

SIR State Board Meeting Minutes

Conducted via Electronic Video (Zoom) Conference

Thursday, June 16, 2022 at 2:00pm

State Board Members Present*

President: Rick Kindle	Director, Region 1: Hugh Thompson
Vice President: Dave Gonzales*	Director, Region 2: Dale Decker
State Secretary: Dick DeVoe	Director, Region 3: Dennis Pangburn
State Asst. Secretary: Ed Benson	Director, Region 4: Patrick Reed
Treasurer: Roy Hodgkinson	Director, Region 5: John Haffner
State Asst. Treasurer: Ron Saltgaver*	Chief Admin Officer: Dean Steichen

*Absent

Invited Participants and Guests Present

Past Presidents: Ed Benson (also State Asst. Secretary); Derek Southern (also State Advisor, Zoom Chairman); Stu Williams (also Nominating Committee Chairman).

Area Governors: AG3 Kevin Mahoney; AG4 Jack Reefer; AG5 Paul Squeri; AG6 Gary Johnson; AG13 Foster Kinney; AG18 Richard Provost,

Standing Committee Chairmen: Bowling: Dan Weller; Insurance: Craig Hoffhines; Growth & Membership: Tony de Losada; Policy & Procedures: Dale Decker.

Branch Big Sirs/Representatives: #1,8,14,15,17,19,22,32,35,37,59,81,98,102,129.

Other Leaders: Legal Advisor Alan Melnicoe; SIR Activities Chair Bob Lucido.

Call to Order. President Rick Kindle called the meeting to order at 2:00 pm, verified a quorum, gave the invocation, and had the attendees join him in pledging allegiance to the flag. The Minutes from the State Board Meeting April 14, 2022 were approved as written.

Treasurer's Report- State Treasurer Roy Hodgkinson reported revenues vs. expenses are tracking well with budget through May, as follows:

- Revenues \$45,606, ahead of budget \$38,542.
- Expenses \$46,979, just behind budget \$47,904.
- Income breakdown: 80% Assessments, 7% Cash Forward (from 2021), and 13% Branch Closings (most in transit to certain branches receiving their members).
- Expense breakdown: 56% Insurance, 28% Administration, and 16% Committees.

Request- SIR Foundation- SIR Foundation President Derek Southern requested a donation from SIR to pay for renewal of the Zoom license. The Zoom license has been, among other benefits, a great cost-saving boon for SIR due to elimination of travel-related costs. A motion was made by Dennis Pangburn to provide \$1200 to the Foundation, seconded by Pat Reed, and passed.

Update- Pilot Program for Women in Branches 81 & 92.

a. **Branch 81 (Walnut Creek/Rossmoor)**- Branch 81 Big Sir Ed Benson presented background that Walnut Creek Branch 81 (Rossmoor) that had previously closed was being reconstituted in November 2021. Meetings then were stopped due to COVID, and began again in February, 2022. The initial objectives were to build meeting attendance/membership, obtain Officers, and introduce members to activities of other local branches and of those that could be started from within the branch.

He then advised that currently there are 45 members- including four women, three of whom are members' spouses. The principal issue has been filling key leadership positions. Current officers are from other branches, with little likelihood to obtain them from within the branch's membership. The BEC, recognizing this failure, voted unanimously at its last meeting to close the branch.

Next steps:

- contact Branch Big Sirs close by (Br. 8, 128, 146, 171) to and to ask whether any branch would be willing to sponsor monthly luncheon meetings at Rossmoor- likely as a branch "satellite". If not, then:
- advise the members that there are other branches in the area to consider for transfer.
- advise those who attended luncheons but didn't join that they can join another branch in the area.

b. **Branch 92 (Santa Rosa/Oakmont)**- Regional Director Dennis Pangburn reported that there are now eight women members, four of whom are involved in various administrative and other activities; one is on the BEC. He mentioned that Br. 53 (also Oakmont) may merge with Br. 92 in the future.

Proposal- Articles of Incorporation Revision. Discussion continued regarding women in branches. Regarding the Articles of Incorporation, Legal Advisor Alan Melnicoe stated:

- The Articles would need to be revised (1) to allow the option to have women as members and (2) to delete references to "retired" men and "retirement", for consistency with the SIR Mission Statement.
- Changes in the Articles need to be approved at an Annual Meeting.

Other comments included the following, some of which were in conflict with one another:

- The Board should decide soonest whether the pilot program should continue.

- Branches are- or are not- looking for direction from the Board on allowing women as members.
- The original structure/culture of SIR should be- or should not be- maintained as the founders established, which did not include women.
- Membership losses from allowing women as members may- or may not- greatly exceed any potential gains.
- Communications to branches and branch feedback is- or is not- needed prior to Board action on the issue, including the reasons for any Articles revision and the pros and cons of an option to allow women as members.
- The upcoming annual meeting should- or should not- have a vote whether to allow branches individually to allow women as members.
- Members of Rotary and fraternal organizations like Elks initially disliked the prospect of allowing women, but later found that decision to have been significantly positive for their longterm future.

A motion was made by Ed Benson, seconded by Dale Decker, and passed to:

- Prepare a proposed revision to Corporate documents for a vote at the upcoming State Board Meeting July 14, 2022. (any revision to the Articles of Incorporation must be approved at an Annual Meeting)
- Have the revision remove any reference to gender or to retired men and retirement.
- Consider the SIR Mission Statement wording to be an integral part of the revision.

An “Articles Review Committee (ARC)” was agreed to be formed; several members were suggested.

(After the meeting, President Kindle appointed Past President Stu Williams as ARC Chairman, who will select its members. Stu suggested having the Branches input their concerns about women as members, prior to a vote at an Annual Meeting. The State Board’s Executive Committee unanimously agreed that communications to- and feedback from- the Branches cannot be completed in time for a vote at the upcoming Annual Meeting on 8/25/22, much less at the next Board Meeting on 7/14/22 .)

Proposal- Protocol Waiver Elimination- President Kindle stated that the Executive Committee meeting on May 19 approved a motion to delete the waiver from the COVID Protocol. Final action now must be taken at this Board meeting for the waiver to remain deleted.

A motion was made by Roy Hodgkinson and seconded by Dale Decker to ratify the removal of the requirement for a waiver in the COVID Protocol. Discussion ensued. Reasons for deleting the waiver:

- It is now recognized that COVID can be carried, spread, and contracted by both vaccinated and unvaccinated persons. For someone to pinpoint his/her contraction of COVID at a SIR function vs. any another venue seems impossible to do.
- COVID cases had been decreasing considerably. As a result, there had been a general loosening of COVID-related restrictions/requirements within the State of CA.
- Branches have members who-for whatever reasons- will not sign a waiver. Therefore they cannot engage in indoor activities of SIR.
- Branches have complained that potential members don't join because they do not wish to sign a waiver.
- If the waiver were dropped, it would be best to suspend rather than delete it.

Reasons for not deleting the waiver:

- The waiver had been successful and continues to serve a useful purpose in liability protection for SIR at this time.
- Insurance carriers and agents are pleased with our COVID Protocol including the waiver policy.
- CA- unlike most other states- does not protect corporations against COVID liability.
- COVID cases have recently been on the increase, and it is expected that cases will cycle between increases and decreases for some time to come. COVID is not done with us yet; why would we change it (our long-standing waiver policy)?
- The fact that cases are on the rise increases the possibility of a lawsuit, so why would we reduce our guard now?
- There are many members/spouses/partners who still are not coming to luncheons and engage in indoor activities because of their concern about contracting or unwittingly spreading COVID.
- The result of anyone who does not sign a COVID waiver- for whatever reason- is that they retain the option to sue SIR in the future.

The question then was called, and the motion to remove the requirement for a waiver failed.

Report- Nominating Committee Nominees for Annual Meeting. Nominating Committee Chairman Stu Williams presented the nominees for the following State Officer positions: President- Dave Gonzales; Vice President- Dale Decker; Chief Administrative Officer- Roy Hodgkinson; State Treasurer- Carl Mason.

The nominee for replacement of State Secretary has not yet been selected. Elimination of the 2023 positions of Assistant State Secretary and Assistant State Treasurer had been approved by the Board previously, but must receive final approval at the Annual Meeting.

(The two Reports shown below from Vice President Dave Gonzales were presented on his behalf by Regional Director Dale Decker).

1. Status of New State Marketing/Communications Chair. A copy of the draft position description has been sent to the Executive Committee for review.

2. Status- Progress on 2023 Branch Nominees for August Elections. A preliminary discussion is scheduled with Regional Directors on June 23, and a full discussion is planned at a yet-to-be-scheduled July meeting.

Proposal- AG Quarterly Report. Regional Director Decker stated that the proposal has been sent to Vice President Gonzales and the five Regional Directors for their review. It will be discussed at the upcoming Regional Director's meeting. The proposal is expected to be difficult to fully implement due to vacant Area Governor positions.

Proposal- Policy 10 SIR Awards/Certificates- Regional Director Decker had presented the proposed revisions in the past to Board members. Dean Steichen made a motion to approve the proposal, seconded by Dennis Pangburn, and passed. The revised policy will be summarized at the Annual Meeting.

Report- Branch Health Analysis Over 10 Year Period. Past President Derek Southern presented an analysis of branch health he completed in 2013 which is relevant today. He found that closed branches typically had declined 7-10 of their past 10 years, and showed several confirming examples. He also found that mergers did not necessarily "save" the surviving branch; it may merely have added time to its ultimate demise.

The analysis triggered a potpourri of topics/issues, including:

- the need for branches to save themselves;
- the need for branches to focus particularly on golf where younger members are found;
- the need to involve ladies of members in helping attract new members;
- encouragement of members to share newsletters with their spouses;
- obtaining email addresses of members' ladies for newsletter distribution and other pertinent communications;
- the need to study/learn about how to attract a "younger generation" of Sirs. Use our own adult children to find some of these answers;
- the need to take our videos and redo them using much younger members, not those produced with members in their 70's.
- the need to learn how to obtain more members for leadership positions;

- the need to establish what our SIR message must be to resonate with and attract our target market, and to publicize why we're better than their senior center or their gated community.

Regional Director Hugh Thompson advised that an Action Plan focused on several operational improvements involving branches and AG's is in the works for final review by Regional Directors.

Request from the Bowling Committee. State Bowling Chairman Dan Weller requested approval of a change in venue and date for the Pollock Pines Bowling tournament. It is now scheduled for July 7-8 in Auburn at the Foothill Bowling Center. Ed Benson so moved, Dale Decker seconded, and it passed.

Update on Training & Development Committee. President Kindle advised that Area Governor John Kent is the new T&D Chairman. His committee will be completing "next steps" after the Regional Director meeting. Area Governor training will be one of the first focal points.

Committee Report- Activities. State Activities Chairman Bob Lucido reported on his objective to contact either the Activity Chairman or- in his absence- the Big Sir to discuss the branch's activities. His remarks included the following:

- About 50% of the branches have no Activities Chairman.
- Many branches have only 2-3 activities.
- By sharing activities with other branches, there has been a concern mentioned that a sharing member(s) might transfer into the other branch. Bob is addressing this when it comes up.
- Some Activities Chairmen have had difficulty recruiting a Chairman for a specific activity, because of inadequate knowledge of the duties and time it would take. When that happens, Bob advises them to contact him; he then can provide the information or contact somebody who can.
- There often is little knowledge of the duties of a Branch Activities Chairman, which may be a reason there are so many unfilled positions. (A position description is on the State website under Branch Information)
- Community fairs/festivals/farmer's markets are opportunities for a branch to set up and man a booth to attract new members.
- The Branch Roster on the website is often incorrect regarding current Activities Chairmen. (It is the Branch's responsibility to update this information)

Other Matters to Come Before the Board. President Kindle made some closing remarks:

- It is imperative that all Area Governors meet face-to-face with their Big Sirs soonest to review the significant issues involving their branches. COVID has taken its toll on such meetings; and considerable work must be done to get back up to speed.
- AG's should be pushing hard for branches to obtain the activity surveys from their members, and to act on their interests wherever practicable to do so.
- Rick is holding a Poolside Chat Tuesday, June 20 at 3:00pm. He strongly encourages branch Big Sirs and State leaders to attend. Andy Danver has agreed to act as MC, to ensure there is as much interaction as possible during this event.

Adjournment- President Kindle adjourned the meeting at 5:15pm.

Minutes submitted by: State Secretary Dick DeVoe. Date: 6/23/22.

(Next Regular Board Meeting: July 14, 2022 @ 2 pm on Zoom)

(Next Annual Meeting: August 25, 2022 @ 9:00am on Zoom)