

THE CENTURIONS (Event)
Board of Directors Regular Meeting
Thursday, March 19, 2020
The Centurions Office
5049 E. Broadway, Suite 135, Tucson, AZ 85711
5:00 PM

MINUTES

1. Call to Order

A quorum of voting members was established.

Tom Miller, President, called the meeting to order at 5:02 P.M.

Board Members Present

Voting Members:

Tom Miller, *President & Event Chairman*

Steve Vorholzer, *VP & Future Event Chairman*

Greg Amado, *Treasurer*

Rich Rodriguez, *Secretary*

Eric Jacobson, *At-Large*

Mike Grimes, *At-Large*

Ex-Officio Non-Voting Members:

Chris Hanson, *Executive Director*

Guests

Don Coleman, *President, The New Centurions*

Kevin Bedient, *Social Chair, The New Centurions*

Leamon Crooms, *Member (participation by phone)*

Board Members Absent

Steve Shepherd, *Immediate Past President*

A.J. Emami, *Centurion Foundation Representative*

2. Consent Agenda

A. Approve February 19, 2020 Minutes

B. Approve the February 2020 Financial Statements (Balance Sheet attached)

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

3. President's Report

T. Miller discussed the postponement of our 2020 Event and related items; further discussion was held under the new business agenda item.

4. Old Business

No old business was discussed.

5. Centurion Foundation Report

No report.

6. Executive Director's Report

C. Hanson reported on ongoing efforts to related to postponing our 2020 Event, including contacting vendors to cancel services, cancel contracts, and request refunds on deposits; continually updating the

website with developing information; fielding questions from sponsors and ticket purchasers; contacting our current charities; assisting Event venue chairmen; seeking funding opportunities; and other related efforts.

7. New Business

The Board discussed the postponement of our 2020 Event and related issues; key discussion points included:

- A. With the 2020 being canceled, all tickets and passes that contain the 2020 date will be reprinted.
- B. Members will be asked to request their sponsors and ticket customers to convert their purchases to a tax-deductible donation, otherwise we will automatically roll over their purchases to 2021, unless they request a refund. C. Hanson will draft and distribute a public announcement on our plans for rescheduling the 2020 Event and talking points and draft letter for Members to use with sponsors and ticket customers.
- C. The Board discussed the need to consider conducting smaller and more frequent fundraising events to counter the risks of relying only on one major fundraising event a year and agreed to explore various options.
- D. The Board and guests discussed the 2020 raffles and whether to continue to hold the raffles in 2020 as planned, or postpone to 2021 along with the Event. There was unanimous agreement to also postpone the Super Raffle and Regular raffles to 2021 along with the Event.
- E. The Board discussed the \$50,000 received from the TMC Foundation for its Premier Sponsorship for the 2020 Event and agreed to ask the Foundation its preference for carrying it over to 2021 or receiving a donation from The Centurions for 2020 at a similar dollar amount.

MOTION to postpone the Super Raffle and Regular Raffle to 2021, ceasing sales in 2020 due to the current COVID-19 shutdowns. Motion seconded and APPROVED.

MOTION to ask TMC Foundation if they would prefer to carry over its Premier Sponsorship payment to 2021, or to receive a donation from The Centurions for 2020 at a similar level. Motion seconded and APPROVED.

8. Action Items

- A. C. Hanson will draft and distribute a public announcement on our plans for rescheduling the 2020 Event and talking points and draft letter for Members to use in requesting sponsors and ticket holders to convert their purchases to a donation, otherwise we will roll over to 2021, unless they request a refund.
- B. K. Bedient will contact Arizona Fireworks Productions to request that our deposit be refunded.
- C. C. Hanson will coordinate with Bryan Hannley and Deron Davenport to contact Van Means to call off his raffle prize donations for the 2020 Event.
- D. C. Hanson will continue working on Event postponement related efforts, including working with vendors to cancel contracts and seek deposit refunds; ensure Members, customers and the public are kept informed of developments; assisting venue chairmen; providing website updates; and developing Member and public communications.

9. Adjournment

With there being no further business, the meeting was adjourned at 6:25 PM.

Attachment 1

MOTION to approve cancelling the 2020 Event and offering to current paid ticket holders and paid sponsorships to honor their tickets and sponsor packages in 2021. **APPROVED 03/27/2020 by email ballot.**

EMAIL BALLOT:

From: Chris Hanson <chris.hanson@thecenturions.com>
Sent: Monday, March 16, 2020 6:19 PM
To: Event Board <EventBOD@thecenturions.com>
Subject: Centurions Event - Ballot to Cancel 2020 Event PLEASE RESPOND

Event Board Members,

The Event strategic planning team met this afternoon and unanimously agreed to recommend to cancel our Event for this year and honor tickets and sponsorships to next year's Event on May 1, 2021.

To lock this recommendation in, please respond ASAP to cast your vote on the following motion:

MOTION to approve cancelling the 2020 Event and offering to current paid ticket holders and paid sponsorships to honor their tickets and sponsor packages in 2021.

There are a number of other issues that we'll discuss and vote on at our Board meeting this Thursday at the Centurions Office (Membership meeting at Westward Look is cancelled).

Please let me know if you have any questions.

Thanks,

Chris

Chris Hanson
Executive Director | The Centurions
5049 E. Broadway #135, Tucson, AZ 85711
520.795.1071 O | 520.906.3001 M

VOTES:

From: Steve Vorholzer <svorholzer@desertearthcontracting.com>
Sent: Monday, March 16, 2020 6:52 PM
To: Chris Hanson <chris.hanson@thecenturions.com>
Subject: Re: Centurions Event - Ballot to Cancel PLEASE RESPOND
I approve.
Steve V

From: Bryan Hannley <bryan.hannley@gmail.com>
Sent: Monday, March 16, 2020 6:57 PM
To: Chris Hanson <chris.hanson@thecenturions.com>
Cc: Event Board <EventBOD@thecenturions.com>
Subject: Re: Centurions Event - Ballot to Cancel PLEASE RESPOND
I vote yes.

From: Greg Amado <GAmado@amadoandassociates.com>
Sent: Monday, March 16, 2020 7:07 PM
To: Chris Hanson <chris.hanson@thecenturions.com>; Event Board <EventBOD@thecenturions.com>
Subject: Re: Centurions Event - Ballot to Cancel PLEASE RESPOND
Approve.

From: Richard Rodriguez <Richardrodriguez1086@comcast.net>
Sent: Monday, March 16, 2020 7:12 PM
To: Chris Hanson <chris.hanson@thecenturions.com>
Cc: Event Board <EventBOD@thecenturions.com>
Subject: Re: Centurions Event - Ballot to Cancel PLEASE RESPOND
Approve

From: Tom Miller <bclubpres@gmail.com>
Sent: Monday, March 16, 2020 7:13 PM
To: Richard Rodriguez <richardrodriguez1086@comcast.net>
Cc: Chris Hanson <chris.hanson@thecenturions.com>; Event Board <EventBOD@thecenturions.com>
Subject: Re: Centurions Event - Ballot to Cancel PLEASE RESPOND
Approve

From: Grimes, Michael <mgrimes@Hensley.com>
Sent: Monday, March 16, 2020 7:53 PM
To: Chris Hanson <chris.hanson@thecenturions.com>
Subject: Re: Centurions Event - Ballot to Cancel PLEASE RESPOND
Approve.

Attachment 2

MOTION to approve applying for a loan under the federal CARES Act through Commerce Bank of Arizona to the level allowable under the Act, any portion of which not used for the approved purposes (i.e., rent, utilities, and payroll) within eight weeks of loan origination by lender may incur interest at four percent over 10 years. **APPROVED 03/30/2020 by email ballot.**

EMAIL BALLOT:

From: Chris Hanson

Sent: Monday, March 30, 2020 5:58 PM

To: Event Board <EventBOD@thecenturions.com>

Cc: Steve Shepherd <sshep@borderland-inc.com>; AJ Emami <ajemami@gmail.com>; Don Coleman <don@mayfieldflorist.com>; Dan Nentl <dan.nentl@ironwoodfinancial.com>; Kevin Bedient (kevin@advantageairmechanical.com) <kevin@advantageairmechanical.com>

Subject: Event Board - Ballot to Approve Applying for CARES Act Funding (Loan)

Event Board Members,

Below is a ballot to approve applying for funding under the CARES Act. Since this funding would come in the form of a loan as opposed to a grant or other means of funding, it will require Board approval.

While we expect to use the bulk of the funding under the loan forgiveness provisions, it does carry potential for a portion to carry interest at a maximum of 4% payable over 10 years:

MOTION to approve applying for a loan under the federal CARES Act through Commerce Bank of Arizona to the level allowable under the Act, any portion of which not used for the approved purposes (i.e., rent, utilities, and payroll) within eight weeks of loan origination by lender may incur interest at four percent over 10 years.

To keep things straight, only the voting members of the Event Board may cast a ballot (addressed in the 'To:' line above). Those cc'd on this message may provide input, but do not have a vote.

We'll need all voting Event Board members to return a ballot, even if it is to abstain.

Please let me and Greg know if you have any questions.

Thanks!

Chris

Chris Hanson

Executive Director | The Centurions

5049 E. Broadway #135, Tucson, AZ 85711

520.795.1071 O | 520.906.3001 M

VOTES:

From: Greg Amado <GAmado@amadoandassociates.com>

Sent: Monday, March 30, 2020 6:00 PM

To: Event Board <EventBOD@thecenturions.com>

Subject: RE: Event Board - Ballot to Approve Applying for CARES Act Funding (Loan)
Approve.

From: Tom Miller <bclubpres@gmail.com>

Sent: Monday, March 30, 2020 6:02 PM

To: Event Board <EventBOD@thecenturions.com>

Subject: Re: Event Board - Ballot to Approve Applying for CARES Act Funding (Loan)
Approved.

From: Eric Jacobson <eric@divisionii.com>

Sent: Monday, March 30, 2020 6:07 PM

To: Event Board <EventBOD@thecenturions.com>

Subject: RE: Event Board - Ballot to Approve Applying for CARES Act Funding (Loan)
Approved

From: Steve Vorholzer <svorholzer@desertearthcontracting.com>

Sent: Monday, March 30, 2020 6:22 PM

To: Event Board <EventBOD@thecenturions.com>

Subject: Re: Event Board - Ballot to Approve Applying for CARES Act Funding (Loan)
I approve.

Steve V

From: Richard Rodriguez <Richardrodriguez1086@comcast.net>

Sent: Monday, March 30, 2020 6:45 PM

To: Event Board <EventBOD@thecenturions.com>

Subject: Re: Event Board - Ballot to Approve Applying for CARES Act Funding (Loan)
Approve

From: Grimes, Michael <mgrimes@Hensley.com>

Sent: Monday, March 30, 2020 7:31 PM

To: Event Board <EventBOD@thecenturions.com>

Subject: RE: Event Board - Ballot to Approve Applying for CARES Act Funding (Loan)
Approved

Attachment 2

MOTION to authorize The Centurions' current Board President and/or Treasurer to sign SBA Payroll Protection Program loan documents on behalf of The Centurions organization and Board. **APPROVED 04/29/2020 by email ballot.**

EMAIL BALLOT:

From: Chris Hanson
Sent: Wednesday, April 29, 2020 12:22 PM
To: Event Board <EventBOD@thecenturions.com>
Subject: Centurions SBA Loan is Funded - Ballot to Authorize Loan Signers

Centurions Board Members,

I'm very pleased to report that our SBA PPP loan has been accepted and will be funded through Commerce Bank of Arizona at the full amount of \$28,195.

To complete the Bank's loan documents, Sean has asked that we provide the Board's approval as to who is authorized to sign the loan documents. To make the process quicker, I agreed with Sean that it should be the President and Treasurer since they are already set up as authorized signers on our checking account at the Bank.

* Event Board voting members: Please send your vote on the following ballot (also attached) to me as soon as possible:

MOTION to authorize The Centurions' current Board President and/or Treasurer to sign SBA Payroll Protection Program loan documents on behalf of The Centurions organization and Board.

I'll keep everyone updated as this progresses and as to when we have the funding is deposited in our account.

Thanks,

Chris

Chris Hanson
Executive Director | The Centurions
5049 E. Broadway #135, Tucson, AZ 85711
520.795.1071 O | 520.906.3001 M

VOTES:

From: Tom Miller <bclubpres@gmail.com>
Sent: Wednesday, April 29, 2020 12:37 PM
To: Event Board <EventBOD@thecenturions.com>
Subject: Re: Centurions SBA Loan is Funded - Ballot to Authorize Loan Signers
Yes, I approve.

From: richardrodriguez1086@comcast.net <richardrodriguez1086@comcast.net>
Sent: Wednesday, April 29, 2020 12:37 PM

To: Event Board <EventBOD@thecenturions.com>
Subject: RE: Centurions SBA Loan is Funded - Ballot to Authorize Loan Signers
Approve

From: Greg Amado <GAmado@amadoandassociates.com>
Sent: Wednesday, April 29, 2020 12:39 PM
To: Event Board <EventBOD@thecenturions.com>
Subject: RE: Centurions SBA Loan is Funded - Ballot to Authorize Loan Signers
If I can vote (and I think I can-no conflict) I vote to approve.
Gregory R. Amado, CPA

From: Eric Jacobson <eric@divisionii.com>
Sent: Wednesday, April 29, 2020 12:44 PM
To: Event Board <EventBOD@thecenturions.com>
Subject: RE: Centurions SBA Loan is Funded - Ballot to Authorize Loan Signers
Approve

From: Grimes, Michael <mgrimes@Hensley.com>
Sent: Wednesday, April 29, 2020 12:51 PM
To: Event Board <EventBOD@thecenturions.com>
Subject: The Centurions Board Resolution to Authorize Loan Signers
Approve

From: Steve Vorholzer <svorholzer@desertearthcontracting.com>
Sent: Wednesday, April 29, 2020 12:58 PM
To: Event Board <EventBOD@thecenturions.com>
Subject: Re: Centurions SBA Loan is Funded - Ballot to Authorize Loan Signers
Approve
Steve V
