseville/Rocklin Branch 98 having joined in 2011 and serving as Little Sir (2012), Big Sir (2013). Region 9 Director (2014-2018), State Training Chairman (2015-2016), State Golf Chairman (2019-2023), Constant Contact eMail & Zoom Committee member (2020-2023), Honorary Life Member (2020), original member of the SIR Foundation Board (2018-2019) and elected by the State Board as Director - State Activities (2023).

Director - Marketing & Communications: (Uncontested)

Andy Danver, a member of Mission Trail Branch 35 having joined in 2010 and serving as special events Chairman (2010-2016), Little Sir (2018-2019), Big Sir (2020-2022), guest speaker identification (2018-2019), Parliamentarian and Historian (2021, 2023), Chairman of State Marketing & Communications Committee (first half 2023) until elected by the State Board as Director - Marketing & Communications (2023).

Director - State Documents: (Uncontested)

Jeff Chin, a member of Stanislaus Branch 103 Modesto-Stanislaus having joined in 2018 and serving as Little Sir (2020-2021) Big Sir (2022), on-going Newsletter Editor and Computer Chair, Area 18 Governor until being elected as Area State Representative(2023) for 4 Areas - 24 Branches and recently elected by the State Board as Director - State Documents (2023).

Area State Representative: (Uncontested)

Lee Lamp (Areas 1, 3, 4, 5, 6, 9 & 11), a member of The Three Shastas Branch 129 having joined in 2017, on-going Branch Golf Chairman, served as Little Sir for a short period of time and as Big Sir (2018-2023), accepted a role as mentor branch contact for 5 branches in Area 1 until being elected as Area Representative mid 2023 and elected by the State Board as the Area State Representative for 7 areas, 31 Branches.

Area State Representative: (Uncontested)

Richard Provost (Areas 7, 10, 13, 18), (Uncontested), a member of Stanislaus Branch 103 having joined in 2009, Branch computer instructor (2013 -). Webmaster (2014 -), Little Sir (2016 - 2017), Big Sir (2018). membership Chairman (2019), Area 18 Governor (2020 - 2022), elected as Area Representative mid 2023

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and elected by the State Board as the Area State Representative (2023) for 4 Areas - 24 Branches.

Area State Representative: (Uncontested)

Bruce Corwin (Areas 14, 15, 16 & 19), a member of Fresno Branch 159 having joined in 2016 and serving as assistant Treasurer (2017-2018) and as Treasurer (2018-2019) -[incumbent resigned in 2018]. With a strong background in engineering and IT he held the position of Web Master, Little SIR (2020), Big SIR (mid 2020 - 2021), Area 19 Governor (2021-2022), Honorary Life Member (2021), elected as Area Representative mid 2023 and elected by the State Board as the Area State Representative (2023) for 4 Areas - 21 Branches.

Exhibit D

2023 Projects in Progress:

Under Way Now, Completion Soon:

Membee Implementation

New State Organization Chart

New Branch Monthly Membership Status Report - Replace Form 27

Oakmont Agreement

Website Update

Need More Time and Effort:

State Marketing Organization

Growth: How to Stimulate Branches into Action

Minimum Branch Requirements

Replace Form 20 with Online Form

Replace Form 27 with Online Report

Will Bleed into 2024:

Branch Officer Training

State Volunteer Recruitment and Placement