

TIMC Board of Directors Meeting | October 24, 2020
Minutes

Attending from the Board: Scott Bryce, Mike Hall, Phyllis Hicks, Cynthia Hughey, Leah Rutchick, Sarah Tillis, Ron Vereen

Attending from the Community: Cathy Cole, Bree Kalb, Gordy Livermore, Francesca Morfesis, Erica Rothman, Robert Seyler, Martin Steinmeyer

1. Welcome

2. Opening meditation

3. Reading of the Communication Guidelines

- These were developed by the Board for all meetings and retreats of its members.

4. Reading of the agenda

5. Bylaws

- Approval of the 2018 revised Bylaws was omitted from the 2019 annual meeting due to an oversight. Though the revised Bylaws weren't formally adopted, the Board has been using them to guide our process.
- Practical use of the revised Bylaws brought forward a need for legal clarification of a sentence in section 8.1, Chair: General Powers. Informal recommendations from a lawyer led to rewording the sentence and moving it to section 1, General Powers and Duties of Directors.
- Approval of the revised and clarified Bylaws was deferred to give precedence to issues described in the next presentation.

A motion was made to adopt the bylaws, and seconded.

The Board agreed unanimously to adopt the 2018 revised Bylaws.

6. Presentation by the Board: *What has the Board been doing?*

Part One: Pre-2019

- Since TIMC's founding, the Board and guiding teachers had been one and the same, but by 2018, there was recognition that this structure was no longer serving the needs of the community and organization.

- Consultant Katherine Turner was hired to facilitate a change process.
- One important goal of this change process was to include more voices in the sangha's operation and decision-making.
- Working groups composed of Board members and others from the TI community revised the Mission Statement and Bylaws and drafted new Vision and Values Statements.
- Among other changes, the revised Bylaws provided for the Board to be expanded to up to nine members.

Part Two: 2019-present

The expanded Board of nine members, as established through the new Triangle Insight Community's by-laws, was **formally** elected during the 2019 annual meeting. It combined four guiding teachers from the original, long-standing Board (*now called the Legacy Board*) with five new people from the Sangha who either had expressed their own interest in serving on the new Board, or who were proposed by another Sangha member for the Board. This new assembly of guiding teachers and Sangha members came together with varying degrees of prior experience in serving on a Board, but all shared enthusiasm for creating a governance structure of greater transparency and more opportunity for Sangha-wide participation in decision-making and program planning. A number of challenges presented themselves almost immediately.

- The Legacy Board had worked together for many years and shared close collaboration and spiritual friendships. A traditional culture was in place for making decisions and accomplishing tasks. Not all new members knew each other or the teachers very well, and detailed awareness of earlier Board practices was limited. Regretfully, there was little attention to transition and integration (*of legacy with new, of traditional custom to new*). This laid the groundwork for difficulties in cohesion of the new Board, and in matters of process and procedure. Some examples:
 - Before ever meeting, or even being formally elected to the Board, new members were asked to volunteer to become Chair and Secretary; that is, to assume the position of a new Board Officer along with the existing, Legacy Board Treasurer.
 - At that point, no members, including the new Chair and Secretary, received orientation or an opportunity to discuss roles and expectations.
 - There was minimal time spent getting to know one other; discussing history, concerns, questions, or feelings about becoming this new board. It emerged

that different members held different priorities for how the Board would operate, and the need for developing a safe container for communication became evident. To adequately explore and resolve these issues, then, the new Board determined it was necessary to take time away from regular business meetings to meet informally in a series of "retreats", and together build the foundation for a new Board culture.

- The Board conducted a series of “retreats” with the purpose of developing viable Operating Norms. Due to concerns that emerged regarding group process and dynamics, the establishment of Communication Guidelines became the top priority. Communication Guidelines were successfully developed; however, difficulties with process and dynamics persisted.
- Around this time, one of the Director's decided to resign from the Board.

As a Board, we decided that we should give priority to finding and engaging a facilitator with the experience and skills to understand how groups such as non-profit Boards develop and to assist them in improving how group members interact with each other. We recognized it would be preferable to not try to continue to work on existing projects and priorities until we had successfully completed such work with a facilitator, and therefore, work on developing the Operating Norms and on the 2020 annual meeting was suspended.

We eventually found Maggie Chotas who has extensive experience working with boards in the areas mentioned and hired her to “lead us through a restorative and planning process to strengthen the Board.” She conducted interviews with all Board members and others in the Sangha and then led us through two talking circles which provided the conditions for open and honest discussion about the functioning of the Board and its difficulties. Key areas touched on:

- It came to light that some Board members had felt, at times, not respected, heard, or free to express concerns;
- There was a shared realization that the Board was not managing conflict well, and that a way had not been found to talk about these difficulties in safety;
- There were aspirations by Board members, both collectively and individually, to create a culture of spiritual friendship, with more harmonious, collaborative interactions and a more peer-like structure and process;
- There was a growing recognition that this aspiration was not served by the hierarchical structure laid out in the Bylaws, and that the Bylaws were therefore in need of further revision.

We concluded the process with a better understanding and appreciation of each other and a greater freedom to communicate more openly and effectively with each other. There was a renewed sense of purpose with which to take up the priorities that were on hold.

The consultation with Maggie Chotas resulted in renewed energy; deepened commitment to open, skillful communication; and a shared intention towards a more peer-like structure and process. As we were at the very beginning of these important changes, we agreed to hold a series of mini-retreats to work on and strengthen what we'd gained, while also addressing board tasks.

Shortly after the consultation with Maggie, another board member resigned. Soon after that, the COVID pandemic emerged, and the Board shifted attention to restructuring sangha meetings to the Zoom-facilitated platform, while continuing the work begun with Maggie Chotas.

Given our intention towards a more peer-like structure and process, we began work on revising our Bylaws, while still attending to issues of communication and process. In work on the Bylaws two strong issues or themes emerged:

1. We realized that the complexities and challenges of the task so consumed the Board's time and energy that ongoing business, such as planning for a resumption of open Board meetings and convening the postponed 2020 Annual meeting, was not being accomplished.
2. We also recognized that this was a task that could benefit from the experience, ideas, and skills of others in our community. Recalling the success of the 2018 Bylaws working group, we decided that a working group, which would include members of the Board and other members of the sangha, could better address this comprehensive Bylaws revision.

With greater trust in the gains made in our communication and process, we focused on plans for this open board meeting to share with the community our experience as a board, to hear from the community, and to begin laying out a vision for going forward, which Scott will speak about in more detail.

7. Community feedback

Question: What about avenues for leaving feedback on dharma talks as Scott mentioned in his last talk?

Response: This is a good topic for the proposed Teachers' Council.

Comment: Formal mechanisms to leave feedback should provide safety for sensitive types of feedback as well as expand avenues for feedback. As an example, other communities have mechanisms to deal with teacher misconduct, maybe such a mechanism can also provide guidance on how to set up mechanisms of feedback.

Comment: The question of offering feedback and posting podcasts of talks is related. It often takes time to develop productive feedback so being able to listen to a talk again before responding can be very helpful. It's important to have a way for community members to provide feedback.

Comment: The references cited by teachers in their talks are now posted in the monthly newsletter.

Comment: It would help to look at other board committee models. For example, a committee's liaison to the board might attend board meetings at the committee's discretion.

8. Presentation by the Board: *What happens next?*

(a) Annual meeting & officers will be elected

- The previously postponed 2020 annual meeting will be scheduled in the near future.
- Board officers will be elected at the annual meeting.
- A financial report will be made available to the community.

(b) New Board members will be elected

- Currently the Board has three vacancies.
- A process is underway to determine how and when these vacancies are to be filled. (The Bylaws specify a minimum of three and a maximum of nine Board members). Community input will be crucial to this process, which may include offering nominations, serving on a Nominating Committee, and/or serving as a new member of the Board.
- Any new Board member filling one of these vacancies will be serving out the term of the Board member who has resigned, but may seek subsequent election to a new term.

(c) Teachers Council will be formed

- The Bylaws provide for the identification of additional teachers and the development of a Teachers Council.
- This process has been delayed, but the Board and Guiding Teachers are in agreement that this remains a high priority and needs to go forward.

- A discernment process is underway to clarify what steps need to happen next for this important goal to be reached.

(d) Committees will be formed

- As we move forward, the Board is committed to a less centralized, less hierarchical structure, not only for the Board, but for the sangha as a whole.
- Additionally, the Board is aware that the sangha has interests and needs that require the vision, experience, creativity, energy, and talents of the sangha community.
- One possibility for addressing this would be an expanded set of Committees. Input from the community will be vital to ensure that committees effectively serve the community's needs.
- Some committees may be formed by the Board, and some may emerge in a more grass-roots fashion, as has already been the case with the Welcoming Committee and the Social Committee.
- Possible committees, some of which already exist, include but are not limited to: Caring Circles Committee, Communications Committee; Finance Committee; KM/RA Coordinating Committee; Nominating Committee; Racial Equity Committee; Retreat Planning Committee, Social Committee; Social Action Committee; and Welcoming Committee.

(e) Bylaws working group will be formed

- In addition to new and expanded committees, there is a need for a time-limited working group to update the Bylaws so they better serve the Board's aspiration of spiritual friendship, a more harmonious Board culture, a less hierarchical structure, and a more collegial decision-making process.
- This working group should include several Board members with direct experience of the difficulties posed by the Bylaws as they now stand. The group may also include Board members newly-elected to fill current or upcoming vacancies. Additionally, like the 2018 working group, this group should include other members of the sangha community. As one intention of the bylaws revision it to support and foster a less hierarchical organization, community participation is especially important. Participation by those who served on the 2018 working group, as well as anyone with other Bylaws-related experience, would be of particular value.

9. Changes to the Board:

- Phyllis Hicks announced her resignation from the board effective immediately.
- Remaining board members expressed tremendous gratitude for her dedication, skillfulness, and compassion as a board member. She will be greatly missed.

10. The meeting was adjourned.