

Santa Cruz Zen Center – Board of Trustees

Meeting Topic	SCZC Board of Trustees Meeting
Date:	Tuesday, July 25, 2017
Time:	6:35 pm – 8:30 pm
Location:	Zendo

Invitees/Attendees

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

BOLD – Attended Meeting

AGENDA

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

	Agenda	Lead
FD	<p>Bylaws revisions – Morgan Taylor (6:35pm – 7pm)</p> <p>Morgan introduced his role as being asked a while back to review the dissolution clause the Board was updating in the Bylaws. After working on that topic, he continued to work with Edie in suggesting updates to the ZC Bylaws to bring them up to State of California corporation standards. Purpose of meeting tonight is to answer Board questions re recent proposed Bylaws revisions.</p> <p>1st topic discussed was clause re ZC detailing a consensus decision-making process in our Bylaws. Recommendation to include details of decision-making process in a policy and procedure rather than in Bylaws. State law requires a decision rule, not necessarily <i>majority rule</i>. By law, when the Board can't reach a decision, it would go to County Superior Court for resolution. Question re staggering Board terms of service. Can we start the staggered terms now? Yes, if the bylaws are amended to provide for this by the November general meeting/elections. Simplest pathway would be to propose and adopt a simple by-laws change tonight, to allow for creating staggered terms this election cycle. Now that the BOT have modified the Articles of Incorporation, the Board has power to adjust the bylaws by simple measure. Morgan suggests we can adjust the bylaws by email, if the decision is unanimous.</p> <p>Q) Currently, the standing Board chooses the next set of Officers. Would establishing staggered terms still allow the Officers to be suggested by the prior Board? Yes, but would need to be thoughtful about who goes into 1, 2, and 3 year terms, as one can't be an Officer without first being a Trustee. Morgan advocated for changing Officer terms to one year, not 3 years – suggested to reduce likelihood of burnout. Needs more discussion -- might be difficult to train a new Treasurer each year, and 1-year term for President. Morgan will be out of town part of August and September, but hopes to be able to draft bylaws for us within 5 weeks.</p>	All
FA	Review/approve June meeting minutes - not available yet for review	All