

Zen Center of Los Angeles, Inc.

MINUTES OF A REGULAR MEETING OF THE
BOARD OF DIRECTORS

July 31, 2011

The Board of Directors of Zen Center of Los Angeles, Inc., a California nonprofit corporation, held a meeting at 1:30 p.m., July 31, 2011 at 923 S. Normandie Avenue, Los Angeles, California.

The following directors were present: Patricia Muso Giggans (President), Sensei Merle Kodo Boyd, Darla Myoho Fjeld, Betsy Enduring-Vow Brown, DeWayne Gojitsu Snodgrass, John Plum-Hermit Swanger.

The following directors were away: Sensei John Daishin Buksbazen (Secretary), Thomas Dharma-Joy Reichert (CFO) and Bob Swan.

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

1. Muso called the meeting to order and welcomed everyone. Those present sat zazen. Check-in Round
2. Council on Board practice and related matters. Council ended at 2:45. After a short break the business portion of the meeting began at 2:50.

3. Review of Agenda

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

4. Approval of Minutes

The Board approved and signed the minutes from the May 22, 2011 meeting.

5. Review of Action Items

1. Myoho - Reported that the EC continues work on developing a policy for Dana to other Centers, as well as, for special causes or needs. A draft was sent to the Board prior to the meeting. – On agenda.
2. Plum-Hermit - Sent a revised Master Planning document to the Board prior to the meeting. That document is attached. - On agenda.
3. Sensei Kodo – Explore with the Teachers Circle and the Priests Circle ways to link with the Board. – On-going.
4. Bob Swan – Will send 2nd Quarter Investment report to the Board. – Completed.
5. Board members - Send feedback to Myoho on the ZCLA Dana Policy. – Completed
6. Sensei Kodo - Write a letter of appreciation to Barbara Thorpe-Cartee acknowledging the receipt of the Theodore Teido Cartee bequest. - Completed
7. Dharma-Joy – Announce the Theodore Teido Cartee bequest in the Water Wheel. – Completed.
8. Plum-Hermit – Return the Statement of Right Conduct to the Mandala Circle for further revisions. – Completed.

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

6. Financial Reports

FINANCIAL REPORT:

Dharma-Joy was not able to attend this meeting. No financial report was presented.

6b. Endowment and Investment Report

Bob Swan sent the second quarter Endowment and Investment report to the Board prior to the meeting. The report is attached.

Muso suggested the Board consider putting a portion of the Teido Cartee bequest into the Endowment. She suggested that a portion of all bequests might be designated to the Endowment. After some discussion, Muso offered to discuss the proposal with the Finance Committee as a next step.

7. Zen Peacemaker Loan

The Board continued it's months long deliberation of the evolving situation of the collateral loan made by ZCLA to the Zen Peacemakers in 2004. The collateral loan helped the ZP to secure a construction loan to develop their property in Montague, MA and to open the Maezumi Institute in 2005.

The collateral loan amount was \$75,000 and came from a large bequest ZCLA had received at that time. ZCLA has received and retained approximately \$7,000 in interest over the life of the loan.

Due to many financial factors, the ZP have not been able to meet their financial and debt obligations for the Montague property. The Bank of Western Massachusetts holds the mortgage on the property and all the collateral loans, including the ZCLA loan. Due to these circumstances the bank has recently determined it cannot release the collateral loans to the numerous lenders, including ZCLA. Additionally, the bank will be auctioning the property in Montague.

In light of there being no mechanism for ZCLA to recover the collateral loan and knowing that this situation weighs heavily and personally on Roshi Bernie Glassman the Board has been considering extending a release from the loan obligation to Roshi Bernie.

After discussion, all those present supported or could live with extending such a release to Roshi Bernie for the outstanding amount of the loan. No formal resolution was made.

It was agreed that Muso, who has been in close communication with the ZP Board over the last several months, will draft a letter to Roshi Bernie for the ZCLA Board to review. Those directors not present at the meeting will have an opportunity to respond and contribute their feedback on this decision.

A resolution and vote of the Board can be done electronically or at the September 25 meeting, as needed.

8. Executive Circle Report

SECURITY & HOURS OF OPERATIONS PROPOSAL

Myoho reported that the finalized proposal has been sent out to stewards and residents and posted on the website.

DANA POLICY FOR ZCLA

Myoho presented and led a discussion of the Dana Policy. She received some feedback from the Board prior to the meeting. She will get further feedback from the EC and present the finished draft at the September Board meeting.

The Board expressed its appreciation for all her work on this over many months.

DISASTER PREPAREDNESS

Tom Pine-Ocean Cleary is overseeing this area for the EC and is linking closely with the two resident stewards. Myoho reported that this is working well.

EC & BUDDHA HAND CIRCLE LINKING

Rosa Ando Martinez serves on the EC and the BHC. She will be stepping off the BHC. How the EC and BHC will link is again an issue. The Board has not found an effective way to link with the BHC and had been counting on the EC as a conduit to the BHC. No immediate solution to this situation was identified.

9. Development Circle Report

Plum-Hermit reported that the DC has begun to explore Mailchimp as a service and template for electronic outreach to donors.

Plum-Hermit and Sensei Kodo, with the DC, will be working to shape and draft the Annual Fund mailer. That appeal is usually mailed to the donor list in late November.

10. Mandala Circle

STATEMENT OF RIGHT CONDUCT

Sensei Kodo reported that the Statement will be considered at the August 9 Mandala Circle meeting so that the finalized draft can be presented to the Board at the September 25 meeting for adoption.

RESIDENT STEWARD

The Resident Circle is continuing to explore the role of Resident Steward and what it means to practice as a resident member at Great Dragon Mountain.

Sensei Kodo offered further updates and reflections on the following: linking in general, study opportunities that are not teacher led, and the progress of the Prison Circle in revising the protocol for released inmates' participation at ZCLA.

11. Master Plan Document

Discussion of the revised document and project priorities was postponed due to time constraints.

Closing

Check-out Round
Chant the Four Vows.

The meeting adjourned at 5:00 p.m.

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

Approved

Date: Sept ____, 2011

Betsy Enduring-Vow Brown

Date: Sept____, 2011

Darla Myoho Fjeld

Date: Sept __, 2011

DeWayne Gojitsu Snodgrass

Date: Sept __, 2011

John Plum-Hermit Swanger

Date: Sept __, 2011

Sensei Merle Kodo Boyd

Date: Sept __, 2011

Patricia Muso Giggans

ACTION ITEMS FROM July 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. Myoho -- Policy on Center donations to other groups/causes. Get EC input and bring back to Board for adoption.
2. Plum-Hermit – Draft facilities projects priorities from Master Plan for Board consideration.
3. Muso – Draft letter to Roshi Bernie re: ZP loan for Board review and input.
4. Plum-Hermit – Bring finalized draft of the Statement of Right Conduct to the Board for adoption.
5. Muso – Discuss with the Finance Committee designating a portion of all bequests to the Endowment.

SOMEDAY

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