

Zen Center of Los Angeles, Inc.

MINUTES OF A REGULAR MEETING OF THE BOARD OF DIRECTORS

September 26, 2010

The Board of Directors of Zen Center of Los Angeles, Inc., a California nonprofit corporation, held a meeting at 1:30 p.m., September 26, 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, Dewayne Gojitsu Snodgrass, John Plum-Hermit Swanger, Darla Myoho Fjeld and Bob Swan.

The following directors were absent: Sensei John Daishin Buksbazen (Secretary-Treasurer), Betsy Enduring-Vow Brown.

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.
2. Check-in Round
3. Muso facilitated Council

The business portion of the meeting began for the Board at 2:50 p.m.

4. Review of Agenda

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

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

5. Approval of Minutes

The Board approved and signed the minutes from the May 16, 2010 meeting.

Jotai agreed to act as the Recording Secretary for the November All-Day meeting.

6. Review of Action Items

1. Long term Buildings and Grounds Plan / Roshi and Plum-Hermit will present a draft to the Board prior to the November meeting.
2. Board Mission Statement / Will be considered during November all-day meeting.
3. Audit / Dharma-Joy will send a Dharmaflash to members inquiring about accounting experience or referrals.
4. Board Minutes on Website / Dharma-Joy will continue to post minutes.
5. Peacemaker Loan repayment / Muso will resume inquiries.
6. Dana Policy / Myoho & EC are continuing to develop this.

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

7a. Financial Report

FINANCIAL REPORT:

Dharma-Joy presented a Financial Report that is attached. It shows the Center's budget vs. actual reflecting a \$30,000 deficit. This is due to lower than expected revenue in some categories and capital expenses, including emergency maintenance work.

Dharma-Joy and other Board members discussed factors that may effect the budget for the remainder of 2010 and into 2011.

The Finance Committee has begun work on the 2011 budget. They need the third quarter numbers to project an accurate budget for 2011. They will continue work when those numbers are available. Dharma- Joy will distribute a draft budget to Staff and Center Stewards in October and present a draft for approval at the November Board meeting.

AMENDMENT TO BYLAWS:

Dharma-Joy requested an Amendment to the ZCLA bylaws. The amendment is needed for tax exemption purposes and reflects long-standing practices.

In February 2005, the Center's bylaws were amended to address this issue. However, when the bylaws were restated in 2008, the amendment was inadvertently not carried forward, requiring us to revise the restated bylaws now to address this issue. The Board approved the following amendment:

Resolved, Article VI of the restated Bylaws of Zen Center of Los Angeles, Inc. is hereby amended as follows: A new section 6.3 is added containing the following language:

“Section 6.3. Residential Housing. In connection with its operation as a residential and monastic training facility, ZCLA shall provide a residence for its Spiritual Leader (or if the Spiritual Leader

is on sabbatical, for any designated Seat Holder) on its grounds, and the Spiritual Leader shall reside on Center property.”

CHECK SIGNING AUTHORIZATION:

The following authorization for checking account signatories was also approved by the Board:

Resolved: “Burton Wetanson and Katherine Griffith are approved as signatories for the UBOC checking account.”

7b. Endowment and Investment Reports

Bob Swan distributed an Endowment Investment report. It is attached.

The total Endowment as of September 23 is \$106,805.

8. Personnel Policy Report

Gojitsu led a review of the draft Personnel Policy that he and Bill Earth-Mirror Corcoran developed and wrote. The draft was sent to the Board prior to the meeting.

After discussion the following revisions were requested:

1. To state that the Abbot and Abbot Seat Holder are not included in the Staff / Personnel Policy.
2. To include a reference to the Center’s core documents: The Mission and Vision Statements, The Core Values, The Core Practices, The Statement of Right Conduct and The Center Mandala.
3. To state in two places that the Executive Circle has overall responsibility for all hiring and termination of staff positions. And that the EC, or someone they appoint, will oversee day to day staff issues.

Gojitsu will send the revised draft to the Board for final review and approval at the November meeting.

9. Executive Circle / Finance Committee Report

Myoho reported on up-coming staff transitions, recent staff proposals and related budget considerations. This was followed by a discussion of staff positions and areas of responsibility.

The description of the Abbot Seat Holder position will be sent to the Board and the following resolution was approved by the Board:

Resolved: "The Abbot Seat Holder will be compensated in 2011 in the amount of \$21,000."

In addition, Roshi authorizes the use of the Sujata Fund to compensate Sensei Kodo for some travel and other expenses in connection with fulfilling the Abbot Seat Holder position.

The description of the Resident Steward position was reviewed and the following resolution was approved by the Board:

Resolved: "The Resident Steward will receive a stipend of \$440 per month effective June 1, 2010."

The Board affirmed it's support for the final Monastery Housing Fee increase to take effect in April, 2011. Furthermore, the option to request adjustments based on need was stressed. It was agreed that Myoho will continue as the contact person for residents who want to discuss or request housing fee adjustments.

The residents will be notified of the upcoming increase prior to the posting of these minutes. Notification will include who the current contact person is.

Myoho presented the Teachers' Pay proposal, which is attached, and the Board approved the version that was presented.

Several safety and security issues were reported and discussed by the Board.

10. Development Circle Report

Muso reported that the Annual Fund mailing is in the process of being developed and is on track to be mailed out directly after Thanksgiving.

The first phase of the Capital Campaign is completed, having exceeded the goal of \$25,000.

The Board will need to be involved in shaping the second phase of the Capital Campaign.

The Development Circle will expand the conversation on what development is, beginning with the Board. This can include, but not be limited to, increasing Zen Center revenue.

11. Closing

Check-out Round, Chant the Four Vows.

The meeting adjourned at 5:15 p.m.

Respectfully submitted by John Plum-Hermit Swanger, Recording Secretary

Approved

Date: Nov. ____, 2010 _____

Patti Muso Giggans

Date: Nov. ____, 2010 _____

Roshi Wendy Egyoku Nakao

Date: Nov. ____, 2010 _____

Darla Myoho Fjeld

Date: Nov. ____, 2010 _____

Dewayne Gojitsu Snodgrass

Date: Nov. ____, 2010 _____

Thomas Dharma-Joy Reichert

Date: Nov. ____, 2010 _____

Ty Jotai Webb

Date: Nov.____, 2010

Bob Swan

Date: Nov.____, 2010

John Plum-Hermit Swanger

ACTION ITEMS FROM SEPTEMBER 2010 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. Gojitsu - Personnel policy / Send revised draft to Board for Nov. meeting approval
2. Plum-Hermit/Roshi – Long term plan for buildings and grounds / Submit draft prior to Nov. meeting.
3. Dharma-Joy/Plum-Hermit – draft Mission Statement / Slated for Board discussion at Nov. meeting.
4. Dharma-Joy - ZCLA audit / Send Membersflash to Sangha re: referrals or accounting connections.
5. Myoho – ASH position description / Send to Board
6. Myoho - Resident Steward description / meet with Koan to review and finalize agreement.
7. Dharma-Joy/Finance Committee – draft 2011 Budget. Send to Stewards. Send to Board for Nov. meeting approval.
8. Dharma-Joy – Board minutes on website / post.
9. Muso – Peacemaker Loan / Resume inquires.
10. EC/ Business Manager – notify residents of upcoming housing fee increase prior to the posting of the September Board minutes.

SOMEDAY

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