

Zen Center of Los Angeles, Inc.

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS

November 4, 2012

The Board of Directors of Zen Center of Los Angeles, Inc., a California nonprofit corporation, held a meeting at 1:30 p.m., November 4, 2012 at 923 S. Normandie Avenue, Los Angeles, California.

The following directors were present: Patricia Muso Giggans (President), Darla Myoho Fjeld, John Plum-Hermit Swanger (Recording Secretary), Thomas Dharma-Joy Reichert (CFO), Betsy Enduring-Vow Brown (Secretary) Roshi Wendy Egyoku Nakao, Bob Swan.

The following directors were away: Dewayne Gojitsu Snodgrass.

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

1. Welcome, Zazen and Check In Round

Muso called the meeting to order and welcomed everyone. Those present sat zazen. Check-in Round

2. Council Practice.

The Board held Council practice. The business portion of the meeting began at 2:15 p.m.

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 September 23, 2012 meeting.

5. Review of Action Items

1. The Board reviewed the list of Action Items.

A revised list of Action Items is included at the end of the minutes.

6. Abbot Proposal for Executive Director

Roshi presented a proposal (attached) for a new position of Executive Director. The need for this position has been emerging for some time. Roshi explored different options for this with Mary, Faith-Mind, Plum-Hermit and others.

The proposal is for Roshi to appoint Deborah Faith-Mind Thoreson as Executive Director (exact title to be determined). This position will relieve Roshi of administrative and operational duties, will emphasize holding the spirit and teachings of Shared Stewardship and will help in developing a long range vision for ZCLA. The position will be a staff and training position. Faith-Mind will also join the Board of Directors.

The salary suggested by the Finance Committee is \$24,000 a year. The exact compensation details will be worked out by the Finance Committee in conversation with Faith-Mind.

Resolved: “ZCLA establishes a position of Executive Director and Deborah Faith-Mind Thoreson is appointed as of January 1, 2013.”

Resolved: “Deborah Faith-Mind Thoreson is elected as a Board Director for a 3 year term commencing on January 1, 2013.”

7. Financial and Endowment Report

Dharma-Joy distributed his financial report, P&L Budget vs. Actual, Balance Sheet and Cash Statement. The reports are attached.

He reported that revenue and expenses in the operational budget are very close to projections. Factoring in Capital Expenses, there is an overall deficit of app. \$42,000 to date.

Bob distributed a 3rd Quarter Endowment Report (attached). Overall, to date in 2012, there has been a 6.21% increase in the portfolio for a total Endowment value of \$117,779. The Calvert (Equity) Social Fund has had a 15.45% gain to date.

Bob will arrange for the reinvestment of the Treasury Bills that have matured.

8. 2013 Budget

The 2013 Budget was submitted. It is attached. The Finance Committee approved the submitted Budget.

Mary previously circulated a draft budget for input from the Day Group and other Stewards. The 2013 Budget includes a 3% monastery housing fee increase, \$10,000 in projected revenue from pre-paid end of life and funeral services and some changes in salaries.

Resolved: “The 2013 Budget is approved as submitted.”

9. Executive Circle

Myoho reported that the Heat and AC installation for the Zendo and Dharma Hall will begin on November 19.

The letter to residents about the upcoming 3% monastery housing fee increase has been sent. Only one resident responded concerning the increase.

10. Development Circle

Muso and Plum-Hermit reported that the Annual Fund letter is almost finished and on schedule for production and mailing by Thanksgiving. A goal of \$45,000 has been set. Follow-ups to the letter will be sent electronically.

Constant Contact is being set up. Some necessary FileMaker Pro upgrades are being made.

A comprehensive e-communication proposal is being developed by the Development Circle and will be submitted to the Board at a later date.

11. Board Recruitment

Muso reported on discussions with Cliff Shishin Collins about him joining the Board. Shishin is available and interested in serving in this way. The nomination was made and duly seconded.

Resolved: “Cliff Shishin Collins is elected as a Board Director for a 3 year term commencing on January 1, 2013.”

12. All Day Board Meeting & Dates for 2013

Muso led a discussion of an All Day Board meeting scheduled for Saturday, January 26, 2013 from 9:00 – 4:30.

It was suggested to hold the meeting off-site, possibly at Carol Moss's house in Malibu. Enduring-Vow will check that with Carol Moss. Muso will contact Sensei Koan to see if he is available to facilitate the all day meeting.

The focus of the meeting will be on longer range strategic planning. Areas may include: 5 year plans, the ZCLA Mandala, staff, facilities, Abbot succession, the ZCLA 50th Anniversary, development and communication, ZCLA's relationship to larger communities and strategic directions.

2013 Board Meeting dates:

Saturday, January 26, All Day, 9:00 – 4:30

Sunday, January 27, Lunch with Residents

Sunday, March 24, 1:30 – 4:30

Sunday, May 19, 1:30 – 4:30

Sunday, July 14, 1:30 – 4:30

Sunday, September 22, 1:30 – 4:30

Sunday, November 10, 1:30 – 4:30

13. Grievance Procedure, Statement of Right Conduct and Wisdom Circle

Roshi presented and discussed a proposal for a new Grievance Procedure that is separated out from the Statement of Right Conduct. Roshi related numerous factors that indicated the need for this specific Grievance Procedure and a clearly defined group (the Wisdom Circle) to handle all formal grievances. Roshi will appoint the members of the Wisdom Circle. (The Grievance Procedure and Statement of Right Conduct are attached).

After discussion, the following resolutions were approved by the Board.

Resolved: “The revised Statement of Right Conduct is adopted by the Board.”

Resolved: “The Grievance Procedure is adopted by the Board.”

Resolved: “ The Board approves the creation of the Wisdom Circle and that its initial membership be determined by the Abbot.”

14. Protocol for Former Inmates

A suggested revision to the Protocol was proposed that would remove the Board of Directors from having the final approval on whether a former inmate(s) could begin formal practice at ZCLA or join as a member. Discussion followed on the role of the Board and of the Abbot in this final approval step of the protocol and related aspects of administering the protocol. No resolution was reached and the matter was tabled for future discussion.

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: November ____, 2012 _____

Patricia Muso Giggans (President)

Date: November ____, 2012 _____

Thomas Dharma-Joy Reichert (CFO)

Date: November ____, 2012 _____

Betsy Enduring-Vow Brown (Secretary)

ACTION ITEMS FROM November 2012 MEETINGS

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. Muso – Continue Board discussion of designating a portion of bequests to the Endowment – On-going.
2. Muso – Continue Board discussion on developing a ZCLA Loan Policy – On-going.
3. Dharma-Joy – Work on revisions to the ZCLA Protocol for Former Inmates – On-going.
4. Muso – Write a letter of appreciation to Sensei Daishin – Completed
5. Roshi – Make a proposal to the Board on amendments to the SRC – Completed.
6. Muso - Contact Sensei Koan about facilitating the January all day meeting – Completed.
7. Enduring-Vow – Contact Carol Moss about holding the all day meeting at her house – Completed.
8. Roshi – Write to Ekyo Maezumi about \$600 in support from ZCLA – Completed.

SOMEDAY

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