

THE NEW CENTURIONS (Membership)
Regular Board of Directors Meeting
Wednesday, April 18, 2019
Borderland Construction / 400 E. 38th Street / Tucson, AZ 85713
4:30 PM

MINUTES

1. Call to Order

A quorum of voting members was established.

Steve Shepherd, President, called the meeting to order at 4:35 P.M.

Board Members Present

Voting Members:

Steve Shepherd, *President*

Don Coleman, *VP & Event Chairman*

Greg Amado, *Treasurer*

Jeff Ronstadt, *Secretary*

Donald Davis, *Social Chairman*

Toby Allen, *Sr./Life Representative*

Jack Harris, *Sr./Life Representative*

Jay Hanson, *At-Large*

Tom Miller, *At-Large & Future Event Chair*

Ex-Officio Non-Voting Members:

Dave Couture, *Membership Chairman*

Rich Rodriguez, *Rookie Chairman*

Chris Hanson, *Executive Director*

Guests

Michael Osborne

Eric Jacobson

Sean Murray

Rob Purvis

Steve Vorholzer

Board Members Absent

LaMonte Hunley, *Immediate Past President/Sergeant at Arms*

Bryan Hannley, *At-Large*

2. President's Report

S. Shepherd reported on several items:

- a. The TMC Think Tank group met on April 4 and is in agreement to renew a partnership with the TMC Foundation and is progressing in drafting key points for a new agreement for the Board's review and approval.
- b. Efforts are underway in exploring new office space to effectively accommodate The Centurions' operations; recommendations on our options will be brought to the Board for review and approval.
- c. The Bylaws Committee, working with law firm Farhang & Medcoff, recently completed the draft revised Bylaws for each of the three Centurions entities and the Committee has completed its work. A new team to develop revised policies and procedures will be established.

3. Event Report

D. Coleman reported that the sales teams are doing an outstanding job, he had recently met with all venue leads, and sales to-date total more than \$600,000.

4. Centurion Foundation Report

M. Osborne reported on several items:

- a. The promotional flyer is now finished, which includes information on potential tax deduction benefits.

- b. The Foundation Board voted to approve its revised Bylaws.
- c. A.J. Emami is replacing J. Helenbolt as the Foundation's representative to the Event Board.
- d. J. Ronstadt is working with J. Helenbolt on filing an application with the State for the Foundation to become a Qualifying Charitable Organization to allow acceptance of community block grants.

5. Executive Director's Report

C. Hanson reported on several items, including:

- a. The draft revised Bylaws and Articles of Incorporation have been completed for each of the three Centurions entities; key points include:
 - i. Streamlining the Bylaws and Articles of Incorporation and correcting inconsistencies;
 - ii. Providing a clearer distinction between the three entities while providing the means to effectively work as one organization;
 - iii. Providing added flexibility by allowing Event and Membership President position to be filled by two different Members and by not requiring the Event Chair to automatically assume the Presidency; and
 - iv. Changing the fiscal and operating year to span October 1 to September 30.
- b. "The Centurions" name is now available since the entity incorporated by Carondelet was recently dissolved by the State due to inaction. The Bylaws Committee recommends that the revised Articles of Incorporation for The Centurions of Southern Arizona Charitable Foundation be filed to change the name to "The Centurions." We also currently hold "The Centurions" tradename.

6. Consent Agenda

- a. Approval of March 20, 2019 Minutes.
- b. Approval of March 2019 Financial Statements.

MOTION to approve the consent agenda items; seconded and APPROVED.

7. Social Report

No report.

8. Membership Report

D. Couture reported that notices have been distributed for new Member candidates and for change of membership status requests; the deadline is June 15, 2019. To-date two Members requested a status change and three Member nominations have been received. Additional reminders will continue to be distributed.

9. Sergeant at Arms Report

C. Hanson noted that the Office is following the Board's directive in adhering to the Bylaws for Members' overdue financial obligations. Overdue notices are being delivered by email and Certified Mail.

10. Old Business

No discussion.

11. New Business

No discussion.

12. Adjournment

With there being no further business, the meeting was adjourned at 5:16 PM.