

Minutes of the Zen Desert Sangha Board of Directors meeting

Saturday April 12, 2008

3226 N. Martin Avenue

(from notes by Martin Munro)

Joe Montani chaired the meeting, with Dan Dorsey acting as timekeeper. Kim Howell, Martin Munro, and Sue Weimer attended from the board, Shelley Dorsey and Malvina Kupinski attended from the general membership, with Jim D'Elia and Beth Rigby arriving later. The meeting was late in starting because of an additional question and answer period with Rōshi.

1. TREASURER'S REPORT

Kim had already emailed an account summary to the rest of the board, but also presented a paper copy at the meeting. The official bank balance was \$21992.22, but there was a discrepancy between this and the QuickBooks software, which reported a balance of \$22962.72. Possibly the software is not handling special funds correctly (the Educational Fund, Building Fund and so on), failing to change the account balance when money is withdrawn from these. Kim proposed contacting the accountant who had helped her set up the system (Irene) to have her walk through the procedures, not only to resolve the immediate discrepancy, but also to leave clearly documented instructions to the next Treasurer. The board authorized Kim to pay for the accounting assistance as necessary, and there was an accounting item already defined for this (an Accounting Account?).

Dan noted that the Finance Committee had already authorized the Treasurer to transfer some of the balance sitting idle in the checking account to an FDIC account (either a CD or a money market account) where it could earn more interest. Kim asked if she had board approval to move \$10,000 to an account where it would earn more interest, and everyone agreed. She explained that the transfer would have to wait until she had free time during times that the Chase Bank was open, and that it would be too much trouble to consider online alternatives at the moment.

An earlier report had noted a decline in membership payments for 2008 compared to those in 2007, and there had been speculation that the 2008 pledge letter might be partly to blame, since it had been mailed later the previous one.

This was confirmed by the current accounts, which now showed the membership payments only slightly below those for 2007, now that there had been a longer period for people to respond to the letter. There were no questions on the report; Dan expressed gratitude for Kim's work as Treasurer, and Kim said that nevertheless she would not keep the job when her current term was up.

2. BUILDING COMMITTEE

Kim also delivered the Building Committee report: next Saturday (April 19) is a samu day that has already been advertised on the email list. The main task was to be coating

the roof, but there would also be a list of tasks for people who would not be comfortable working up there, including cleaning the windows, dusting cobwebs, cleaning the altar area and so on. The building committee had held an ad hoc meeting immediately before the board meeting and proposed that on Sunday May 18 there would be a stucco samu day, to finish the work on stuccoing the outside of the addition on the west side of the building. An email announcement should go out in the next week, and a minimum of six to eight people would be required; if any fewer volunteered it would be better to postpone the work until the fall. There was a question about whether the work needed finished before the monsoon rains, but it seems that the partially completed stucco is at least weatherproof. Dan wanted to emphasize the fun and community aspects of the project: it wasn't simply a chore, and that no previous experience of plastering was necessary. Kim pointed out that it had the benefits of a class in stuccoing and plastering, with Dan as the instructor.

Sue had a request for samu day: because of a test she was uncertain if she could come on the day itself, but would still like to help with some task, if it could be left for her to do shortly afterwards. Her initial suggestion was vacuuming the zendo cushions, but Martin reported that someone (Jeanne) had just volunteered to do this work. Shelly suggested having a list of tasks, so that people could be assigned them on the day and Sue could later pick one of those not taken. Kim thought it would be useful for someone to coordinate the non-roof activities; in the past people have expected her to coordinate both areas, but when she is on the roof most of the time this becomes difficult. Shelly then volunteered to coordinate the other areas, and also provide something to eat.

3. PROPOSAL TO EXTEND THE BY-LAWS

Joe had previously emailed his proposal: to add a line of text to the by-laws to force ZDS to review the by-laws every five years with a critical eye in the light of what is going on in the sangha at that time, either through the board or some sub-committee. Dan asked if this was something that should start soon, and Joe replied that if the review was to be in a year divisible by five, the next date would be 2010, so the addition to the by-laws would ideally be in place before then, so he proposed adding it immediately. Kim asked if the suggestion was prompted by a problem with the current by-laws, but Joe responded that the intent was to set up a periodic review, not address any defect in the current by-laws. Martin observed that under the current by-laws, any amendment would require a sangha-wide vote and approval by a super-majority. Kim wondered about the need for an additional mechanism to amend the by-laws, since this process was already available. Some general discussion clarified that the proposal was not

necessarily to amend the by-laws every five years (since the review might conclude that no changes were required), but that one real amendment would be required to set up the cycle of mandatory reviews. Kim thought that each incoming board should acquaint themselves with the by-laws in any case; Joe commented that this process didn't always happen by itself, and would be encouraged if the by-laws themselves mandated it. Kim worried that with a five-year cycle it would still be easy for a board to overlook the review, and Sue also favored an annual cycle, each time people left and joined the board. Kim wondered about tampering with the by-laws when there were no obvious problems needing to be addressed. Joe thought that having a periodic review by a committee of three or four people was the best way to keep the sangha's awareness on the by-laws. Dan asked if the Board could amend the by-laws on its own, several people reminded that it could not. Martin worried that if there was a problem with the sangha not paying attention to the by-laws, any amendment mandating a review could also be overlooked

Discussion on this topic ran out of time, but there was a vote to continue it for at most five minutes. Dan asked for clarification that the proposal was for the insertion of a new amendment to the by-laws, to check over the by-laws every five years; Joe confirmed that it was. Dan then asked if the current by-laws required a super-majority vote at a sangha meeting to insert the amendment. Kim confirmed this: a meeting of the entire sangha was required (with proxy arrangements for those who could not attend in person), and the last time this had been done was for approval of the zendo remodeling project, but even that vote did not require a super-majority. Dan commented that it seemed like a lot of trouble just to set up a five-year review of the by-laws, and if there was to be an amendment would rather favor Sue's suggestion of making it part of the transition to a new board each year. Sue wondered if this kind of administrative detail required an amendment, and Dan proposed instead having the current board specify a review of the by-laws as part of the transition to each new board, and leave it up to subsequent boards to either follow this, or vote in something different if they saw fit. Joe worried that such an arrangement would leave nothing in writing mandating the review; several people thought having a record in the minutes would be adequate, but Shelly suggested writing up a protocol for transitioning to a new board, which could then include the requirement to review the by-laws. Joe observed that the proposal would not remove the requirement that the entire sangha should approve an amendment, nor restrict the amendments to a five-year cycle, but would mean that more than five years could not pass without some kind of review.

Discussion turned to awareness of the by-laws: some boards had operated without paying them much attention, and there had been no criticism and little awareness of the by-laws among the general membership. Copies had been available on the kitchen table since the start of the current board's term. A previous board had debated posting the by-laws on the web site, but had decided against this because of concerns from Greg Anderson and Len Scheff, the lawyers responsible for drafting the final version. However copies

have been made available to other sanghas as a guide to help them draft their own.

Sensing a lack of enthusiasm for the original motion, Joe proposed tabling it, and there was no one disagreed.

4. OTHER NEW BUSINESS

As a residue from the by-laws discussion, several people remarked that it would be worthwhile to remind people of their existence; they had been a requirement for ZDS to incorporate and obtain non-profit status. Which then led Kim to comment that she was preparing her annual submission to the Corporation Commission: they ask for the names and addresses of the officers and board members, so she is submitting this information for everyone with a designated role (only omitting it for Sue, as board member at large).

There was a little more inconclusive discussion about making the by-laws more widely available.

At this point Beth Rigby arrived with a proposal to hold one of her Yoga Meets Dance classes at ZDS. She had given a brief sample of this at one of the Potluck and Poetry nights, and had been encouraged by the response. She had brought along some material from her web site to fill in the background to what she does: combining yoga and dance in a very simple class that anyone can do, promoting community interaction, fun, but not lacking in depth or meditative elements. She has taught over 2000 classes since 1995 in several countries, trained about 100 instructors, and had come to Tucson to rest, but was starting to miss her work. The class would last around an hour to an hour and fifteen minutes, and was initially thinking of offering it around 11 or 11:30 on a Saturday.

At this point time was up for new business, but everyone wanted to hear more of Beth's proposal, so voted to continue for five minutes rather than waiting until the next meeting; in addition Beth said that she could be leaving some time after May. For ZDS she was offering the full-length class for free or for donations, most of which would go to the sangha. It would be a one-off event (although she wouldn't rule out repeating it). There was some discussion about which dates were free; May 3 and 10 (Saturdays) and 18 (Sunday) were already gone.

Dan commented that other events (such as the new peer-delivered talks) were scheduled on Saturday, and asked if she was choosing that day because many people would already be around; would another day or time work? Beth said she could be flexible, but ideally would like to look at the ZDS event calendar to see what was available. No one produced a printed calendar that Beth could choose from, but instead engaged in several minutes discussion to work out what was scheduled for May, also trying to account for events at Picture Rocks. Then Sue commented that perhaps Saturday after the sit wasn't the best time to schedule it in any case, thinking the static serious sitting would contrast too much with the more active fun of the class, so perhaps an evening time or another day would be better.

Dan, noting that the extra discussion time was up, then proposed that there be no further discussion at that meeting, but that it be continued through email exchanges so that the choice of day did not have to wait until the next board

meeting. He said that although more time would be needed to pick the day and time, he completely supported the class itself. Sue asked when Beth would be leaving; Beth explained that she had not yet decided, but would wait until the heat became too uncomfortable. Joe also expressed his enthusiasm for the class, and hoped it would be scheduled at a time when the maximum number of people could attend. There was some further discussion of alternative days: Thursdays were taken up with the Steve Hagen classes, but Tuesday nights and Sunday afternoons were wide open, with Tuesdays being perhaps the best choice. Dan asked Beth to email him the proposal for a specific Tuesday, and said he would get email approval from the rest of the board and would make sure that publicity and announcements would be provided. Finally Beth asked if she could invite people from outside ZDS to the class, and no one had any objections.

Everyone agreed on May 17 as the date of the next board meeting; no one felt the need to meet before the May 10 dinner. On the subject of the dinner, Sue was worried that Bob Wallin had not been in evidence the previous two Saturdays, but Joe said that he had spoken to him the previous week, and he there had been no problems. Email exchanges could take care of the arrangements for the day.

The meeting adjourned after 37 minutes.