

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

### MINUTES OF AN ALL-DAY MEETING OF THE BOARD OF DIRECTORS

May, 16, 2010

The Board of Directors of Zen Center of Los Angeles, Inc., a California nonprofit corporation, held a meeting at 9:45 a.m., May 16, 2010 at 923 S. Normandie Avenue, Los Angeles, California. The following directors were present: Patti Muso Giggans (President), Thomas Dharma-Joy Reichert (CFO), Ty Jotai Webb, Roshi Wendy Egyoku Nakao (Abbot), John Plum-Hermit Swanger, Darla Myoho Fjeld and Betsy Enduring-Vow Brown. The following directors were absent: Dewayne Gojitsu Snodgrass, Sensei John Daishin Buksbazen and Bob Swan.

The following members of the Teachers Circle were present for the morning Council training and re-joined the Board for some or all of the business meeting: Sensei Kipp Ryodo Hawley, Sensei Merle Kodo Boyd, Sensei Patricia Shingetsu Guzy, Sensei Raul Ensho Berge, Dharmaholder Gary Koan Janka.

Jeanne Dokai Dickenson was present for and led the morning Council training session.

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

#### **1. Call to Order & Zazen**

Muso called the meeting to order and welcomed everyone. Those present sat zazen.

#### **2. Council**

Dokai led and facilitated a Council Practice training session and Council for the Board and the Teachers Circle from 9:45 a.m. to 12:30 p.m.

Dokai distributed drafts of an Introduction to Council Practice and a Quick Sheet for Council Facilitators at ZCLA. Copies of these are included in the Board Minutes binder.

The Board and the Teachers joined the Sangha for lunch.

The business portion of the meeting began at 1:30 p.m.

### **3. Review of Agenda**

Muso led the Board in a review of the agenda, a copy of which is attached. The order of the agenda was adjusted as shown in these minutes.

Board meeting dates for 2010:  
September 26, November 14 (All-Day)

### **4. Approval of Minutes**

The Board approved and signed the minutes from the March 21, 2010 meeting.

The Board agreed that the 2009 and 2010 Minutes (not attachments and reports) will be posted on the Members section of the ZCLA website.

Dharma-Joy will work with Sensei Ryodo on posting the Board minutes in the Members section of the website.

They will also work on updating and enhancing the Board page in the public section of the website.

### **5. CAAW Report**

Roshi gave an update to those present on the MHAEC-CAAW Abbot's Seat Exploration.

Roshi announced the appointment and presented Koan as the Resident Steward to the Resident Circle on Friday, May 14. The Board and Teachers expressed their support and appreciation to Koan.

Roshi announced and asked for the Board's endorsement of Sensei Kodo as the Abbot Seat Holder during Roshi's sabbatical in 2011. This follows many months of exploration and work by the MHAEC-CAAW group. The Board unanimously endorsed and approved the appointment of Sensei Kodo and, along with the Teachers, expressed their gratitude and support for Sensei Kodo.

Roshi expressed her gratitude to both Koan and Sensei Kodo for their willingness to support her and the Sangha during the sabbatical. Roshi will make the announcement to the Sangha of both appointments via Membersflash. Roshi and Sensei Kodo will also have a conversation about the Abbot Seat Holder position with the Sangha during the Sunday morning talk on May 23.

Roshi and Sensei Kodo will plan an Abbot Seat Holder Installation Ceremony for December 31, 2010.

Sensei Kodo addressed those present and responded to several questions. She emphasized that her, husband, Kenny, is fully supportive of her stepping into the ASH position. Sensei will view the yearlong position as living at ZCLA and visiting her home in New Jersey.

The Board affirmed that the ASH position will be a financially compensated position. The Finance Committee is currently exploring the details of this along with some other related matters.

There was general discussion on the role of the MHAEC-CAAW group during the sabbatical; the relationship of the Board and MHAEC-CAAW; where it sits in the Center's Mandala; the importance of the Mandala and the practice of linking different spheres and people; how MHAEC-CAAW can uphold the upayas of collective wisdom; the functioning of this circle and the position of a Steward for the MHAEC-CAAW circle.

## **6. Executive Circle Report**

A. Myoho presented a memo from the EC concerning various aspects of the Center's approach to Information Technology including the recently installed new server. Jotai, in consultation with Sensei Ryodo, presented an overview of work completed and work yet to be completed. A copy of both are attached.

It was proposed that Jotai and Sensei Ryodo share the position(s) of supporting the Center's IT needs and functions. Generally, Jotai would oversee technical support, the new server, systems support and maintenance. Sensei Ryodo would continue his work in maintaining and enhancing the website, among other aspects. The Board approved this arrangement in principle.

The Board accepted Jotai's offer of on-going dana, through the end of 2010, for his time and work on the Center server and other IT functions. The Finance Committee will consider aspects of compensation and protocols for IT position funding for the 2011 budget.

The Board thanked Sensei Ryodo and Jotai, especially, for all their work on the installation of the Center's new server.

There was extensive discussion on many aspects of the Center's IT needs and future direction. It was agreed that an IT Circle (name to be determined) needs to be formed. Sensei Ryodo, Jotai, Dharma-Joy and Enduring-Vow agreed to serve as the founding members of the Circle.

Resolved: "The Board of Directors approves forming an IT Circle as a sub-circle of the Board."

Some points to be considered by the Circle include: providing other voices, dialogue and support for the Jotai and Sensei Ryodo; creating a 'cyber master plan'; technology visioning; the protocols for linking the IT Circle to the Day Group, EC and the Board; the importance of checks and balances in decision making; clear protocols for proposals and cost approval; overview of future projects and the overall future direction of the Center's technology.

**B.** Myoho announced that Bill Earth-Mirror Corcoran has begun serving as the EC – Staff liason person and is overseeing staff and personnel issues. Myoho stepped down from that role recently. The Board thanked Myoho for her service in this capacity over the last several years.

## **7. Review of Action Items**

1. Gojitsu - submit personnel policy material to the Board. Continued.
2. Plum-Hermit/Roshi – Long term plan for buildings and grounds. Continued.
3. Dharma-Joy/Plum-Hermit – Draft Board mission statement submitted to Board Nov. 2009. Will be considered in Council at upcoming Board meeting.
4. Enduring-Vow – research ZCLA audit.
5. Council training, May 16, 9:45 – 12:15 for the Board, Teachers’ Circle and MHAE-CAAW. Dokai will lead the training. Completed.
6. 2009 Financial Report; Dharma-Joy hopes to complete by the end of March. Completed.
7. Dharma-Joy /Sensei Ryodo – post Board minutes on members’ website. Update Board information on website.
8. Muso/Jotai – clarify hiring protocol with hiring stewards. Completed.
9. Muso – arrange joint Board/Teachers Council and meeting. Completed.

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

## **8a. Financial Report**

Dharma-Joy presented a comprehensive Financial Report with copies of the P&I, and Balance Sheet. The reports are attached.

Currently the Center’s budget reflects some seasonal variations. There are some other variances, including shortfalls in Program and Donation revenue and increased expenses in a number of areas that Dharma-Joy brought to the Board’s attention.

Overall, the Center’s actual income vs. expenses (including Capital expenses and mortgage) is \$16,005 below budgeted projections.

Dharma-Joy proposed and the Board agreed to the following resolution:

Resolved: “To remove Evi Ketterer as an authorized ZCLA credit card holder. Katherine Griffith was approved as the new credit card holder.”

The Board voted and signed the resolution. Dharma-Joy will deliver it to the Business Manager so that the change can be implemented.

## **8b. Endowment and Investment Reports**

Bob Swan sent a 1<sup>st</sup> Quarter Endowment report to the Board prior to the meeting. The report is attached.

The total Endowment as of April 30 was \$108,014.

## **9. Development Circle Report**

Muso presented an update on the Development Circle's work including:

The Sangha Appreciation event will be held on August 1. The DC is preparing a budget proposal for the event to submit to the EC. A Legacy Circle gathering will be held in the fall. It will include an educational presentation.

The DC is continuing work on their mission statement and core values. Also, the work of transitioning from 'fundraising' to development and the larger view that this encompasses is continuing.

It was agreed that the DC needs to have a larger conversation with the Board, and whoever else is necessary, regarding the nature of development.

60% of Board members have now committed to joining Muso in her challenge to make 2010 donations to the Great Dragon Renovation Campaign. The goal is to have 100% Board participation and to use the Board participation to inspire donations to the campaign from the rest of the community.

## **10. New Business**

Roshi made a presentation to the Board regarding Center financial support for Ekyo Maezumi. ZCLA has been contributing to the White Plum Asanga which has been coordinating the financial support for the last several years. The White Plum's role and support is drawing to an end.

Dharma-Joy proposed the following resolution:

Resolved: "The Board approve giving to Ekyo Maezumi, as a gift, the remainder of the funds in 2010 (\$700) that had been budgeted for her support".

Roshi proposed the following resolution:

Resolved: "ZCLA will make an annual gift to Ekyo Maezumi at the suggested amount of \$1,000 or an amount that the Center's finances allow".

The Board voted and approved both resolutions.

The question of the policy and intention of the Center as a whole in making donations was raised. Muso agreed to take this question as an action item.

**11. Closing**

Check-out Round.  
Chant the Four Vows.

The meeting adjourned at 4:45 p.m.

Respectfully submitted by John Plum-Hermit Swanger, Recording Secretary

**Approved**

Date: May \_\_\_\_, 2010 \_\_\_\_\_

Patti Muso Giggans

Date: May \_\_\_\_, 2010 \_\_\_\_\_

Roshi Wendy Egyoku Nakao

Date: May \_\_\_\_, 2010 \_\_\_\_\_

Darla Myoho Fjeld

Date: May \_\_\_\_, 2010

\_\_\_\_\_

Betsy Enduring-Vow Brown

Date: May \_\_\_\_, 2010

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Thomas Dharma-Joy Reichert

Date: May \_\_\_\_, 2010

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Ty Jotai Webb

Date: May \_\_\_\_, 2010

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John Plum-Hermit Swanger

## **ACTION ITEMS FROM MAY 2010 MEETING**

1. Gojitsu - personnel policy manual for staff & bodhisattva staff
2. Plum-Hermit/Roshi – Document long term plan for buildings and grounds incorporating the Feng Shui Circle’s final report
3. Dharma-Joy/Plum-Hermit – draft Mission Statement – Submitted to Board – Board will consider the draft in Council at the upcoming meeting.
4. Enduring-Vow – research bids for a ZCLA audit
5. Muso – Board will continue with Council practice and ways to explore it further.
6. Dharma-Joy - work with Sensei Ryodo on posting 2009 and 2010 Board minutes on the members section of website. Update Board page on public section of website.
7. Muso – Contact Bernie Roshi regarding the Peacemaker loan.
8. Muso – Interface between Development Circle and the Board.
9. Muso/Development Circle – work on a donation/dana policy for the Center to make contributions.

### SOMEDAY

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