

**Centurions of Southern Arizona Charitable Foundation (Event)**  
**Board of Directors Meeting Minutes**  
**Wednesday, March 14, 2018**  
**TEP, Auditorium A, Second Floor**  
**4:00 p.m.**

1. Joint Meeting - Call to order at 4:11 p.m. by LaMonte Hunley

**Roll Board Officers**

LaMonte Hunley, *President*  
Steve Shepherd, *Vice President/Event Chairman*  
Greg Amado, *Treasurer*  
Peter Gavin, *Secretary*  
Joe Dhuey, *Immediate Past President/Sergeant at Arms*

**Members at Large**

Don Coleman, *Future Event Chairman*  
Dave Couture  
Leamon Crooms  
Eric Jacobson  
Steve Vorholzer

**Absent Board Members**

Michael Bracht

**Ex-Officio Non-Voting Members**

Andy Brown, *Guest Board Member*  
Chris Hanson, *Executive Director*  
Johnny Helenbolt, *Centurion Foundation Representative*

**Guests**

Toby Allen  
Bill Assenmacher  
Kevin Bedient  
Donald Davis  
Mike Furrier  
Jay Hanson  
Dan Hochuli  
Bill Hussey  
Bob Kline  
J. Lynn Marvel  
Tom Miller  
Alan Moore  
Michael Osborne  
Rob Purvis  
Richard Rodriguez  
Jeff Ronstadt  
Stan Spackeen  
Kip Volpe  
Jim Zarling

## **2. Joint Board Meeting**

*Submitted by Chris Hanson, Executive Director*

LaMonte Hunley introduced the joint Board session and reviewed the process and goals for the discussion. Dan Hochuli provided an overview of the roles, responsibilities, and mission of nonprofit Boards. Several topics were then presented:

- History & Objective (Joe Dhuey)
- Foundation Statement: Three Boards with One Mission (Michael Osborne)
- Strategic Alignment Among the Three Entities (Leamon Crooms)
- The Centurions of Southern Arizona Charitable Foundation “Event” (LaMonte Hunley)
- The New Centurions “Membership” (LaMonte Hunley)
- The Centurion Foundation “Foundation” (Michael Osborne)
- Risk Mitigation Strategy (Dan Hochuli)
- The Foundation’s Structure Provides Limitations (LaMonte Hunley)
- Next Steps with the Foundation (Michael Osborne)
- Foundation Capital Campaign (Greg Amado)
- Next Steps (LaMonte Hunley)

Leamon Crooms moderated the open discussion; key discussion points include:

- The Bylaws to not specify a minimum amount of funding to be in place before the Foundation begins giving to charities; this is to be fully addressed through the Foundation’s policies.
- The Foundation’s donation acceptance policy outlines the guidelines for determining whether to accept any gifts with restrictions. The proposed gift must first be consistent with the policy, then it goes through the approval process at both Boards, then a restrictive gift agreement is created.
- The group unanimously agreed to proceed with the external legal audit. If at all possible, the goal is to have the legal review completed by the April meeting. Chris Hanson is completing the legal selection process and will begin the audit next week.
- LaMonte Hunley put the question to the group regarding everyone’s comfort level and agreement with the presentation and direction on the three-leg structure and the Foundation’s role. By show of hands, the group expressed 100 percent agreement.
- As summarized by Mike Furrier, the key now is for everyone to fully absorb the presentation material, become prepared to explain the direction and concepts to the members, and focus on internal and then external marketing.

### **Centurions of Southern Arizona - Call to order at 5:40 p.m. by LaMonte Hunley**

## **3. Consent Agenda**

*Presented by Lamonte Hunley*

Minutes for February 15, 2018 BOD meeting and February 2018 financials were distributed and reviewed. Peter Gavin made a motion to approve the Consent Agenda. The motion was seconded by Steve Vorholzer and passed by unanimous voice vote.

8:54 AM

03/05/18

Accrual Basis

## Centurions of Southern Arizona Charitable Foundation

### Balance Sheet

As of February 28, 2018

	Feb 28, 18
<b>ASSETS</b>	
Current Assets	
Checking/Savings	
Commerce Bank	63,414.61
Money Market 1189	320,668.81
Total Checking/Savings	384,083.42
Accounts Receivable	
Accounts Receivable	329,775.00
Total Accounts Receivable	329,775.00
Total Current Assets	713,858.42
<b>TOTAL ASSETS</b>	<b>713,858.42</b>
<b>LIABILITIES &amp; EQUITY</b>	
Liabilities	
Current Liabilities	
Other Current Liabilities	
Payroll Liabilities	
Arizona Withholding	3,014.54
Federal Withholdings	670.99
FICA Withholding	1,718.54
FUTA Withholding	88.92
Total Payroll Liabilities	5,492.99
Total Other Current Liabilities	5,492.99
Total Current Liabilities	5,492.99
Total Liabilities	5,492.99
Equity	
Unrestricted Net Assets	377,693.10
Net Income	330,672.33
Total Equity	708,365.43
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<b>713,858.42</b>

#### 4. Charity Gift Selection Committee

*Presented by Steve Shepherd*

Steve reported that more discussion of the proposals would be occurring.

#### 5. Old Business

*Presented by LaMonte Hunley*

LaMonte reported there was no old business to discuss.

#### 6. New Business

*Presented by LaMonte Hunley*

LaMonte reported that the joint three-board meeting occurred earlier. LaMonte reported that a legal audit examining the bylaws, structure of the organization, risk mitigation, and best practices would be prepared. Chris Hanson has prepared a one-page scope of work and has spoken with five legal firms. Chris will also be discussing the scope with two additional firms. Chris reported the legal audit estimates received to date were between \$900 - \$2,000. Joe Dhuey made a motion to direct Chris Hanson to spend up to \$3,000 for the legal audit for the three Centurion Boards. The motion was seconded by Leamon Crooms. The motion passed by a unanimous vote.

## **7. President's Report**

*Presented by LaMonte Hunley*

LaMonte noted that there was nothing further to report.

## **8. Event Report**

*Presented by Steve Shepherd*

- Steve reported items are going to the printer in the next few days and there have been \$54,000 of corporate sales and that four suites sold. Additionally, Steve Vorholzer reported there has been \$86,105 in total sales.
- A discussion was held concerning the tax deductibility of ticket packages. Greg Amado said he will prepare information that addresses the issue.

The meeting was adjourned by LaMonte Hunley at 5:57 p.m.

*Submitted by Peter Gavin, Secretary.*