

Jikoji Annual Meeting  
June 6, 2021  
based on final redline

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Present: Ken Wing, Doug Jacobson, Bryan Gaynor, Nico Detourn, Michael Martin (Hogan,), Dan Zigmond, Carolyn Dille, Jim Mills, Hollis Meyer-deLancey, Michael Newhall and (Paula Jones on zoom).

I. Bryan was designated as the facilitator of the meeting.

II. Rehn Litigation Matters:

Bryan reminds the Board that he and Joseph De Hope (Jikoji's litigation counsel in the Rehn lawsuit) have previously recommended that the parties engage a professional mediator with expertise in nonprofit law to assist in settlement the case and the Board has authorized the employment of such a mediator.

For strategic reasons and in the interest of one possible settlement outcome that could occur in mediation, the Board should consider expanding board size to allow for the reappointment of Steve Rehn and Jen Capasso to the Board. Bryan's explained that his recommendation is based on a "settlement proposal" that was received in January from Steve's attorney in which he states that reinstatement to the Board would be required to settle the case.

Bryan also recommended that the Board consider adopting a resolution to expand the size of the Board and approve Steve and Jen's reinstatement, subject to the following conditions:

- a. That Steve Rehn's case is settled pursuant to a settlement agreement that is acceptable to the Board;
- b. That the settlement agreement requires the reinstatement of either Jen or Steve or both Jen and Steve as board members;
- c. That Jen and/or Steve accept Board membership; and
- d. That all of the above occur before the next annual meeting in June 2022.

III. Dan Zigmond proposed the following motion:

- a. That we increase the size of the Board to eight on the condition that Jen Capasso and Steve Rehn are nominated to serve on the Board until June 2024;

- b. That these nominations are effective upon the settlement of the law suit under terms that require the reinstatement of one or both of them;
- c. That the term of their reinstatement shall commence on the day after the settlement agreement is signed or the day on which they accept Board membership, whichever is later in time; and,
- d. If the lawsuit is not settled, or is settled on terms that do not require their reinstatement, or they do not accept Board Membership by the time of the annual meeting in June 2022, then their appointments will be null and void.

Hollis seconded Dan's motion which was unanimously approved.

IV. The following persons present at the meeting were deemed by the Board to be eligible Electors: Ken Wing, Doug Jacobson, Bryan Gaynor, Nico Detourn, Michael Martin (Hogan), Dan Zigmond, Carolyn Dille, Jim Mills, Hollis Meyer-deLancey and Michael Newhall.

- a. Doug nominated Michael Petersen, Dan Zigmond and Nico Detourn as Board Members, each to serve a three-year, and Michael (Hogan) Martin to serve a one-year term as the Resident Board Member, as provided in the By-Laws.
- b. Nico agreed to give up her stipend and give up residence in her room so that she will not be considered an "interested" director in addition to Hogan and Dan. Under Jikoji's bylaws a majority of the Board may not be "interested" directors. The Board thanked her deeply.

Jim seconded the nominations of the four candidates and they were unanimously approved by the Electors.

- c. Dan Zigmond nominated Jen and Steve on the conditions stated, above.

Jim seconded their nominations and they were unanimously approved by the Electors on the conditions stated above.

V. Dan moved that we waive the provision in the By-Laws that Jen and Steve serve on a committee prior to serving as Board members.

Jim seconded Dan's motion.

Discussion followed and the motion was unanimously approved by the Board.

- VI. Dan moved and Jim seconded that we approve the minutes of January 24, 2021 meeting. Unanimously approved.
- VII. Michael Newhall gave the Teacher's Report
- a. Michael Newhall pointed out that the term "Senior Guiding Teacher" is now retired.
  - b. We now have Guiding Teachers, who were present at the meeting, Carolyn Dille, Paula Jones, Doug Jacobson, and Dan Zigmond.
  - c. Carolyn Dille gave a report on Nehan-e.
  - d. Michael Newhall reported on Genzo-e sesshin, led by Kokyo Henkel. Doug elaborated.
  - e. Doug reported on Sunday practice and daily practice.
  - f. Paula commented on her involvement at Jikoji recently and in the past.
  - g. Dan commented on his series "Zen for Beginners" and his excitement to be involved as Jikoji reopens.
- VIII. Bryan gave a Treasurer's Report.
- a. Bryan proposed that we wait until the end of the second quarter to have a sense of what the budget will be for this fiscal year as budget projections are currently difficult due to the uncertainty of the scale of operations after the Pandemic. The Board members agreed.
  - b. Bryan pointed out that we have money in the Endowment Fund and in the Publication Fund. He proposed we borrow money from those two funds to pay upcoming insurance premiums and other expenses.
  - c. Bryan also suggested that we employ each of the four new Guiding Teachers with a modest stipend of \$150.00 a month each.
    - i. The sense of the Board was that the room Nico has been using will be provided to Guiding Teachers when they are on the property.
    - ii. Jim moved that the funds in the savings account be borrowed to pay the property taxes and be repaid when Jikoji is able, Dan seconded. Unanimously approved.
    - iii. Jim moved and Hollis seconded a motion that the money in the Endowment Fund be transferred to the Jikoji General Fund and repaid when Jikoji is able. Unanimously approved.
    - iv. Jim moved and Nico seconded a motion that a stipend of \$150 a month be provided to each Guiding Teacher. Unanimously approved with Dan recusing himself from the vote.
    - v. Hollis moved and Dan seconded a motion that travel expenses Paula incurs to come to Jikoji to teach shall be reimbursed upon receipt of payment of these expenditures.
    - vi. Jim moved and Hollis seconded a motion that the Treasurer is authorized to expend funds in excess of \$1,000 for mediation approved by the Board between sangha members . Unanimously approved.

X. Bryan gave a Facilities Report and stated that extensive fire remediation efforts were completed recently and Hogan added that further fuel remediation is a high priority.

XI. Dan moved and Jim seconded a motion that the Treasurer be authorized to expend funds as they become available to employ various additional fire suppression efforts, such as fuel management and completing the project to sustain the water tank.

XII. Hollis gave a Publication Report.

XIII. Dan moved and Jim seconded a motion that the official reopening date be June 15. All visitors must provide proof of vaccination prior to arriving on the property. Unanimously approved.

Inviting new Term Practitioners who have already been screened was discussed and those four individuals were encouraged to come.

XIV. Dan moved and Jim seconded a motion that we have a sliding scale for new Term Practitioners from \$1,000 to \$1,500 a month, depending on their ability to pay, with the provision that the Guiding Teachers have the prerogative to reduce the rate as they determine for certain cases. Unanimously approved.