

State Board Meeting Minutes Sons In Retirement Inc.

Meeting held via
Electronic Video Conference



Tuesday, May 11, 2021 at 10:00 am

State Board Members Present

President: Stuart Williams
Vice President: Rick Kindle
Secretary: Ron Flagel
Assistant Secretary: Lee Moy
Treasurer: Roy Hodgkinson
Assistant Treasurer: Ron Saltgaver
Chief Admin Officer: Dean Steichen

Director, Region 1: Dave Gonzales
Director, Region 2: Dale Decker
Director, Region 3: Dennis Pangburn
Director, Region 4: Pat Reed
Director, Region 5: John Haffner

Invited Participants Present:

Derek Southern: Past President & Host
Mark Stuart: Golf & Co-host

Craig Hoffhines: Insurance
Alan Melnicoe: Legal Advisor

Other Attendees:

Kevin Mahoney, Steve Schramm, Hugh Thompson, Steven Eastman, and Foster Kinney.

Call to Order

President Stuart Williams called the meeting to order at 10:00 am on May 11, 2021.

The Pledge of Allegiance was led by Stu Williams.

The Quorum requirement was met with all officers present.

President Williams tendered the minutes from the March 2021 Special State Board meeting and the April 2021 Special State Board Meeting as posted on the website. There were no corrections and with a Motion from Dean Steichen and being seconded by Pat Reed, The Minutes were **Approved Unanimously.**

President Williams then asked that the Board go to an Executive Session. A motion was made to retire to Executive Session by Rick Kindle and seconded by Dale Decker. **Motion Passed Unanimously**

The Board adjourned to Executive Session at 10:10 am.

The Board took the following Reportable Action;

The Board reaffirmed the COVID Protocol requirement item #4, "To ensure compliance with the requirements of item 3, branches shall require Attendees to show the original, a copy, or photo (in hardcopy or via a phone) of their vaccination record cards or test result documentation".

The Board to provide clarification of the requirements between indoor & outdoor activities, and clarification of the need for multiple (State & Branch) waivers.

The Regular meeting was reconvened at 11:02 am.

Nominating Committee Report

Past President Derek Southern reported on the status of 2022 Slate of State Officers as follows:

President: Rick Kindle
Vice President: Dave Gonzales
Treasurer: Roy Hodgkinson
Assistant Treasurer: Ron Saltgaver
Secretary: TBD
Assistant Secretary: Lee Moy
Chief Admin Officer: Dean Steichen

A Motion was made by Dale Decker and seconded by Ron Saltgaver to approve the 2020 Slate of officers for presentation at the Annual Meeting. **Motion Passed Unanimously.**

Financial Report

Treasurer Roy Hodgkinson reported as follows:

2021 Income and Expense (Attachment A). Roy pointed out that the Actual Income against Budgeted Income was higher because the budget cycle starts in October. Assessment was higher because the Budget was based on a pessimistic outlook of 10k members. He noted the the income from branch closings is always an allocation for the year and since this report is thru April the amount shown represents about a third of the year total expected. On the expense side it was noted that Administration in down nicely. Roy explained that the \$17k for insurance is for 1/3 of the year and we have paid 25% at the May renewal. However we are still looking for clarification from our carrier . Overall the year looks reasonable, but we may do better because we are getting back into activities earlier than expected.

Roy further summarized:

- Income consisted of 55% cash forward from last year, 41% Assessments, and 4% Branch closings.
- Expenses consisted of 86% Insurance, 7% Administration, and 7% Committees

Government Filings (Attachment B). Roy reviewed the matrix showing reports and filings required by various governmental agencies that he is responsible to fulfill. Most are complete and highlighted as such. Discussion occurred in regards to Branches that have not fulfilled their assessment payments. The list of Branches not responding are Br14, 17, 51, 55, 73, 92, 94, 101, 134, 142, and 157.

Special State Award

Roy Hodgkinson reviewed the many accomplishments and extra efforts completed over several years of service by Mike Berry, both as a Past Treasurer and active supporter of SIR financials requirements. A Motion was made by Dean Steichen and seconded by Ron Saltgaver to allow President Williams and Roy Hodgkinson to purchase a Special Award plaque not to exceed \$100 for Mike Berry with the intention of presenting it at the Annual Meeting. Motion Passed Unanimously.

Policy and Bylaw Revisions (Attachment C)

Committee Chairman Dale Decker reviewed each of the following Policy and Bylaw Revisions and each one was voted on separately and passed as shown:

- Proposal 1; Policy 45 revisions to allow Chief Administrative Officer as a voting member of the State Executive Committee. A Motion was made by Rick Kindle and Seconded by Roy Hodgkinson to approve this revision. Motion Passed Unanimously.
- Proposal 2; Bylaw 220 revisions to support Policy 45 revisions if approved. A Motion was made by Rick Kindle and Seconded by Dennis Pangburn to approve this revision. Motion Passed Unanimously.
- Proposal 3; Policy 50 revisions allowing the Chief Administrative Officer to appoint Systems Committee members. A Motion was made by Pat Reed and Seconded by Ron Saltgaver to approve this revision. Motion Passed Unanimously.
- Proposal 4; Policy 22A revision to our New Member Induction Oath that was authored by Jim Johnson to clean up and clarify the oath. A Motion was made by Dean Steichen and Seconded by Pat Reed to approve this revision. Motion Passed Unanimously.
- Proposal 5; Policy 41 Revision to Branch Advertising in Bulletins/Roster that allows one single page of sponsor advertisements in Branch rosters and bulletins to offset Branch expenses. A Motion was made by Rick Kindle and Seconded by Ron Saltgaver to approve this revision. Discussion occurred about distributing Bulletins/Roster digitally or requiring subscriptions to be paid to the branch. After discussion the Motion Passed with one No.

New Business

SIR helping medical science. Regional Director Dave Gonzales presented a pre resolution about a possible new activity to be called SIRS Helping Medical Science. He explained that medical issues pertaining to senior men has had little attention due to a lack of participants in general. Dave pointed out that SIR has worked with UCSF in the past with very good participation from our membership.

Dave went on to say that he and other SIR members would form a team to explore this effort as a possible new SIR activity working with UCSF and other similar organizations. The team would email our membership about participating in surveys or clinical trials. Dave stated that the team would work to insure the activities would be relevant to our members, protect confidentiality, and have our legal advisor and insurance chairman input. The results of any of these activities would be presented to our membership as a whole. The first step would be to survey the membership to determine the level of interest in this type of project. He explained that if the response was positive the team would then put together a more concrete proposal to present to the Board at a later date. Dave requested the boards approval to proceed with a survey of the membership to determine the level of interest. Discussion followed concerning the required number of participants that may be needed. A straw vote was taken and the Board agreed for Dave and the team to proceed.

SIR Giving Back Proposal. Big Sir Steve Schramm on behalf Branch 8 presented a Proposal for a pilot program for a SIR Giving Back activity to facilitate community outreach. (Attachment D).

He explained the benefits of the SIRS Giving Back Proposal as follows:

1. Attracts younger members who want to join an organization that serves their communities
2. Builds camaraderie among participants and promotes SIR in our communities
3. Provides a great example of how senior men can improve the well being of others
4. Make a public statement that SIR is an organization that is selfless, cares about others, and takes action to create a better community
5. Delivers a positive psychological benefit to our members

Steve further outlined the next steps for implementation of the proposal as follows:

1. Develop a written motion for a SIRS Giving Back Activity subject to approval by the Branch 8 BEC
2. Communicate the new activity to Branch 8 members to obtain volunteers
3. The Branch 8 New Activity group to review and select an upcoming Community Service Project for volunteer participation
4. The group participates and reports back to the Branch 8 BEC for evaluation and potential adjustments to the activity

A report from Branch 8 on the success of this pilot program will be revisited by the State Board at the Regular State Board meeting in January 2022.

SIR Imaging update. Regional Director Dave Gonzales reported that the next major event will be a Zoom meeting to present the Brand Guide to Branch Big SIRS, Little SIRS, News Editors, and Publicity Chairmen. The committee members as well as the State Board and others affected at the State level will be invited. The meeting is scheduled for May 26, 2021.

California Department Insurance Connection. CAO Dean Steichen reported on being contacted by the California Department Insurance Connection about offering to SIR information that they have relating to seniors. Dean noted that he had sent around information on the subject to get idea of the boards opinion, but is not sure of the results. President took a poll of the board and with no objections, instructed Dean to proceed.

SIR Foundation update. Foundation President Derek Southern stated that the foundation is about to pay the second year subscription for Zoom. He noted that the use of Zoom saves the foundation a lot of money, but without an income it will be difficult making that financial outlay. A Motion was made by Dale Decker and seconded by Roy Hodgkinson to make a donation to the SIR Foundation in the amount that has been already allocated in the 2021 SIRINC Budget. Motion Passed Unanimously.

SIR Branding by Branches. Roy Hodgkinson questioned how Branding for Websites hosted by the SIR State would be implemented. Dean indicated that the INFOSYS would handle those branch websites (24or25) that were designed by the State.

Activities Week: Assistant Secretary Lee Moy announced the upcoming SIR Leadership Symposium being held via Zoom on May 19th and 20th from 2-4 pm. This is a meeting for R/D's, A/G's, Big Sirs, Branch Nomination Committee.

There being no further business, President Williams Adjourned the meeting at 12:16 pm.

Minutes submitted for approval by:

Ronald Fligel
State Secretary
May17, 2021

Minutes Approved:
TBD

**Next Scheduled Board Meeting:
September 22, 2021 at 10:00 am
To be conducted Via Zoom**

Attachment A

SIR Inc. Financials Year to Date 2021

Account	Actual	2021 Budget
REVENUE		
Cash Forward*	\$24,403	\$18,823
Assessments - as of 5/7 \$2,069 overdue	\$17,946	\$17,325
Branch Closing	\$1,718	\$1,668
Total Revenue	\$44,067	\$37,816
EXPENSE		
Administration	\$1,923	\$3,664
Insurance: 25% - \$12,335 - due in May	\$22,068	\$17,000
Committees**	\$1,700	\$4,848
State Mtgs	\$0	\$800
Regions	\$34	\$1,680
Total Expense	\$25,725	\$27,992
2021 Surplus YTD	\$18,342	\$9,824

* 4Q2020 expenses ~\$5,500 under projections

** Public Image: \$1,400 spent of \$9,500 2021 budget

Attachment B

Government Filings

Agency / Form	Normal Due Date	SIR Inc.	SIR Branches	SIR Foundation
----- For CY 2020 -----				
IRS 990EZ - Also file with CA AG RCT	15-May	4/18/2021	n/a	4/22/2021
IRS 990N	15-May	n/a	5/4/2021	n/a
IRS Group 990 Filing	not requ'd if net Income < \$50k	n/a	n/a	n/a
CA AG RCT RRF-1	15-May	RRF-1 plus 990-EZ pending 5/7/2021	ready to mail	pending 5/7/2021
CA AG RCT CT-TR-1	15-May	n/a	ready to mail	pending 5/7/2021
CA FTB 199	15-May	Filed, copy pending	n/a	not requ'd if net Income < \$50k
CA FTB Group 199	15-May	n/a	Filed, copy pending	n/a
CA FTB 199N (postcard)	15-May	n/a	n/a	5/5/2021
CA Sec of State SI-100	every 2 years on corporate anniversary	Filed by the SIR Asst. Secretary	Filed by the SIR Asst. Secretary	Due 2021

Attachment C

Proposed Policy & Procedure and Bylaw Changes

Comments in Italics
~~*Deletions with Strike Through*~~
New Wording in Bold

April 29, 2021

Proposal 1: *Revise Policy 45 State Executive Committee to include the Chief Administrative Officer as an additional member with voting rights.*

Reference: *Directive from President Stu Williams, via eMail dated 2/2/2021.*

Background: *A concern was raised that by not having the Chief Administrative Officer as a member of the State Executive Committee with voting rights could lead to administrative conflicts or oversights in some approved actions.*

Additionally, if this revision is approved the State Executive Committee would consist of five members thus eliminating the possibility of a voting tie.

Action: *The proposal to revise Policy 45 as stated above was reviewed by Dale Decker, P&P Chairman, who determined it did not need to be reviewed by the entire committee.*

Revised Policy 45:

Policy 45. STATE EXECUTIVE COMMITTEE

There shall be a State Executive Committee composed of the President as Chairman, the Vice President, the State Secretary, the State Treasurer **and the Chief Administrative Officer with voting privileges** and the State Advisor as an Ex Officio member without voting privileges. The Committee shall meet at the call of the President concerning matters requiring his attention. (See Bylaw 220) (**Revised 4/29/21**).

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

Proposal 1 continued:

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

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

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

P&P Recommendation: *The Policy and Procedures Chairman recommends that the revision to Policy 45 be approved.*

Proposal 2: Proposed Revision to Bylaw 220 to support revised Policy 45:

Reference: Bylaws support policies. Therefore, Bylaw 220 which supports Policy 45 requires updating to allow this policy to be fully effective and legal.

Action: The proposal to revise Bylaw 220 as stated above was reviewed by Dale Decker, P&P Chairman, who determined it did not need to be reviewed by the entire committee.

Revised Bylaw 220:

Appendix A. Branch and Corporate Bylaws

Article 8 – Committees

State Executive Committee

Bylaw 220. There shall be a State Executive Committee composed of the President as Chairman, the Vice President, the State Secretary, the State Treasurer **and the Chief Administrative Officer with voting privileges** and the State Advisor as an Ex Officio member without voting privileges. The Committee shall meet at the call of the President concerning matters requiring his attention. (Revised 8/5/13) **(Revised 4/29/21).**

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

P&P Recommendation: The Policy and Procedures Chairman recommends that the revision to Bylaw 220 be approved.

Note: Bylaw 221.1 allows the State Executive Committee [SEC] to adopt a temporary change in Branch or Corporate Bylaws approved by the State Board to become effective immediately and to remain in effect only until the next SIR Annual Meeting where it is required to be placed on the Agenda for approval by the general SIR membership.

Note: Additionally, Bylaw 222.1 states that while in effect, temporary changes in Branch or Corporate Bylaws adopted by the [SEC] and approved by the State Board shall have the same force and effect as if adopted by the SIR Membership.

Proposal 3: Revise Policy 50 to change the appointment of the Information Systems Committee members to the Chief Administrative Officer instead of the President.

Reference: Members of the Information Systems work closely with the Chief Administrative Officer and therefore should be appointed by him.

Action: The proposal to revise Policy 50 as stated above was reviewed by Dale Decker, P&P Chairman, who determined it did not need to be reviewed by the entire committee.

Revised Policy 50:

Policy 50. SIR WEBSITES

SIR Websites are an integral SIR resource; the SIR Website effort is led by the Information Systems Committee whose members are appointed by the ~~President~~ **Chief Administrative Officer**. This policy refers to any website on the Internet that uses the name SIR and/or the SIR logo. **(Revised 4/29/21)**.

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

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

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

Proposal 3 continued:

SIR Website content shall meet the following criteria:

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

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

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

P&P Recommendation: *The Policy and Procedures Chairman recommends that the revision to Policy 50 be approved.*

Proposal 4: *Revise Policy 22A, New Member Induction Oath*

Background: *Jim Johnson, SIR Vice President, proposed clarifying the current new member induction oath to provide more focus on SIR's member expectations.*

Action: *The following revision was authored by Sir Johnson and reviewed with comments by Dale Decker, P & P Chairman, but placed on hold until 2021.*

Revised Policy 22A:

Policy 22A NEW MEMBER INDUCTION OATH

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

Many Branches have their own welcoming remarks or induction oaths for new members being installed. It is not the State's intention to establish a one size fits all new member welcoming remarks or induction oath. ~~but one that reinforces SIR's Member Expectations by including specific wording in your current installation ceremony.~~

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

~~The Inducting Officer shall state to the new member Candidates:~~

Proposal 4 continued:

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

The new member induction ceremony is an excellent forum in which to remind all Sirs in attendance of SIR's member expectations. ~~Thus, it is SIR policy that the above statement be included in all induction ceremonies.~~ (New 10/18/19)
(Rev 10/27/20). **(Revised 4/29/21)**.

P&P Recommendation: The Policy & Procedures Committee recommends that the revisions to Policy 22A be approved

Proposal 5: *Revise Policy 41 to clarify the limit of advertising that may be accepted for inclusion in Branch roster booklets and bulletins/newsletters to offset printing expenses .*

Reference: *The current policy restricts the number of advertisements to three.*

Action: *The revision was authored by Dale Decker, P&P Chairman, after reviewing several Branch Bulletins and other non-profit organization publications that contained more than three advertisements. This is in line with what other non-profit organization allow (i.e., Elks) and SIR Branches been hampered with by only allowing three (3) on the back page of Branch rosters. In addition, the majority of branches read this to believe that advertisements were not even allowed in Branch Bulletins.*

Revised Policy 41

Policy 41. BRANCH ADVERTISING IN BULLETINS/ROSTER

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

Advertising or listing in a Branch publication, or otherwise promoting the sale or exchange of products, services, or the like, of any person or entity other than a member in which all of the proceeds there from does not ~~inure to~~ **benefit** SIR, Incorporated, or a Branch thereof, is prohibited unless authorized by SIR Policies or Bylaws. ~~Up to three~~ **Exception: one single page of sponsor** advertisements may be accepted to offset the **Branch** expenses of rosters and bulletins. Such advertisements may contain the name, **logo**, telephone number, address, email address and a brief description of the enterprise, e.g., a full service pharmacy, a grocery market and deli, a gaming casino. **(Revised 4/29/21)**.

Proposal 5 continued:

P&P Recommendation: The Policy & Procedures Committee recommends that the revisions to Policy 41 be approved

Attachment D

SIRS GIVING BACK A PROPOSAL FOR POLICY CHANGE May 11, 2021

Volunteerism is a hallmark of the Sons in Retirement (SIR) organization. We rely upon volunteers to drive our State leadership team, lead our Branch Executive Committees (BEC), chair our activities, and organize our individual social events. Working together with other volunteer organizations gives us opportunities to both help our communities and recruit additional members.

In collaboration with other branches, SIR Branch 8 is recommending that we change Policy #8, and allow volunteers from our branches to offer their services to community service projects that are led and directed by local government agencies and/or nonprofit community organizations. SIR will not sponsor or lead these projects. Consequently, our members will be covered under our insurance umbrella. We will not solicitation cash donations in conjunction with this new volunteer activity.

Our new members are often recent retirees who are looking for ways to “give back” to their communities. Providing them with service opportunities will enable us to attract new members and to promote the name of SIR in our communities.

Helping at Food Banks, clearing debris from parks and creeks, and participating in local Community Service Days are all ways for Sirs to give back. Our members can wear SIR merchandise while volunteering. Sirs making a public contribution to our communities will enhance our name recognition, improve our public image, and support our new member recruitment efforts.

Creating a volunteer activity will provide our members with the opportunities that they seek to make an impact in their neighborhoods. We will also see the benefits of SIR teamwork and camaraderie that develops through Volunteerism. The isolation brought about by the COVID-19 pandemic has been difficult for all of us. Post-COVID, we will have a great opportunity to step out into our communities and apply the talent and abilities that we possess.

We look forward to your support of the creation of a Sirs Giving Back activity within Branch 8 and other branches that wish to join us in this effort.