

**THE NEW CENTURIONS (Membership)**  
**Regular Board of Directors Meeting**  
**Thursday, September 19, 2019**  
**Vivace Restaurant - Private Dining Room**  
**6440 N. Campbell Avenue, Tucson, AZ 85718**  
**4:30 PM**

**MINUTES**

**1. Call to Order**

A quorum of voting members was established.

Steve Shepherd, President, called the meeting to order at 4:50 P.M.

**Board Members Present**

Voting Members:

Steve Shepherd, *President*  
Don Coleman, *VP & Event Chairman*  
Greg Amado, *Treasurer*  
LaMonte Hunley, *Immediate Past President/Sergeant at Arms*  
Bryan Hannley, *At-Large*  
Jay Hanson, *At-Large*  
Toby Allen, *Sr./Life Representative*

Ex-Officio Non-Voting Members:

Rich Rodriguez, *Rookie Chairman*  
Dave Couture, *Membership Chairman*  
Chris Hanson, *Executive Director*

**Guests**

Kevin Bedient  
Bryan Hannley  
Dan Hochuli  
Michael Osborne  
Jim Tofel

**Board Members Absent**

Tom Miller, *At-Large & Future Event Chair*  
Jeff Ronstadt, *Secretary*  
Donald Davis, *Social Chairman*  
Jack Harris, *Sr./Life Representative*

**2. President's Report**

S. Shepherd recapped his term over the past year and noted several significant accomplishments that the Board achieved, including revising and approving all governance documents, completing and finalizing our new office space arrangements, and developing and finalizing a new partnership agreement with TMC Foundation.

S. Shepherd thanked the Board for everyone's support and hard work over the past year, and expressed gratitude to all those Members who served and worked very hard on the Bylaws Committee over the past year and a half and also those who served on the Policies & Procedures Committee. S. Shepherd also thanked C. Hanson for his efforts in helping ensure that we achieved these accomplishments.

**3. Event Report**

D. Coleman reported that the accounting is being closed out for the 2019 Event and that TMC Foundation's 50 percent share of the net revenue will be determined very shortly; gross revenue was nearly \$1,000,000.

#### 4. Centurion Foundation Report

M. Osborne reported on several items: The Centurion Foundation Board has several new members beginning their first term on October 1 and its officers will be staying unchanged in the coming year, a matching grant of \$25,000 was proposed to TMC and is pending confirmation, and its next meeting is set for October 15. The Foundation will also be looking to increase its online presence through The Centurions website, including a mechanism for accepting online donations.

#### 5. Executive Director's Report

C. Hanson reported on a number of items, including; work on finalizing governance documents, our new office location lease, assisting the Membership and Charity Selection Committees. C. Hanson also noted that the national search for replacing Michael Duran as TMC Vice President for the TMC Foundation is starting over and will be conducted in house. The TMC Foundation has agreed to allow The Centurions office to be housed at its offices until we are ready to occupy our new location.

#### 6. Consent Agenda

- a. Approval of August 15, 2019 Minutes.
- b. Approval of August 2019 Financial Statements.

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

09/03/19

Accrual Basis

#### Balance Sheet

As of August 31, 2019

	Aug 31, 19
<b>ASSETS</b>	
Current Assets	
Checking/Savings	
Commerce Bank of Arizona Check	72,480.39
Money Market 1197	131,037.99
Total Checking/Savings	203,518.38
Accounts Receivable	
Membership Accounts Receivable	1,242.54
Total Accounts Receivable	1,242.54
Total Current Assets	204,760.92
Fixed Assets	
Furniture and Equipment	1,736.34
Total Fixed Assets	1,736.34
Other Assets	
Accumulated Depreciation	-810.00
Total Other Assets	-810.00
<b>TOTAL ASSETS</b>	<b>205,687.26</b>
<b>LIABILITIES &amp; EQUITY</b>	
Equity	
Opening Bal Equity	192,520.45
Retained Earnings	-62,188.52
Net Income	75,355.33
Total Equity	205,687.26
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<b>205,687.26</b>

#### 7. Social Report

K. Bedient reported on behalf of D. Davis that plans for the 2019 Holiday Party on December 14 at Loews Ventana Resort are well underway, and the Gaslight holiday matinee on December 8 will be on a pay-as-you-go basis at \$20 for adults and \$14 for children ages 2-12. The October Membership meeting and Rookie joke night will be at The O Comedy Club on October 16.

## 8. Membership Report

- a. Approval of Slate of Candidates. D. Couture discussed the Membership Committee's work in vetting the field of candidates and its recommendation to the Board to approve the slate of 11 candidates as distributed in advance to the Board.

**MOTION** to approve the slate of 11 candidates: Chase Beyersdorf, Chris Brewster, Mike Censky, Adam Churchill, Brogan Kemmerly, Vijay Patel, Jason Robinson, Vianney Saroni, Billy Shaw, Greg Stutz, and Tyler Warfield; seconded and APPROVED.

- b. Jeff Herndon Request to Return to Active Membership. The Board discussed Jeff Herndon's request to return to Active Membership after his original Membership was suspended pending the resolution of his personal situation.

**MOTION** to approve returning Jeff Herndon to Active Member status effective January 1, 2020, pending receipt and verification of documentation from J. Herndon on the successful resolution of his legal issues; seconded and APPROVED.

## 9. Sergeant at Arms Report

L. Hunley reported that there are no outstanding balances from Members from the 2019 Event and that no Member is currently more than 30 days past due in their invoices.

## 10. Old Business

- a. The New Centurions—Governance Documents for Approval. S. Shepherd discussed the amended and revised Bylaws, Articles of Incorporation, and Membership Rules and thanked the Bylaws Committee and Policies & Procedures Committee for their hard work over the past year and a half.

**MOTION** to approve the amended and revised Bylaws and Articles and Incorporations of The New Centurions as distributed with the revision to striking the second sentence in Section 5.2; seconded and APPROVED UNANIMOUSLY.

**MOTION** to approve the amended and revised Membership Rules as distributed; seconded and APPROVED UNANIMOUSLY.

- b. Ballot Results. C. Hanson reported that the ballot of Active Members to approve the 2020 Board of Directors slate was approved unanimously with 61 Active Members voting, and the ballot to approve the dues increase was approved with 52 Active Members voting in favor and one opposed.

## 11. New Business

- a. Approval of The New Centurions' President as Signer. C. Hanson discussed the recommendation that the Board approve The Centurions' President as a signer on financial and legal documents since the revised governance structure separates the Event and Membership Presidents.

**MOTION** to approve and authorize The Centurions' President as a signer on The New Centurions' financial and legal documents; seconded and APPROVED.

- b. Appointment of Vice President. C. Hanson discussed the open office of Vice President due to the new Bylaws taking effect, which separates all officers but the Treasurer from The New Centurions and The Centurions. The Board agreed to table filling the vacancy at this time.

## 12. Adjournment

With there being no further business, the meeting was adjourned at 5:22 PM.