

Certificate of Amendment of Bylaws

MONTEREY BAY ZEN CENTER

The undersigned certify that:

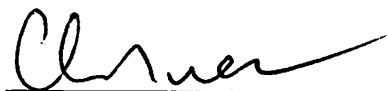
1. They are the president and the secretary, respectively, of Monterey Bay Zen Center, a California religious corporation.

2. Article IV (5) Paragraph A of the Bylaws of this corporation is amended to read as follows:

The fiscal year of the corporation shall begin on November 1 and end on October 31.

3. The foregoing amendment of Bylaws has been duly approved by the Monterey Bay Zen Center Board of Directors on January 9, 2022.

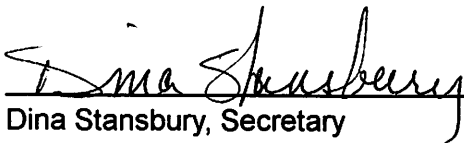
4. We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.



Clara Nieto, President

DATE:

01/16/2022



Dina Stansbury, Secretary

DATE:

01/16/2022

Certificate of Amendment of Bylaws

MONTEREY BAY ZEN CENTER

The undersigned certify that:

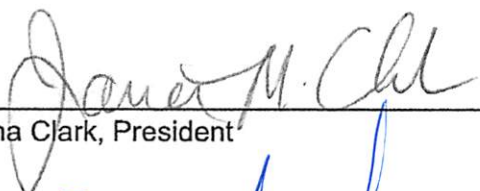
1. They are the president and the secretary, respectively, of Monterey Bay Zen Center, a California religious corporation.

2. Article III Section 6 Paragraph D of the Bylaws of this corporation is amended to read as follows:

The Board attempts to reach decisions by consensus. If a motion fails to obtain consensus, any member of the board may call for a vote to pursue expedited decision making. Such call to expedite shall require a 2/3rds majority vote of members present. At this point, Directors may request additional information to help guide their decision at the following meeting. The President or appointee(s) will provide the requested information before a final vote is taken. The original motion shall be presented for discussion at the next regular or special board meeting. The motion shall then be decided by vote, and passed with a 2/3rd majority.


3. The foregoing amendment of Bylaws has been duly approved by the Monterey Bay Zen Center Board of Directors on October 7, 2021.

4. We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.



Jana Clark, President

DATE: 10/19/21



Dina Stansbury, Secretary

DATE: 11/9/21

MBZC BOARD OF DIRECTORS RESOLUTION #3

April 10, 2022

Authorizing Temporary Rotating Board Co-Presidents

WHEREAS, the relevant section of the Bylaws provides for the election of a President for a term of 3 year(s);

WHEREAS, no current director is able to serve as President for the full term; and

WHEREAS, on April 10, 2022, after due consideration a vote was taken by the Board of Directors at a regular meeting of the Board asking their approval or disapproval of temporarily establishing rotating Co-Presidents for an overlapping 6 month term.

NOW, THEREFORE, IT IS RESOLVED:

Until such time as a Director is duly elected to serve the full term as provided in the Bylaws, the office of President shall be jointly held by two Co-Presidents will serve an overlapping term beginning with a three month extension for one of the existing Co-presidents to be served with a new person, to be determined, for three additional months. Each Board member who is willing will thus serve for a total of six months. The Co-Presidents shall be Dina Stansbury (serving a 3-month term) and Susan Brodey (serving a 6-month term). The Board shall timely elect a Director to succeed Dina Stansbury. The Board shall then proceed to timely elect a succeeding Co-president every 3 months to replace that Co-President whose 6-month term is expiring. The election of each Co-President shall be recorded in the minutes and adopted by resolution certified by the Secretary.

I, Dina Stansbury, Secretary of MBZC Board of Directors, do hereby certify that the above is a true and correct copy of a resolution adopted by the Board of Directors of MBZC on April 10, 2022, by a vote of directors.

Dated:

April 10, 2022

Dina Stansbury Secretary
Dina Stansbury

Certificate of Amendment of Bylaws

MONTEREY BAY ZEN CENTER

The undersigned certify that:

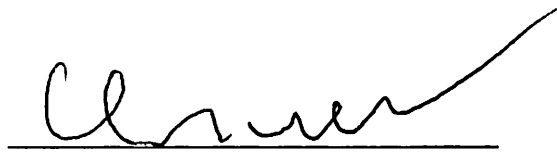
1. They are the president and the secretary, respectively, of Monterey Bay Zen Center, a California religious corporation.

2. A Preamble has been added above Article I Offices to the Bylaws of this corporation to read as follows:

The sixteen bodhisattva precepts are an intimate part of Zen practice and provide a supportive, harmonious and safe environment within our sangha. The precepts remain a fundamental aspect of our practice and inform both our community and organizational life. The harmony of our sangha is measured by our readiness and capacity to find active, accountable, and compassionate means of resolving challenges within our community. Accordingly, the Bylaws of the Monterey Bay Zen Center are enacted, in and through, the sixteen bodhisattva precepts.

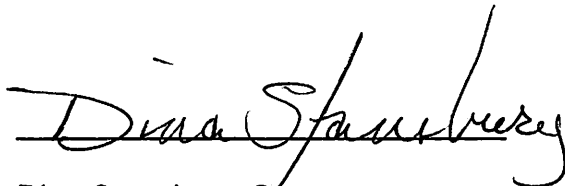
3. The foregoing amendment of Bylaws has been duly approved by the Monterey Bay Zen Center Board of Directors on November 14, 2021.

4. We further declare under penalty of perjury under the laws of the State of California that the matters set forth in this certificate are true and correct of our own knowledge.



DATE: 12/17/2021

Clara Nieto, Co-President



DATE: 12/17/2021

Dina Stansbury, Secretary

MBZC BOARD OF DIRECTORS RESOLUTION #2

January 9, 2022

Authorizing Temporary Rotating Board Co-Presidents

WHEREAS, the relevant section of the Bylaws provides for the election of a President for a term of 3 year(s);

WHEREAS, no current director is able to serve as President for the full term; and

WHEREAS, on January 9, 2022, after due consideration a vote was taken by the Board of Directors at a regular meeting of the Board asking their approval or disapproval of temporarily establishing rotating Co-Presidents for an overlapping 6 month term.

NOW, THEREFORE, IT IS RESOLVED:

Until such time as a Director is duly elected to serve the full term as provided in the Bylaws, the office of President shall be jointly held by two Co-Presidents will serve an overlapping term beginning with a three month extension for one of the existing Co-presidents to be served with a new person, to be determined, for three additional months. Each Board member who is willing will thus serve for a total of six months. The Co-Presidents shall be Clara Nieto (serving a 3-month term) and Dina Stansbury (serving a 6-month term). The Board shall timely elect a Director to succeed Clara Nieto. The Board shall then proceed to timely elect a succeeding Co-president every 3 months to replace that Co-President whose 6-month term is expiring. The election of each Co-President shall be recorded in the minutes and adopted by resolution certified by the Secretary.

I, Dina Stansbury, Secretary of MBZC Board of Directors, do hereby certify that the above is a true and correct copy of a resolution adopted by the Board of Directors of MBZC on January 9, 2022, by a vote of directors.

Dated: 2/5/22

 Secretary
Dina Stansbury

MBZC BOARD OF DIRECTORS RESOLUTION #1

October 17, 2021

Authorizing Temporary Rotating Board Co-Presidents

WHEREAS, the relevant section of the Bylaws provides for the election of a President for a term of 3 year(s);

WHEREAS, no current director is able to serve as President for the full term; and


WHEREAS, on October 17, 2021, after due consideration a vote was taken by the Board of Directors at a regular meeting of the Board asking their approval or disapproval of temporarily establishing rotating Co-Presidents for a term of 3 months.

NOW, THEREFORE, IT IS RESOLVED:

Until such time as a Director is duly elected to serve the full term as provided in the Bylaws, the office of President shall be jointly held by two Co-Presidents serving 3-month terms. The initial Co-Presidents shall be Susan Nine (serving a 3-month term) and Clara Nieto (serving a 3-month term). The Board shall then proceed to timely elect succeeding Co-Presidents every 3 months to replace those Co-Presidents whose 3-month term is expiring. The election of each Co-President shall be recorded in the minutes and adopted by resolution certified by the Secretary.

I, Dina Stansbury, Secretary of MBZC Board of Directors, do hereby certify that the above is a true and correct copy of a Resolution adopted by the Board of Directors of MBZC on October 17, 2021, by a vote of directors.

Dated: 2/5/22

 Secretary
Dina Stansbury