

THE CENTURIONS OF SOUTHERN ARIZONA CHARITABLE FOUNDATION (Event)
Board of Directors Regular Meeting
Thursday, October 18, 2018
Miramonte Homes Office | 4578 N. 1st Avenue, Suite 160 | Tucson, AZ 85718

MINUTES

I. Call to Order

A quorum of voting members of the Centurions of Southern Arizona Charitable Foundation (Event) Board was established.

Steve Shepherd, President, called the meeting to order at 4:30 PM.

Board Members Present

Voting Members:

Steve Shepherd, *President*
Don Coleman, *VP & Event Chairman*
Greg Amado, *Treasurer*
Steve Vorholzer, *Secretary*
Andy Brown, *At-Large*
Leamon Crooms, *At-Large*
Mike Grimes, *At-Large*
Eric Jacobson, *At-Large*
Marc Kinseth, *At-Large*

Ex-Officio Members:

Guests

Toby Allen
Donald Davis
Bryan Hannley
Jay Hanson
Michael Osborne
Kevin Bedient

Board Members Absent

Tom Miller, *Future Event Chair*
LaMonte Hunley, *Immediate Past President/Sergeant at Arms*
Johnny Helenbolt, *Centurion Foundation Representative*
Chris Hanson, *Executive Director*

II. Consent Agenda

- a. September 20, 2018 Minutes
- b. September 2018 Financial Statements

MOTION to approve the Consent Agenda items as distributed; seconded and APPROVED.

III. Charity Selection Committee

B. Hannley reported that the Charity Selection Committee has narrowed its 2019 charity selection to three finalists: Boys to Men Mentoring, San Miguel High School, Youth on Their Own, along with a potential project with the Sunnyside Teenage Parent Program. It is expected that \$80K will be made available to the charities.

IV. Old Business

The Board discussed the financial results of 2018 Event and distribution of funds to the selected charities.

V. New Business

- a. Approval of the revised Conflict of Interest Policy and Annual Statement Form

- b. The Board discussed the draft Conflict of Interest Policy and Annual Statement and tabled a planned motion to approve, pending further revisions to the Policy.
- c. Budget for 2019 Event

The Board discussed the proposed 2019 Event budget.

MOTION to approve the 2019 Event budget as distributed; seconded and APPROVED.

- d. Arizona Bowl donation

The Board discussed the distribution of the \$9,000 received from the Arizona Bowl.

MOTION to approve the Centurion Foundation's proposal to provide \$2,500 from the Arizona Bowl proceeds to the opioid addiction prevention program being organized jointly by TMC, Tucson Police Department, El Tour de Tucson, and Pima Social Services; seconded and APPROVED.

- e. Investment Committee proposal

The Board discussed the formation of a joint Investment Committee to provide input to the Foundation; it was agreed to continue exploring establishing this committee.

VI. President's Report

S. Shepherd discussed several items:

- a. Bylaws revisions—The Bylaws Committee's efforts to revise and restate the Bylaws and Articles of Incorporation are progressing well; a draft set of Bylaws and Articles have been drafted and are being finalized, which will be presented to the Board for approval soon.
- b. TMC Agreement—A task group has been formed and met recently to evaluate options regarding the pending expiration of the current agreement with TMC in September 2019.
- c. Cooperation among the three Centurions Boards—Efforts to continue strengthening the relationship and coordination among the three Centurions entities (Event, Membership, and Foundation) are ongoing and will be a focus for 2019.

VII. Event Report

No discussion.

VIII. Foundation Report

No discussion.

IX. Executive Director's Report

S. Shepherd reported on several items on behalf of C. Hanson:

- a. Bylaws Committee Update—Farhang & Medcoff produced a set of revised Bylaws and Articles for the three Centurions entities. The Bylaws Committee is reviewing and making final revisions; a draft set of Bylaws and Articles will be available soon for the Boards' approval.
- b. Website & Member Portal Rebuild—The new website is in the final testing stage and is expected to be launched within a week.

X. Adjournment

With there being no further business, the meeting was adjourned at 5:11 PM.