

## **Zen Center of Los Angeles, Inc.**

### MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS

January 23, 2011

The Board of Directors of Zen Center of Los Angeles, Inc., a California nonprofit corporation, held a meeting at 1:30 p.m., January 23, 2011 at 923 S. Normandie Avenue, Los Angeles, California.

The following directors were present: Thomas Dharma-Joy Reichert (CFO), Darla Myoho Fjeld, Betsy Enduring-Vow Brown, Patti Muso Giggans (President), Dewayne Gojitsu Snodgrass, John Plum-Hermit Swanger, Sensei Merle Kodo Boyd (Abbot Seat Holder).

The following directors were absent: Sensei John Daishin Buksbazen (Secretary) and Bob Swan.

John Plum-Hermit Swanger served as recording secretary of the meeting.

1. Muso called the meeting to order and welcomed everyone. Special welcome was made to Sensei Merle Kodo Boyd, the Abbot Seat Holder. Sensei Kodo is joining the Board as a director for 2011.

Those present sat zazen.

2. Check-in Round

3. The Board agreed to forego Council practice, for this meeting, due to the extensive business agenda.

#### **4. Review of Agenda**

Muso led the Board in a review of the agenda, a copy of which is attached.

#### **5. Approval of Minutes**

The Board approved and signed the minutes from the November 14, 2010 meeting.

#### **6. Review of Action Items**

1. Dharma-Joy and Gojitsu reported on the search for a CPA to do an audit of ZCLA. They will pursue some leads.
2. Muso reported on communications with Chris Panos re: the Peacemaker loan. The Board re-affirmed the need for full re-payment of the loan.
3. Myoho spoke with Mary re: notification to residents about the upcoming final increase in Monastery housing fees. Mary will give notice to the residents in the same manner she has for the previous increases.
4. Myoho reported that the EC continues work on developing a policy for Dana to other Centers, as well as, for special causes or needs.
5. Dharma-Joy proposed an amendment to the By Laws to make Sensei Kodo a voting member of the Board. The following resolution was duly made, seconded and approved by the Board:

Resolved: The ZCLA By Laws are amended as follows “(6.1a) For times of his or her absence, the Abbot may designate an Abbot Seat Holder who shall have the same authority and powers conferred on the Abbot under these by laws for the term that he or she is appointed as Abbot Seat Holder.”

6. Muso sent a letter of thanks to Jotai for his service to the Board.

The revised Action Items list is attached at the end of the minutes.

## **7a. Financial Reports**

### **2010 FINANCIAL REPORT:**

Dharma-Joy presented the 2010 year end Financial Report, P & L Budget vs. Actual, Balance Sheet and Statement of Cash Flow. These reports are attached.

Dharma-Joy reported that the Center finished the year with a \$8,900 deficit, including Capital expenses. This is considerably better than earlier projections due to the strength of the Annual Fund donations and the large participation in sesshins toward the end of the year. These factors, along with careful stewardship, helped bring the actuals very close to the budget projection for 2010.

The Board thanked Dharma-Joy for all of his careful and dedicated work throughout the year and for completing the year end financials so quickly.

### **BEQUEST REPORT:**

Dharma-Joy reported that an expected bequest to the Center is continuing in probate. The Center waived the right to a full accounting of the estate to expedite its distribution. Dharma-Joy expects the distribution to ZCLA to be made in early 2011.

#### 2011 BUDGET:

Dharma-Joy presented the attached 2011 Budget. The Finance Committee, the Executive Circle and Mary Rios worked on the budget over many months. The Finance Committee recommended it's adoption to the Board.

Following questions and general discussion the following resolution was duly made, seconded and approved by the Board:

Resolved: "The Board approves the 2011 Budget as submitted by the Finance Committee."

#### CHIDEN ROOM PROPOSAL:

Enduring-Vow presented the plans and proposal for upgrading the Chiden Room in the Buddha Hall with new storage, work space, cabinetry and lighting. The plans are the result of a lengthy process stemming from the Feng Shui report and the Feng Shui Circle.

Following discussion the following resolution was duly made, seconded and approved by the Board:

Resolved: "The Chiden Room project is approved with a budget not to exceed \$7,500."

### **7b. Endowment and Investment Report**

Bob Swan submitted an Endowment investment report. It is attached. Returns for the year ended very well. The Calvert Social Equity Fund performed especially well with a 16% return for the year.

The Board expressed its appreciation to Bob for his care and success with the Endowment.

### **8. Executive Circle Report**

#### PERSONNEL POLICY

Myoho reported that the Personnel policy, previously adopted by the Board, has been formatted and finalized. Mary will distribute the policy to the staff and have each staff member sign copies for ZC records.

#### PET POLICY

The Pet Policy has been finalized and approved by the residents, the Executive Circle and the Buddha Hand Circle. The policy has been distributed to residents and will be attached to all resident housing agreements going forward. The whole Pet policy process was emphasized as an example of the effectiveness of the Center's forms of collective decision making and linking. The importance of taking time with issues such as this was noted. It was agreed that the process worked.

## CENTER SECURITY POLICY

Myoho reported that the EC is still gathering feedback on this policy from various Circles of the Mandala including the residents, Zendo Stewards, Day Group and others. The EC will continue the process and it's implementation, when appropriate.

## FACILITIES

Plum-Hermit reported on the completion of the Zendo interior painting.

Myoho and Plum-Hermit reported on proposals for resident bicycle storage. They expect to have solution to this request from residents very soon.

## **10. Development Circle Report**

Plum-Hermit distributed a report on the Annual Fund (attached). To date the Annual Fund has received \$35,000. A follow-up appreciation and ask will be sent by e-mail. It was noted that Roshi's E-Course and her sabbatical, directly and indirectly, contributed to the response to the Annual Fund and year end participation. A large gift given in honor of a member by their firm also contributed to the success of the Annual Fund.

Muso distributed and reported on the Development Circle's mission statement and document (attached). The DC is interested in expanding the definition of development beyond fundraising and to educate the Center stewards and Sangha in these areas. Muso will host a lunch for the staff and Development Circle to explore these areas. Discussion followed on whether there is a dharma word that could be used in conjunction with 'development' to describe this sphere of activity.

Muso also reported on the upcoming Legacy Circle Tea that will be hosted by the DC and Sensei Kodo at the Pine House.

## **11. Staff Transition Overview**

Myoho distributed a comprehensive Staff Transition Overview proposal (attached), including staff agreements for Dharma-Joy, Faith-Mind and Plum-Hermit. Myoho will also send it out to the Board by e-mail.

Myoho reported on the background of the transition and its evolution. Dokai will complete her active staff position as of June 2011. Dokai will be available for consultation and training of new staff during July and August.

The proposal was developed by the Staff Transition group (stewarded by Myoho and Mary) and its approval was recommended by the EC and the Finance Committee. Roshi was consulted throughout the process and supports the proposal. The proposal will be retroactive to January 1, 2011.

The following resolution was duly made, seconded and approved by the Board:

Resolved: "The Board approves the Staff Transition proposal as presented by the Finance Committee".

The Board thanked Myoho and Mary for all their time and efforts in this area.

## **12. New Business**

Muso presented a proposal from a member regarding the possible donation of land to the Center. The land is undeveloped, high desert located in Arizona without any current structures, services or utilities. The proposal involved donating the land outright to ZCLA or perhaps partnering to develop the land as a retreat property or halfway house for recently released inmates.

After discussion, and expressions of appreciation for the offer, the Board agreed that ZCLA does not have the financial or personnel resources to steward or develop the land.

The following resolution was duly made, seconded and approved by the Board:

Resolved: "We appreciate and have to decline the proposed offer".

## **13. Mandala Circle**

Sensei Kodo reported on the newly formed Mandala Circle. Sensei Kodo formed the Circle by invitation. There are 11 members of the Circle representing different spheres of the Center's Mandala.

The purpose of this group is to support Sensei Kodo, link different spheres and people, have an overview of the workings of the Mandala and share in the large view.

Some discussion followed regarding the relationship between the Board and Sensei's role and teachings. Sensei asked what information about her teaching and plans would be helpful to the Board. This will be an on-going dialogue.

There was also discussion of linking the Teachers Circle and the Board. Suggestions included: An all-day meeting with the TC, Council with the TC.

Sensei Kodo will explore this further with the Teachers Circle.

The Board expressed its appreciation to Sensei Kodo for her presence and participation.

**13. Closing**

Check-out Round  
Chant the Four Vows.

The meeting adjourned at 4:30 p.m.

Respectfully submitted by John Plum-Hermit Swanger, Recording Secretary.

**Approved**

Date: March \_\_\_\_, 2011 \_\_\_\_\_

Patti Muso Giggans

Date: March \_\_\_\_, 2011 \_\_\_\_\_

Betsy Enduring-Vow Brown

Date: March \_\_\_\_, 2011 \_\_\_\_\_

Darla Myoho Fjeld

Date: March \_\_\_\_, 2011 \_\_\_\_\_

Dewayne Gojitsu Snodgrass

Date: March \_\_\_\_, 2011 \_\_\_\_\_

Thomas Dharma-Joy Reichert

Date: March \_\_, 2011

\_\_\_\_\_  
Sensei Merle Kodo Boyd

Date: March \_\_, 2011

\_\_\_\_\_  
John Plum-Hermit Swanger

## **ACTION ITEMS FROM January 2011 MEETING**

### General Procedures

Current Board reports and signed minutes from the previous meeting will be given to Mary Rios/Business Manager as soon after the meeting as possible.

Myoho/EC Steward will report Board decisions and other necessary information to Mary/Business Manager as soon after the meeting as possible.

Notification of decisions and information will be given to those effected (i.e. Residents, Teachers, Circles, Staff, etc.) prior to posting Board minutes.

Decisions and votes of the Board will be stated and recorded as resolutions.

### Action Items:

1. Dharma-Joy, Gojitsu - ZCLA audit / Send Membersflash to Sangha re: referrals or accounting connections. Some leads to follow.
2. Muso – Peacemaker Loan. In communication with Chris Panos.
3. Myoho -- Policy on Center donations to other groups/causes. Myoho/EC will refer to the policy that the EC has used for giving to other Centers.
4. Myoho - Send the finalized Pet Policy to the Board.
5. Myoho - Send the approved Staff Transition Overview to the Board.
6. Dharma-Joy – Prepare and distribute the 2010 Financial Report to the Sangha.
7. Plum-Hermit – Draft facilities projects priorities from Master Plan for the Board.
8. Plum-Hermit – Finalize Board mission document for Board approval.
9. Muso – Convey to the donor the Board’s decision pertaining to the land in Arizona.
10. Sensei Kodo - Explore in the Teachers Circle ways to link with the Board.

### SOMEDAY

1. Dharma-Joy – recommendations regarding financial support for Abbots in retirement