



**THE NEW CENTURIONS (Membership)
Board of Directors Regular Meeting
Thursday, August 27, 2020
Via Video Conference
5:00 PM**

MINUTES

1. Call to Order

A quorum of voting members was established.

Don Coleman, President, called the meeting to order at 5:02 P.M.

Board Members Present

Voting Members:

Don Coleman, *President & Event Chairman*

Dan Nentl, *Vice President*

Greg Amado, *Treasurer*

Jeff Ronstadt, *Secretary*

Kevin Bedient, *Social Chairman*

Jack Harris, *At-Large*

Bryan Hannley, *At-Large*

Ex-Officio Non-Voting Members:

Steve Shepherd, *Immediate Past President*

Dave Couture, *Membership Chairman*

Jim Tofel, *Rookie Chairman*

Chris Hanson, *Executive Director*

Guests

Tom Miller, *President*, The Centurions

Board Members Absent

None

2. Consent Agenda

A. Approve June 24, 2020 Minutes

B. Approve June & July 2020 Financial Statements

MOTION to approve the consent agenda items. Seconded and **APPROVED**.

3. President's Report

D. Coleman discussed the impact of COVID-19 on the organization and our social events, including that we are continuing to look to pivot from necessary event cancelations to reconvening our activities. Evaluations continue almost daily to determine when we can safely hold a Membership meeting and/or other social event.

4. Committee Reports & Discussion

A. Membership

- a.) Membership Category Changes. The Board discussed the Membership category change requests that came in both before and after the July 15, 2020 deadline as required by our Bylaws.

MOTION to approve the following Membership category change requests that were received before the deadline. Seconded and **APPROVED**.

<u>Member</u>	<u>Requested Category</u>	<u>Current Category</u>
Bill Hussey	Life	Active Life
LeRoy Godfrey	Active	Supporting
Bruce Jacobs	Active-Life	Active
Devin Maddock	Life	Active
Jay Hanson	Active-Senior	Active
Lynn Catalfamo	Senior	Active
Malcolm Hollis	Senior	Active
Scott MacKenzie	Senior	Active

MOTION to approve Jay Powell's request to move from Active to Senior, which was received 45 days past the deadline. Seconded and **FAILED**.

- b.) New Member Nominations. The Board discussed the Membership Committee's recommendations for approving new Rookie Member nominations. The Board thanked D. Couture and the Committee members for their efforts; D. Couture noted C. Hanson's efforts in assisting the Committee throughout the process.

MOTION to approve the following 2021 Rookie Member nominations. Seconded and **APPROVED**.

<u>Nominee</u>	<u>Sponsor</u>
Adam Begody	Donny Cathey
Lukas Tvedt	Andy Brown
Ryan Thomas	Chris Johnson
Vince Gonzales	Tony Terry

C. Hanson will conduct a ballot among the Active Members on approving the nominees in accordance with the Bylaws. If approved, the nominees will begin their Rookie year beginning on October 1, 2020.

- c.) 2020 Rookies. The Board reiterated its previous decision that the current 2020 Rookie class will repeat as Rookies through 2021, except for those few events that they covered in 2020, such as Rookie Joke Night. J. Tofel reported that he arranged for a golf outing for the current Rookies in the coming week to help keep them engaged with the organization and as a Rookie class.

B. Social

- a.) September Membership Meeting. K. Bedient discussed that Flemings Steakhouse is tentatively set up for a September Membership meeting, pending governmental restrictions and necessary cautionary practices to again conduct our social events. If held, the event would be conducted over two consecutive evenings with a maximum of 50 Members per evening.
- b.) Lobster and Holiday Parties. The Board discussed upcoming social events that had been originally scheduled for the fall. The Board agreed to cancel the Lobster Fest that had been scheduled for October 3 and to make a final decision on the Holiday Party by October 15. The consensus was that holding the Holiday Party is highly unfeasible at this time, but revisiting by mid-October is reasonable due to the changing situation.

C. Charity Selection

B. Hannley and C. Hanson discussed their recent Zoom meetings with our three selected charities—Parent Aid, Literacy Connects, and Youth on Their Own—to gauge their current and future needs. All three reported that they received PPP loans; have pivoted significantly to deliver their services

and programs online; and have lost contact roughly 10 percent of the children they serve due to losing in-person programs.

5. Executive Director's Report

C. Hanson highlighted several of the items outlined in Attachment A, including work supporting the Membership Committee's process for selecting new Rookie Member nominations and recommendations; the Foundation's website and online donation form, and slate of Directors and Officers; and a number of other projects.

6. Old Business

No old business was discussed.

7. New Business

G. Amado discussed the current account balance and recommended that we have no additional dues refunds or reductions at this time; it may be revisited in later this year. The Event is paying for all operating costs for the Membership based on a cooperative agreement with the Event Board that is based on the Members providing support to the annual Event. The circumstances for our 2021 Event and resultant revenue for the organization are uncertain due to COVID. Should the Event be again impacted in 2021, it follows that the Membership would be called on to assist in funding its operations.

8. Action Items

- A. C. Hanson will inform those Active Members who requested a category change that their request was approved and will be effective January 1, 2021; due: August 31.
- B. C. Hanson will develop and launch the ballot for Active Members to vote on the slate of 2021 Rookies; due August 31.
- C. K. Bedient will follow up with Fleming's for the September Membership meeting and will inform the Board; due September 8.
- D. The Board will convene by October 15 to determine whether to hold the Holiday Party this year; due by October 15.

9. Adjournment

With there being no further business, the meeting was adjourned at 6:15 PM.

ATTACHMENT A.

EXECUTIVE DIRECTOR UPDATE 8/27/2020 (selected highlights)

1. Worked closely with the Membership Committee in conducting the nominating and vetting process for new Rookie candidates, along with the Members' category change request process. Coordinated several Membership Committee meetings and meeting with the final Nominees and their Sponsors.
2. Prepared Membership ballots for 1.) approving 2021 Rookie Candidates, and 2.) carrying over the current Membership Board slate through 2021—will launch the ballots immediately following the August Board meeting and will keep open for 14 days per Bylaws.
3. Revised the Foundation's Bylaws to create an Executive Committee and lay the groundwork for obtaining Qualifying Charitable Organization (QCO) status for being listed as an eligible organization for tax credits.
4. Revised and updated the terms of office for the Foundation Board, working with the Executive Team to clarify the terms.
5. Drafted a comprehensive Charitable Giving Policy for the Foundation, which would also support seeking QCO status. Approved in July without revisions.
6. Worked over the past couple months with Anchor Wave and Foundation team on designing and creating content for Foundation webpage and donation collection page. Currently under development and will be finalized launched soon.
7. Drafted outline/flowchart of the full Membership process for category change requests, new Member recruitment, and Board approval.
8. Conducted Zoom conferences with all three charities along with Bryan Hannley to discuss their status, challenges, needs, how The Centurions can help, etc. (translated that to newsletter features, links, etc.).
9. Conducted the Board Selection Committee process of approving carrying over current Membership Board members through 2012, as well as approving Centurion Foundation's 2021 Board slate.
10. Worked with CFSA and evaluated an offer for a year-long agreement with 'Catchafire' and executed a license agreement for one-year no-cost service. Began outlining several projects to partner with them on: 1.) creating new system to replace our massive Excel spreadsheet for tracking all Event multi-year sales (sponsorships, tickets, raffles, in-kind, etc.); 2.) replace our spreadsheet Member directory with a real relational database; 3.) others. These will be ongoing significant projects as the program launches shortly.
11. Reduced aging A/R to negligible levels: Have been contacting all Members with past-due accounts, including phone calls, emails, and certified letters. Got the list down to virtually no past-due accounts.
12. Went through all Board minutes back to 2012 and built a tracking spreadsheet for all Board motions, resolutions, and policies. Updated website-Member portal with all current BOD minutes, governance documents, newsletters, etc.
13. Requested in letter to ASCAP that they suspend our annual fee payment due to our Event being canceled by COVID.
14. Working with Greg Amado on transferring accounting services from RCM to Amado & Associates.
15. Worked with Paychex's consultant and onboarding team to get us set up with transferring payroll/HR from QuickBooks and RCM to Paychex (and Amado & Associates).
16. Ongoing discussions with Greg on PPP loan forgiveness process and documentation.
17. Continually searching for new funding opportunities, grants, etc., via webinars and websites.

18. Webinars on PPP, grants, changes to nonprofit operations and funding due to pandemic, etc.
19. Support to all three Boards and Executive teams on issues as they arise; e.g., social event planning in light of COVID, Membership issues, dues, meetings, etc.
20. Drafting and delivering monthly newsletters to the Membership.

CINDI WARD

EVENT

1. Contacted all Members with sales transactions:
 - a. Provided them with all their customer transaction/s and QB report.
 - b. Asked them to reach out to their customer to see if they wanted to convert their sale to a donation for 2020, apply to 2021 event, or receive a refund.
2. Directly contacted all customers that had a sale without a referring Centurion and offered them the same options.
3. Contacted all Members who have open invoices for Event sales and asked them to contact their customer to see if they would like to make a tax-deductible donation this year in lieu of the sponsorship package they would have purchased.
 - a. Applied the sale as a donation:
 - i. Made all changes to members account and sales spreadsheet
 - ii. Sent all customers a Centurions tax deductible donation receipt with a thank you letter.
 - b. Requested refund:
 - i. Processed the refund.
 - ii. Mailed the sponsor/customer a check and made the changes to the sales spreadsheet.
 - c. Applied purchase to 2021 event:
 - i. Made changes to sales spreadsheet and kept requests in a file.
 - ii. Made a printed copy of each sales transaction to be applied to 2021.
 - iii. Composed a letter and receipt and mailed to all the Sponsors, Ticket and VIP customers that applied their sales to 2021.
4. Emailed each referring Centurion a copy of the letter and receipt that was sent to their sponsor/customer.
5. Preparations for 2021 Event – Includes having created QuickBooks entries and reports for Sponsors, Tickets and VIP Sales applied to 2021, donations and refunds.
6. Went through all sales packages at office and took out parking passes and casino vouchers to use in 2021.
7. Created all Event Invoices, Receipts, etc. for 2021 Event.
8. Added 2020 Sponsors Sales to 2016-2020 Excel spreadsheet.
9. Created and maintain PPP Loan Docs & Spreadsheet.
10. Completed online Audit Report for AmTrust Insurance Company.
11. Worked with Paychex's onboarding team to get us set up with transferring payroll/HR from QuickBooks and RCM to Paychex (and Amado & Associates).
12. Provide requested Event Reports.
13. Invoice / Record Payments / Pay Bills.
14. Reconcile QB and Bank Statements.
15. Provide Financials & A/R Aging Summaries.
16. Payroll / EFTPS Payments.

MEMBERSHIP

1. Created Membership Dues Adjustment Spreadsheet to track the \$250 refund/discount.
2. Created QuickBooks Report Transaction List by Customer Dues Adjustment.
3. Directory/Website project - Contacted all members with no photo & sponsor name to gather updated information; and created Excel tracking spreadsheet. Updated website Member portal with new/updated Member photos and contact info.
4. Gathered Member info updates and made changes to directory, website, evite, contacts and QB.
5. Revised and updated Rookie Orientation Package.
6. Created Rookie & Sponsor Excel Spreadsheet from 2006 to Present.
7. Update BOD & Foundation Rosters for 2021 and posted to website.
8. Created Excel Spreadsheet for all Member resignations through 2020 to-date.
9. Member Shirts: Created excel spreadsheet, labeled, and stuffed bags and put in boxes alpha.
10. Invoice / Process & Record Payments / Pay Bills.
11. Reconcile QB and Bank Statements.
12. Provide AR Aging Summaries on a regular basis.
13. Prepared BOD Packets.
14. Updated Calendar of Events.
15. Updated Password List.
16. Provide requested Membership Reports.

ATTACHMENT B.

BALLOT TO APPROVE SOCIAL EVENT CRITERIA & GUIDELINES (Via Email)

MOTION to approve the following criteria for conducting a Membership social event:

- 1.) The decision to hold a social event will depend on Pima County reporting COVID-19 Disease Data as having “Criteria Met” (web site <https://webcms.pima.gov/cms/One.aspx?portalId=169&pageId=568644>), and/or reviewing CDC or State of Arizona guidance on large social gatherings to determine when it is safe and prudent to do so.
- 2.) Require that Members sign the waiver form before attending any social event. [see attached]
- 3.) Holiday Party—We will only consider holding the Holiday Party if we are able to hold social events as per the above guidelines, local restrictions on group size are raised, and we are able to accommodate all Members and their guests in a safe and responsible manner.

APPROVED.

From: Greg Amado <GAmado@amadoandassociates.com>

Sent: Tuesday, September 15, 2020 8:04 AM

To: Chris Hanson <chris.hanson@thecenturions.com>

Subject: Re: Membership Board - Ballot to Approve Social Events Criteria
Approve.

From: Kevin Bedient <kevin@advantageairmechanical.com>

Sent: Tuesday, September 15, 2020 8:29 AM

To: Chris Hanson <chris.hanson@thecenturions.com>

Subject: Re: Membership Board - Ballot to Approve Social Events Criteria
Approve.

From: Don Coleman <don@mayfieldflorist.com>

Sent: Tuesday, September 15, 2020 9:14 AM

To: Chris Hanson <chris.hanson@thecenturions.com>

Subject: Re: Membership Board - Ballot to Approve Social Events Criteria
Approve

From: Jeff Ronstadt <jeffr@ronstadtinsurance.com>

Sent: Tuesday, September 15, 2020 10:20 AM

To: Chris Hanson <chris.hanson@thecenturions.com>

Subject: Re: Membership Board - Ballot to Approve Social Events Criteria
Approved.

From: Jack Harris <jack@jackharris.org>

Sent: Tuesday, September 15, 2020 10:35 AM

To: Chris Hanson <chris.hanson@thecenturions.com>

Subject: RE: Membership Board - Ballot to Approve Social Events Criteria
Approve

From: Dan Nentl <dan.nentl@ironwoodfinancial.com>

Sent: Tuesday, September 15, 2020 4:48 PM

To: Chris Hanson <chris.hanson@thecenturions.com>

Subject: Re: Membership Board - Ballot to Approve Social Events Criteria
Sorry, thought I did. Approved.

From: Bryan Hannley <bryan.hannley@gmail.com>

Sent: Tuesday, September 15, 2020 7:55 PM

To: Chris Hanson <chris.hanson@thecenturions.com>

Subject: Re: Membership Board - Ballot to Approve Social Events Criteria
I approve
