

## Santa Cruz Zen Center – Board of Trustees

<b>Meeting Topic</b>	SCZC Board of Trustees Meeting
<b>Date:</b>	<b>Tuesday, April 25, 2017</b>
<b>Time:</b>	6:35 pm – 8:30 pm
<b>Location:</b>	Zendo

### Invitees/Attendees

Name	Role	Name	Role
<b>Rev. Edie Brown</b>	President	<b>Neti Parekh</b>	Member-at-large
<b>Rev. Dana Takagi</b>	Vice-President	Sally Aguirre	Member-at-large
<b>Liz Milazzo</b>	Secretary	Laurie McCann	Member-at-large
Michael Bashista	Treasurer	Rev. Gene Bush	Practice Leader
<b>Chris Davidson</b>	Member-at-large	Rev. Kokyo Henkel	Head Teacher
<b>Mary Knudtson</b>	Member-at-large	<b>Rev. Patrick Teverbaugh</b>	Practice Leader

**BOLD – Attended Meeting**

### AGENDA

FA=for action    FYI= for your information    FD-For Discussion

	Agenda	Lead
	Intention / zazen / appreciative inquiry	All
<b>FA</b>	Review/approve March meeting minutes -- missing a quorum to approve minutes	All
	Community Comments Patrick invited Board members to sign up for Japanese Cultural Fair June 10. As usual, Zen Center will host multiple events on our grounds as part of the festival. Volunteers needed for set-up, clean-up, a chanting service in the park, etc.	
<b>FD/FA</b>	EXECUTIVE SESSION – CONFIDENTIAL re legal matters	Edie and Dana
<b>FD/FA</b>	Articles of Incorporation Amendment / Bylaws revisions Review draft bylaws – comments/questions Revised Articles of Incorporation have been successfully filed with the State. Edie: Any feedback re our bylaws? (to take to lawyer, or for Board Officers to work with) * Question re whether we need a section on dissolution of the Board in our by-laws – for attorney review. (Edie) * Question re Article Four, C.4., which sets out the means for voting if the Board can't reach consensus. (Michael) *Question re Kobun's heirs assuming assets if SCZC dissolves – proposal that the assets go instead to: Katherine Thanas' descendants, who are in a Soto lineage (Kobun's lineage is not Soto Zen.) It was written this way before there were any brown robes ordained by Katherine Thanas. (see page 6 of By-laws.) Discussion re possible scenarios should the ZC Board dissolve. Think we shouldn't specify who would receive the assets. Is it up to the last Board to designate the recipients? How specific do we need to be in our by-laws? Question for lawyer: What is the role of the Board in the event of dissolution? Suggestion that assets go to SF Zen Center. Further discussion: if dissolution is imminent, when are the ZC assets ceded? Is there a version of probate court for non-profits? Our Articles of Incorporation say the assets have to go to another zen organization, not individuals. Wouldn't the assets pass to a transmitted priest of Katherine Thanas?	Edie