

## KSC Board of Directors (BOD) Meeting Minutes

*November 18, 2023*

Present: Daryl Ackley, David Kennedy, Sue Kretschmann, Kristienne McFarland, Hank Minnick, Phyllis Norris, Martha Wilhelm, Lacey Segal, Lama Yeshe, Lama Pema,  
Via Zoom: Cindy Boersma, Laura Parrish, Kathy Gaines

Board of Directors Meeting on November 18, 2023 were approved by all BOD members on January 16, 2023

Topic	Discussion	Action / Responsible Person
<b>Opening Prayer</b>		
<b>Check-in</b>	<p>All BOD members have recommitted to working on the BOD except as noted below.</p> <p><b>Hank</b> will be retiring from the board after this meeting but will continue to work on Financial Oversight Committee as a sangha member</p> <p><b>Kristienne</b> is looking for a second committee in which to participate</p> <p><b>Cindy</b> will be stepping down as BOD chair and retiring from the board in March. Until she steps down, Cindy will continue her work with Golden Moon Circle, major donor and stay on Executive Committee to work on transitions, next steps, visioning and BOD organization</p> <p><b>Kathy</b> has a draft 2024 BOD meeting schedule. Will email to BOD members. Thanks to David for submitting a Haiku and Daryl for his submission of a poem on the 37 Practices of a Bodhisattva for the KSC Newsletter.</p> <p><b>Sue</b> will be stepping down from Administrative Oversight Committee but plans to remain on the BOD</p> <p><b>Martha</b> has requested that someone take over checking BOD email. Laura has volunteered to assume this role</p> <p><b>Phyllis</b> will be stepping down from her leadership role but will continue to participate on the BOD</p>	
<b>Review 2023 Priorities</b>	<ul style="list-style-type: none"> <li>• BOARD: continue Board transition to focus on KSC vision and governance.</li> <li>• COMMUNICATION: strengthen connection between KSC Board and Sangha.</li> <li>• FUNDRAISING: continue to raise funds sufficient to sustain KSC in sharing the dharma for the long term.</li> </ul>	

	<ul style="list-style-type: none"> <li>● REACTIVATE THE CENTER: inspire sangha return to the center – and in-person experience of the dharma</li> </ul>	
<p><b>Building Our Relationship with Kalu Rinpoche</b></p> <p><b>Lamas</b></p>	<p><u>Teaching on the lineage leader and discussion</u></p> <ul style="list-style-type: none"> <li>● Previous Kalu Rinpoche and 16<sup>th</sup> Karmapa brought about instruction for practice to become relevant in the West, with community-based centers and women participating in 3-year retreat.</li> <li>● Bokar Rinpoche was our lineage’s spiritual leader in the period between the prior and current Kalu Rinpoche</li> <li>● Current Kalu Rinpoche is a visionary who has been organizing for the future, providing his view on how our center will survive and flourish. He has the responsibility and power to appoint and replace teacher(s).</li> <li>● Changes to our by-laws are being addressed to align with with Kalu Rinpoche’s direction.</li> </ul> <hr/> <p><u>By-Laws Revisions:</u></p> <ul style="list-style-type: none"> <li>● The By-Laws Workgroup has worked on revisions to by-laws Articles I – IV.</li> </ul> <p>Discussion and recommended changes:</p> <ul style="list-style-type: none"> <li>● Article I: Recognizes Kalu Rinpoche as Spiritual Director</li> <li>● Articles II and III: no changes</li> <li>● Article IV: <ul style="list-style-type: none"> <li>- Section 1. Connection: no change</li> <li>- Section 2. Spiritual Director Direction: <ul style="list-style-type: none"> <li>○ Change the title to “Spiritual Director”</li> <li>○ “H.E. Kalu Rinpoche is the Spiritual Director of KSC”</li> <li>○ Revisions to the second paragraph are listed below</li> </ul> </li> </ul> </li> <li>● Kalu Rinpoche does not need to be part of the work in revising the by-laws, nor does he need to approve them.</li> </ul> <p><b>Motion:</b> Daryl made a motion to approve changes to Articles I and IV Section 2 as recommended by the By-laws Workgroup. Cindy seconded the motion. All approved.</p> <p><b>Revised By-Laws</b></p> <p><b>Article I:</b> added the underlined words to the first sentence: “This corporation is a Vajrayana Buddhist church, <u>founded by, and under the spiritual direction of,</u> His Eminence Kalu Rinpoche, ……”</p> <p><b>Section II and III:</b> no changes</p> <p><b>Article IV Section I:</b></p> <ul style="list-style-type: none"> <li>● <i>no change</i></li> </ul>	

	<p><b>Article IV Section 2</b></p> <ul style="list-style-type: none"> <li>• Section name changed to “Spiritual Director”</li> <li>• Delete the entire original paragraph</li> <li>• Add a first paragraph: “His Eminence Kalu Rinpoche is the Spiritual Director of Kagyu Sukha Choling.”</li> <li>• Add a second new paragraph to read: “In the event of a vacancy in the role of Resident Teacher(s), the Spiritual Director shall appoint a Resident Teacher(s). The Resident Teacher(s) may be removed and replaced for cause at any time by the Spiritual Director or the lineage designee.” <ul style="list-style-type: none"> <li>○ “...for cause..” was added for western legal reasoning</li> </ul> </li> </ul> <p><u>Next Steps</u></p> <ul style="list-style-type: none"> <li>• The Lamas will develop a plan for communication with the sangha. When ready, they will initially present the changes to the sangha in person to provide the opportunity for questions / discussion.</li> </ul>	
<p><b>Financial Update</b></p> <p><b>Daryl</b></p>	<p><b>Cash assets</b> have been moved to Rogue Credit Union.</p> <p><b>Scholarship funds</b> identified as a need to be addressed. How are we getting money in for scholarships? Cannot sustain the current process. Consider reinstating the Scholarship Committee.</p> <p><b>Fall campaign</b> is getting close to reaching our goal.</p> <p><b>Sustaining Members</b> contribute regularly and consistently (monthly, quarterly, or annually.) Noting that some new members forget after a few months. Need to remind sustaining members of their financial obligation.</p> <p><b>Teaching Income</b> is down from last year.</p> <ul style="list-style-type: none"> <li>• <u>FOC Update:</u> <ul style="list-style-type: none"> <li>- New division of financial work <ul style="list-style-type: none"> <li>○ Daryl will create reports</li> <li>○ Laura will take charge of investments</li> </ul> </li> </ul> </li> </ul>	<p><i>Scholarship funds Government &amp; Development Comm will review policy and make recommendations</i></p>
<p><b>Board Organization</b></p> <p><b>Cindy</b></p>	<p><b>Committees’ Monthly Status Report</b></p> <ul style="list-style-type: none"> <li>• Reports should be emailed to Kathy <u>by the 10<sup>th</sup> of the following month</u>. Kathy will then include all MSRs in one email</li> </ul> <p><b>Board Committee Structure</b></p> <ul style="list-style-type: none"> <li>• Has been in place for one year</li> <li>• A survey was used to assess the effectiveness of the committees</li> </ul>	<p><i>Secretary will update document</i></p>

	<ul style="list-style-type: none"> <li>• Opportunities identified: <ul style="list-style-type: none"> <li>- Clear communication about committees' members and responsibilities</li> <li>- Secretary is emailing all MSRs in one email to all BOD members. This was initiated one month ago.</li> <li>- Committees set a standard monthly meeting date facilitate participation.</li> <li>- Develop ways to get more engaging feedback <ul style="list-style-type: none"> <li>○ One BOD committee with be highlighted in each KSC newsletter. Governance &amp; Development was highlighted in last newsletter.</li> </ul> </li> </ul> </li> </ul>	<i>with committees members and responsibilities</i>
<b>Fall Fundraising Campaign Lacey</b>	Fundraising campaign is going well. Thank you notes and calls are being made to donors.	
<b>Executive Committee  Cindy</b>	<p><b><u>Transition plan for Phyllis</u></b></p> <ul style="list-style-type: none"> <li>• Phyllis is no longer serving as co-chair or treasurer on the BOD</li> <li>• She is currently working with FOC on handover</li> <li>• Executive Committee's recommendation: <ul style="list-style-type: none"> <li>- develop a role description for our BOD chairperson and the treasurer / budget officer</li> <li>- Sue has pulled descriptions from other non-profits to support this work.</li> </ul> </li> </ul>	<i>BOD Governance &amp; Development Comm. will bring job position proposals to January meeting</i>
<b>Retirement Party for Phyllis</b>	<ul style="list-style-type: none"> <li>• To recognize, honor and celebrate Phyllis for her abundance of work in so many aspects of KSC, in addition to her leadership on the BOD</li> <li>• Come 1 come all</li> <li>• Date to be determined</li> <li>• Party planning team will work on the event details</li> </ul>	
<b>Next meeting</b>	<b>January 13, 2024</b>	