



**Sons In Retirement Inc.
 Minutes of State Board Meeting
 Chez Shari Manteca GC
 305 N. Union Road
 Manteca, California 95336**



Wednesday March, 13, 2019 at 9:00am

State Board Members (* absent)

President: Ed Benson	Director, Region 1: Giorgio Dina for M. Stuart
Vice President: Dick DeVoe	Director, Region 2: Rick Kindle
Secretary: Ron Flagel	Director, Region 3: Dennis Pangburn
Assistant Secretary: Jim Johnson*	Director, Region 4: Patrick O'Keefe
Treasurer: Roy Hodgkinson	Director, Region 5: Walt Busenius for B. Holly
Assistant Treasurer: Jimmie Johnson*	
Chief Admin Officer: Dean Steichen	

Invited Participants present

Past Presidents: Dwight Sale and Bobbie Hairston
State Advisor: Stu Williams, Parliamentarian: Dwight Sale
Area Governors: Dale Decker, Walt Busenius, Pat Reed, Bob Ruether, Carl Mason, Giorgio Dino
Committee Chairmen: Stu Williams, Craig Hoffines, Barry Leskin, Lee Moy, Tony de Losada, Bobbie Hairston,

Call to Order

President Ed Benson called the meeting to order at 9:00 am and welcomed Board Members and invited participants.

Secretary Ron Flagel verified there was a quorum. The January 2019 meeting minutes were approved.

President's Remarks

President Ed Benson spoke to the following issues:

- Branch closings and the need to communicate better when closings & mergers are occurring. Stu Williams, Dick DeVoe, and Dwight Sale certainly should be notified. It was noted that there are two mergers currently happening. They are Br 46&87, as well as Br 14&33. Dwight emphasized that there is a procedure to properly carry out a merger and these Branches should be following it.
- Non response to requests for input prior to this meeting was discussed and it was concluded that such requests should be highlighted and better communicated.
- He emphasized the importance of getting a better attendance count for State Board meetings or any meeting where meals are involved.
- Ed also noted that Rick Sale has sent out a request to branches for member e-mail and phone lists. To date he has received 30. We have to do better in this matter if we are to communicate with our members.
- The cost and location of the monthly Board meetings were briefly discussed. Pat Reed was asked to determine if there was an inexpensive alternative in the Manteca area. We will also ask David Heflich to determine if there is a space at Rossmoor we might use for the May 31 meeting.

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Treasurer's Report

Treasurer Roy Hodgkinson reported assessment collections are on track to the tune of \$30,000 and that a foreign travel check has been received. He noted that his reports show a few anomalies with actual vs. budget, that will even out over the year. The cash reserve is at \$30,00 at this time. Insurance renewals payments are in process and the premium is expected to be about the same as last year.

February Meetings Feedback

Ed Benson solicited feedback from the February Town Hall and RD/SG Training meetings held in Walnut Creek. It was reported by several that the feedback was good for both meetings and having the training early worked well. Attendance at the training could have been better with 10 out of the 18 A/G's showing up.

Recruiting the "Home Alones"

Ruben Maynes (Branch 39) presented and discussed many of the items his committee are working on such as updating SIR business cards, use of newspapers, updating recruiting literature, and exposure at community events. Others suggested trying publications such as Kaiser newsletters etc.

The subject matter was discussed in some detail and it was pointed out the importance of getting our recruiting literature updated. Ed asked for volunteers to help the committee accomplish the update. Carl Mason, Dennis Pangburn, Tony de Losada, Stu Williams, and Ed Benson volunteered.

Ruben stated the plan is to pull the staff together and provide results to Stu Williams and the G&M committee in 45 days.

Best Branch Award 2019 report

Dale Decker & Ed Benson reported the status and plan as follows:

- The award form has been completed and distributed.
- Ed Benson will announce the process to all Big Sirs by March 16th.
- They are expecting candidate branch submittals to A/G's by May 15th.
- A/G & RD recommendations to be submitted to Ed Benson and the task force by June 20th.
- The Area Best Branch and runners up are to be determined and announced by August 20th. One Branch in each Area will get an award plaque and the best three will get a special award and plaque
- The nature of the award was discussed and it was generally agreed that the winners would be given the choice of money or merchandise.
- A key item to be done in the August/September time frame will be providing non winner feedback.

They also reported that there are plans to have a "Most Improved Branch" award announced in 2020. Work to solicit input must begin this year.

Policies and Procedure Committee Report

Dick DeVoe announced that the new SIR Manual has been posted on the SIR Website along with all Position Descriptions, an updated Leaders Guide, and updated Schedule of Operations.

Dick also explained the background and process leading to the proposed Bylaw revisions shown in (Attachment A). He then asked that the consideration and vote to include the list together as a whole. A Motion was made Seconded and passed (MSP) to approve all bylaw changes. All these Bylaw revisions will yet require approval at the 2019 Annual Meeting in August.

Further more, Dick asked that the revisions to Sir Manual Procedure 9 and Policies 26 & 40 (Attachment B) be approved together with one vote. A MSP approve these revisions.

Sir Dwight Sale presented Dick DeVoe with a State Awarded Honorary Life member certificate and badge. Dwight cited his many accomplishment that included the work done on the current Policies & Procedure Manual, 2 years as Rules Committee chairman, past State Secretary, Assistant State Secretary, Region 6 Director 2015, and Parliamentarian for many years.

2019 State Training

Barry Leskin and Ed Benson outlined the 2019 Training recommendations as follows:

- AG/RD (current & prospective) would consist of two sessions a year. One session has been completed in February.
- BS/LS consisting of on-line and two group sessions. Group sessions are expected to be led with Area resources trained by a State resource.
- Nominating Committee training will utilize on-line material plus group sessions conducted by Area/Region trainers trained with State resources.
- Branch Secretary, Treasurer, Membership Chairman training will be on-line and one session led by “best incumbents” also acting as mentors.
- BEC training will utilize on-line material such as RAMP and Goal Setting. The A/G is expected to follow up with the BEC’s to discuss what they learned & answer questions. It was noted that there is a BEC Job Description on the website and the A/G would do well to use that in their follow up meetings.
- RAMP Leader’s training will use on-line and small groups by function. Best incumbent trainers will be used & will continue on as mentors. Area Governors will need to find Area helpers to share their expertise.
- Schedule is as follows.
 - > AG/RD – February & September.
 - > BS/LS – October & February or March
 - > Nom Com – November
 - > Branch Secretary, Treasurer, Membership Chairmen, BEC, & RAMP leaders in October

It was reported that on-line training is now ready & available on the website.

It was recommended that a “Training Schedule of Operation” be put together and distributed. A similar idea was shared by Treasurer Hodgkinson who is putting together a handbook for incoming treasurers.

There was general agreement to these recommendations, as presented, and it is expected to be the 2019 Training Plan. The plan is essentially on-line and conducted by experts in the subject matter. Ed pointed out that the Area Governor will be the key to getting the training organized & accomplished and that because of his many duties it is incumbent that he get helpers in the Area.

At Risk Branches

President Benson led a discussion on the importance of dealing with branches that are at risk of failure. He noted that a program exists and is available. The basic actions and time frames are as follows:

- Communicate the program to AG's/RDs: Feb. 20 – Done
- Review & Finalize the Toolkit: Feb. 27 – Done
- RD's & A/Gs select at risk branches resulting in a list of these branches: April 1
- AGs & BSs meet with BEC's with the highest risk: Apr 15
- A/G's, BS's, BEC's meet with members and begin action planning: April 30
- RD's report results to State Board: May 31

Ed commented on the importance of making sure that the members of branches, that don't seem to care and are not willing to take action, understand the ramifications of their lack of action. Ed further stated that Branches not allowing communication with their members on these matters not be tolerated. Related discussion continued regarding quality leadership. It was agreed to continue with this program and if difficulty arises with communicating with the BEC's or the membership President Benson or Vice President DeVoe can get involved.

A proposed Theme Song for SIR was played. The song was written by Toby Keith for Clint Eastwood entitled "Don't let the old man in". It was well received and we will pursue getting permission from the appropriate copyright owner. It was agreed to give a State commendation to Chuck Joyce for putting together the video promoting SIR.

UCSF Partnership and Survey. Barry summarized the work done so far. Barry and Ed have met once with UCSF discussing the role that SIR could play in the study of aging among senior men. They noted that benefits may be had for both organizations, but a second meeting is necessary to define partner parameters. It was also suggested that a speaker from UCSF might be a good thing for the Annual Meeting.

Nominating Committee report

Ed Benson explained the importance of the branch nominating committee function and referenced discussions from the January Board meeting. At that time it was decided that a course for training Nominating Committees would be a priority item. The actions and time line is as follows:

- | | | |
|---|--------|----------------------|
| • Communicate the program to AG's/RD's | Feb 20 | By Ed - Done |
| • Develop Training Material & send to RD's (Leaders Guide and handouts) | Mar 01 | By Ed – Done |
| • Categorize branches by 3 levels of need | Mar 20 | By AG's / RD's |
| • Schedule training (Include BS's) (about two hours) | Apr 01 | By AG's |
| • Complete Level 1 Branch training | Apr 15 | By AG's & assistants |
| • Complete Level 2 Branch training | May 15 | By AG's & assistants |
| • Complete Level 3 Branch training | May 30 | By AG's & assistants |
| • Report progress to the Board | May 31 | By RD's |

Discussion continued about the difficulty of branches finding members for a committee. It was pretty much concluded that if the BS can't find a committee, he is the committee since it is his responsibility. This kind of process is crucial for the health of our organization.

Non-Compliant Branches

President Benson led a discussion dealing with non compliant Branches. He stated the brunt of these issues fall on the AG's and when they need help it has to come from the Board. Discussion and ideas then centered around ways of dealing with this problem.

The following issues were highlighted and discussed:

- The Board's compliance expectations are as follows:
 - > Accurate and timely reporting of Forms 20, 27, 28 and 63 or 64
 - > Filling Branch officer, Nominating Committee, BEC and RAMP positions.
 - > Assist in nominating Area Governors
 - > Attend State provided training
 - > Attend the Annual Meeting
 - > Attend Town Hall meetings
 - > Cooperate with the State and other Branches in matters promoting SIR.
 - > Branch works to increase membership, member satisfaction, activities in general, as well as those including spouses or partners. Also the promotion of the SIR image within the Community is vital.
- Have our SIR Leadership Council develop a similar list for what Branches expect from the State?
- Are there degrees of non compliance? – “Can't do's” (15)? “Won't do's” (5)?
- Are we willing to lose a Branch over this issue?
- What time period should be allowed to take corrective action?
- What types of actions can we take?

After much discussion the following actions were settled on.

- The AG's will determine who these branches are (with consideration of the “at risk status”) and make a list that identifies the “can't do's” & “won't do's”.
- Work with the “can't do's”.
- Determine what to do with “won't do's”. Provide the list to the President or Vice President.
- President or Vice President will work with the RD's, AG's, and Branches.

Growth and Membership

1. Tony de Losada reported the status of the “Single Online Purchasing” program. Tony provided a printed handout of what the account access website may look like. He outlined the plan as follows:

- Currently they are in a testing mode with 11 branches selected to test the process.
- The Account Access program will be on the SIR website about April 27th. It will be available to all members to see what it looks like only.
- After the 3 month testing, G&M will review the process.
- Once it is up and running orders will be placed thru a representative from each Branch only.

2. Stu Williams reported the “Recruiting Website” update is still being worked. He also noted that he would like to include the “Don't let the old man in” SIR video.

3. Tony de Losada summarized the efforts so far regarding the “Survey Assistance for Branches Plan”.

- They have talked to Branches that have done surveys and obtained samples from them. He passed out a sample “Member Survey” and discussion followed on the subject matter.
- Some points from the discussion had to do with the number of questions (less than ten?) and having a comment section added.

Mission/Vision Task Force report

Giorgio Dina made a presentation, with handouts, of the efforts of the team consisting of himself, Barry Leskin, Carl Mason, Dave Heflich, and Mark Stuart. The presentation emphasized the importance of a proper Mission/Vision statements and gave examples. It was noted that a minor revision could be made to the current SIR Mission statement. After discussions it was decided that the two Vision statements would be turned over to the G&M committee for evaluation.

Old Business

A Form 27 update was provided by Stu Williams. He explained that he reviewed the history and reasons for the creation of the form. The problem of getting Branches to use it and get it turned in on time still remains.

Travel Task Force Report: Deferred.

State Sporting Events. Lee Moy presented planned events as follows:

- Golden Gate Fields (horse racing) Friday March 29th at 11:00am
- AAA Baseball (River Cats) at Raley Field Sacramento Sunday April 7th at 1:00pm and again at Raley Field a “Thirsty Thursday” game Thursday June 13th at 7pm.
- AAA Baseball (Fresno Grizzlies vs Sacramento River Cats at Chukchansi Park Saturday May 18th at 6pm, but meeting earlier at Tioga-Sequoia Brewery at 4:30pm
- Major League Baseball Oakland A’s vs San Francisco Giants in the “Battle of the Bay” at Oakland Coliseum Sunday August 25th at 1:00pm.

New Business

SIR Leader (and spouse/partner) BBQ. President Benson announced that the free SIR Leader BBQ including spouses/partners will be held. It will be at the Napa Elks Club and can accommodate up to 150 participants. The attendance priority would be R/D’s & AG’s first, BS’s second, LS’s third. It was also suggested that the Leaders of SIR’s Best Branches receive priority invitations. A likely date is some time in July, prior to the Annual Meeting or late August/September after the Annual Meeting.

SIR Member Handbook. Ed led a brief discussion about the need & usefulness of a Member Handbook. It idea was generally favored, but will be discussed at the May Board meeting.

Testimonials Video. A rough cut video with testimonies from many SIR members was played, discussed, and it was generally agreed it had promise for use in our recruiting efforts.

President / Regional Director Meeting

It was suggested that the President and Vice President have occasional meetings with the Regional Directors as a Group. A date will be set in late April for such a meeting for a BBQ at Chez Benson in Walnut Creek.

Adjournment:

President Ed Benson adjourned the meeting at 3:15 pm.

Respectfully submitted.

Secretary Ron Flagel - March 26, 2019

Next State Board Meeting:

Friday May 31st 2019
Rossmoor Adult Community – Vista Room in the Hillside Complex
1021 Stanley Dollar Drive
Walnut Creek, CA 94595

Attachment A

Updated 3/13/15

BYLAW AND POLICY REVISIONS/ADDITIONS

A. PROPOSED BYLAW REVISIONS RESULTING MOSTLY FROM THE SIR POLICIES & PROCEDURES MANUAL PROJECT

(The following Bylaws are approved by the State Board for action at the Annual Meeting. Additions/revisions in bold with strikethroughs)

Bylaw 1. The purpose of a Branch of Sons In Retirement, Incorporated ~~and its Branches~~ is to **promote the SIR Mission. The Mission of SIR is to improve the lives of our members through fun activities and events – while making friends for life.** (Revised 8/20/19)
~~operate a public benefit organization providing for the welfare of retired men from all walks of life who are pursuing a common goal, namely, the enjoyment of their later years with dignity and pride, by assisting these senior citizens to renew former friendships and associations and affording them an opportunity to make new friends through association with other retired men who also face the particular problems that confront men upon their retirement.~~

[Comment: This revision simplifies the purpose, focuses on the SIR Mission and materially reduces the emphasis on retired and semi-retired men.]

Bylaw 6. ~~As used herein, the term “Standing Rules” means rules adopted by the State Board of Directors.~~ (Deleted 8/20/19)

[Comment: The Bylaw is deleted because there are no longer Standing Rules.]

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

[Comment: This revision changes the wording from Standing Rules to Policies and Procedures]

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

~~Membership shall be open to men retired from full time gainful occupation, regardless of age, race, color or religion.~~

[Comment: This revision more accurately summarizes the criteria for SIR membership and the behaviors encouraged for its members.]

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

[Comment: This revision deletes the obsolete word “active”; other changes added for clarity]

Bylaw 18. To maintain his membership, a member must attend his Branch meetings as required by the **Policies and Procedures** ~~Standing Rules.~~ (Revised 8/20/19)

[Comment: This revision changes the wording from Standing Rules to Policies and Procedures]

Bylaw 19. The breach of any **Policy or Procedure** ~~Standing Rule~~, Bylaw or Regulation, or refusal to conform thereto, may be cause for membership termination. ~~expulsion or suspension.~~

[Comment: This revision changes the wording from Standing Rule to Policy or Procedure, and deletes the terms “expulsion or suspension” as unnecessary]

Bylaw 20. The procedure for effecting the termination, ~~expulsion or suspension~~, after due notice and opportunity to be heard, shall be as prescribed in the **Policies and Procedures** ~~Standing Rules~~.

[Comment: This revision changes the wording from Standing Rules to Policies and Procedures, and deletes the terms “expulsion or suspension” as unnecessary]

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

[Comment: This revision deletes the obsolete word “active”, and corrects other wording]

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

[Comment: This revision deletes the obsolete word “active”]

Bylaw 30. In accepting a Branch office, a member assumes responsibility to be bound by the Corporate Bylaws, **Policies and Procedures**, ~~and Standing Rules~~ and the Branch Bylaws and Regulations. **(Revised 8/20/19)**

[Comment: This revision changes the wording from Standing Rules to Policies and Procedures]

Bylaw 36. Special meetings of the officers or members may be held **in accordance with the Policies and Procedures**. ~~at the discretion of the Big Sir. Notice of special meetings shall be mailed to the members involved at least five days in advance of the date set.~~ **(Revised 8/20/19)**

[Comment: This revision transfers procedural items to Policies and Procedures approved by the State Board.]

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

[Comment: This revision changes wording from Standing Rules to Policies and Procedures]

Bylaw 50. The **Policies and Procedures shall be followed when appointing Committee Chairmen**. ~~Big Sir shall appoint committee chairmen and members to conduct the administrative details and records of membership, attendance and various Branch activities, to serve at the pleasure of the Big Sir.~~ **(Revised 8/20/19)**

[Comment: This revision transfers procedural activities to the State Board. Additionally, the current Bylaw requires that the Big Sir appoint **all** members of Branch Committees, which is considered unnecessary and inappropriate operationally.]

~~**Bylaw 60.** Date handling instructions moved to the rule manual protocol. (Deleted 8/20/19)~~

[Comment: This Bylaw is deleted as unnecessary/obsolete.]

~~**Bylaw 100.** The purpose of the Corporation is to provide a governing entity which, through its Board of Directors, will manage the Organization to assure uniformity of administration and operation of the Chartered Branches in furtherance of the objectives of Sons In Retirement, Incorporated: the providing for the welfare of the retired men from all walks of life who are pursuing a common goal, the enjoyment of their later years with dignity and pride by assisting these senior citizens in renewing former friendships and associations, and affording them an opportunity to make new friends through association with other retired men who also face the particular problems that confront men upon their retirement. (Deleted 8/20/19)~~

[Comment: Existing Bylaws 1 and 100 are essentially duplicates, with one for Branch Bylaws and one for State Bylaws. Bylaw 1 as proposed replaces Bylaw 100.]

Bylaw 122. As used herein, the term “**Policies and Procedures Standing Rules**” means the **Policies and Procedures** rules governing the Corporation and the Branches adopted by the State Board. (Revised 8/20/19)

[Comment: This revision changes the wording from “Standing Rules” and “rules” to Policies and Procedures]

Bylaw 133. The conferring of Honorary Life Membership **process as outlined in the Policies and Procedures shall be followed.** is reserved to the State Board. (Revised 8/20/19)

[Comment: This revision clarifies that the HLM process, including conferring, is as outlined by the State Board in Policies and Procedures.]

Bylaw 144. Each Regional Director shall be elected for the ensuing calendar year by the Governors of the Areas comprising the Region, as provided in the **Policies and Procedures Standing Rules.** (Revised 8/20/19)

[Comment: This revision changes the wording from Standing Rules to Policies and Procedures]

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

[Comment: This addition provides flexibility to make an exception.]

Bylaw 146. Each Area Governor shall be elected for the ensuing calendar year by the Big Sirs and Little Sirs of the Branches within the Area as provided in the **Policies and Procedures.** ~~Standing Rules.~~ (Revised 8/20/19)

[Comment: This revision changes Standing Rules to Policies and Procedures]

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

Upon application, the President may make an exception to this Policy. (Revised 8/20/19)

[Comment: This addition provides flexibility to make an exception.]

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

[Comment: This revision changes wording from Standing Rules to Policies, Procedures, and Position Descriptions]

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

[Comment: An Area Governor may be from a Branch in another Area. This revision addresses that possibility.]

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

- **has seriously breached or refused to conform to, any Policy, Procedure, Bylaw or Presidential directive, or**
- **is, or has been, engaging in a course of action determined to obstruct or harm the best interests of SIR, Inc., its members, and/or its Branches,**

the State Board at the next scheduled meeting or at an earlier meeting called for that purpose, shall determine by a two-thirds affirmative vote of those in attendance whether the officer should be terminated or removed from office. (Revised 8/2/04) (Revised 8/20/19)

~~Bylaw 165. Upon the finding by the State Board that any State Officer, other than a Regional Director or an Area Governor, has breached or refused to conform to, any Standing Rule, Bylaw or Presidential directive, or is, or has been, engaging in a course of action determined to be inimical of the best interest of Sons In Retirement, Incorporated, the question as to whether the membership of the officer should be terminated or suspended shall be placed before the State Board at the next scheduled meeting or at an earlier meeting called for that purpose. (Revised 8/2/04)~~

[Comment: This revision (1) changes wording from Standing Rule to Policy, Procedure and (2) augments/clarifies the wording involving termination or removal from office.]

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

- **has seriously breached or refused to conform to, any Policy, Procedure, Bylaw or Presidential directive, or**
- **is, or has been, engaging in a course of action determined to obstruct or harm the best interests of SIR, Inc., its members, and/or its Branches,**

the AG shall call a meeting of the AG's of that Region. The meeting shall be to determine by a two-thirds affirmative vote of those in attendance whether the RD should be terminated or be 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 166. — Upon the finding of a Regional Director's breach of any Rule, Bylaw or Presidential Directive, or refusal to conform thereto, by any one of the Area Governors in his Region, or if the State Board through the President advises the Area Governor in which the Regional Director's Branch is located, that a transgression has taken place, the Area Governor so notified shall call a meeting of the Area Governors of that Region to determine if the membership of the Regional Director shall be terminated or suspended. 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)~~

[Comment: This revision (1) changes wording from Rule to Policy, Procedure and (2) augments/clarifies the wording involving termination or removal from office.]

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

- **has seriously breached or refused to conform to, any Policy, Procedure, Bylaw or Presidential directive, or**
- **is, or has been, engaging in a course of action determined to obstruct or harm the best interests of SIR, Inc., its members, and/or its Branches,**

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

~~Bylaw 167. If the Executive Committee of a Branch finds that its Area Governor has breached any Rule, Bylaw or Presidential Directive, or has refused to conform thereto, a special meeting of the Big Sirs and Little Sirs of the Branches in the Area shall be called and conducted by the Regional Director of the Region in which the Area is located, to determine by majority vote whether the membership of the Area Governor should be terminated or suspended. Such a meeting will be called by the Regional Director if the State Board through the President advises the Regional Director of the Region in which the Area Governor is a member, that such a transgression has occurred. The Regional Director shall have no vote in the matter except to break a tie.~~

[Comment: This revision (1) changes wording from Rule to Policy, Procedure and (2) augments the wording involving termination or removal from office.]

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

[Comment: This revision changes wording from Standing Rules to Policies and Procedures]

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

[Comment: This revision changes wording from Standing Rules to Policies and Procedures]

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

[Comment: This revision changes wording from Standing Rules to Policies and Procedures]

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

[Comment: This revision changes wording from rules to Policies and Procedures]

Bylaw 256. Audits shall be conducted in accordance with the Policies and Procedures. ~~As soon as practical after the appointment of its members, the committee shall make an audit of the books and records covering the financial transactions of the Corporation, including State activities such as golf, bowling, travel and the like, for the calendar year just past and report thereon to the President.~~ **(Revised 8/20/19)**

[Comment: This revision transfers procedural items to Policies and Procedures approved by the State Board.]

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

[Comment: This revision changes wording from Standing Rules to Policies and Procedures]

~~**Bylaw 291.** Date handling instructions moved to the rule manual protocol.~~ **(Deleted 8/20/19)**

[Comment: This Bylaw is deleted as unnecessary/obsolete.]

Attachment B

B. PROPOSED POLICY REVISIONS

Procedure 9 – How to Use the SIR Logo and Emblem

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

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



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

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



[Comment: Procedure 9 is revised to reflect the consensus received at the 2/12/19 BS/LS Town Hall Meeting and 2/13/19 RD/AG Training Meeting for use of the new logo and emblem.]

Policy 26. TERMINATION OF A MEMBER

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

[Comment: This addition provides a Branch with another option to terminate a member.]

Policy 40. REMOVAL FROM BRANCH OFFICE

Any Branch Officer may be removed from office upon finding that he has breached or refused to conform to any State Bylaw, Policy, Procedure, Branch Regulation, or Big Sir or Branch Executive Committee (BEC) directive, **or for activity which jeopardizes the well-being of its members or of the branch.** See Procedure 40 – How to Remove a Branch Officer shall be followed.

[Comment: This addition provides a Branch with another option to remove a Branch Officer from office.]

