



2011, November 15 Board of Directors Minutes

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Attendance

Present

1. Gaius Berg (for World Venture)
2. Pauline Carlson (ECC)
3. Eline de Wilde (Member at Large)
4. Misook Gho (CRJM)
5. Louis Lau (for OMS)
6. Gerald May (TEAM)
7. Kenichi Shinagawa (Member at Large)
8. Steven Tarter (SEND)
9. Brian Vander Haak (Headmaster)
10. John Sakurai (Supervisor-Auditors)

Absent

1. Taizo Morimoto (Supervisor-Auditors)

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SY 11-12:25 Call to Order

The meeting was called to order at 8:45 a.m.

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SY 11-12:26 Devotions

Gerald May led the board in devotions on Psalm 1.

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SY 11-12:27 Prayer Time for the School

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SY 11-12:28 Approval of Agenda

MSC to approve the agenda.

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SY 11-12:29 Signers of the Minutes

MSC for Eline de Wilde and Gaius Berg to be signers of today's minutes, in addition to Pauline Carlson (board chair) and Steven Tarter (board secretary).

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SY 11-12:30 Review of B3.2, 3.3, 4.3, 4.7

The board read and discussed policies on unity of control and communication, authority and accountability of the headmaster, agenda planning, and board committee principles. The board identified that the school philosophy statement and the mission statement have not been reviewed in the past three years, which is not in keeping with board policy.

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SY 11-12:31 First Reading - B3.3.3 Step 1.e

Eline de Wilde recommended:

- *Current reading:* Ask any additional questions relating to the job, communication/relationship with the board, personal goals, headmaster's staff development, member care issues, etc.
- *Proposed reading:* Ask any additional questions relating to the job, communication/relationship with the board, personal goals, headmaster's **professional** development, member care issues, etc.

MSC to accept as first reading.

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SY 11-12:32 Revision of B3.3.3.3 Step 1.b

The headmaster recommended:

- *Current reading:* Review data from the leadership team evaluation of the headmaster.
- *Proposed reading:* Review data from the **Leadership Team** evaluation of the headmaster.

MSC to accept the change and not to do a second reading on the change.

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SY 11-12:33 First Reading - B4.3.6

The headmaster recommended:

- *Current reading:* The board shall review the school philosophy (5.1) triennially, to coincide with the full WASC self-evaluation and mid-term WASC review.
- *Proposed reading:* The board shall review the school philosophy (A 5.1) **and mission statement (A 5.2) in the year preceeding** the full WASC self-evaluation and **in the year preceeding the** mid-term WASC review.

MSC to accept as first reading.

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SY 11-12:34 First Reading - B4.3.7 and 4.3.7.1

Gaius Berg recommended the deletion of B4.3.7 and 4.3.7.1.

MSC to accept as a first reading the deletion of B4.3.7 and 4.3.7.1.

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SY 11-12:35 First Reading - B4.3.6.1

Gaius Berg recommended:

- *Current reading:* The board shall establish a committee of board members, staff and administrators to review and evaluate the school's philosophy and its implementation. To be chaired by the board chair.
- *Proposed reading:* The board shall establish a committee of board members, staff and administrators to review and evaluate the school's philosophy **and mission statement** and **their** implementation. To be chaired by the board chair.

MSC to accept as first reading.

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SY 11-12:36 Discussion of Board Leadership

The board discussed an article on board leadership and the importance of having board members who have the interest and skills for being a board member.

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SY 11-12:37 First Reading - B2.2.21

The Policy Review/Governance Committee recommended:

- *Current reading:* Seek board approval for dismissing a staff member, or declining to renew a contract.
- *Proposed reading* (changes in bold type): Seek board approval for dismissing a staff member (**remove comma**) or declining to renew a contract **prior to the retirement age of 65**.

MSC to accept as first reading.

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SY 11-12:38 First Reading - B2.2.11.1

The Policy Review/Governance Committee recommended the following addition: **2.2.11.1 Notify staff prior to the retirement age of 65 that contract terms will be renegotiated for service rendered beyond the retirement age.**

MSC to accept as first reading.

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SY 11-12:39 Editing B2.10.11

The Policy Review/Governance Committee recommended that the typo in this policy be fixed: Fail to **to (remove redundant "to")** maintain a fundraising plan, assessed annually, which includes clearly articulated goals.

MSC to correct the typo and not do a second reading on this correction.

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SY 11-12:40 Process for Nominations of Members-at-Large

The board discussed the proposed nomination process proposed by the Policy Review/Governance Committee and feedback from the Board of Councilors on the nomination process. The board asked the Policy Review/Governance Committee to:

- Include in the process the asking of the community and staff for names of potential nominees to fill the member-at-large positions on the boards.
- Make sure the process results in legal status requirements regarding board membership being met.
- Revise the criteria for board membership. Change "Committed to the school" to "In full agreement with and committed to board position statements." Add "Understand policy governance."

For SY 2011-2012, the board advised the Policy Review/Governance Committee to identify how many vacancies there will be for members-at-large for next year; if nominations are needed, to get input from the 6 founding missions, the 2 boards, and the Leadership Team; and to finalize the process so that it can be implemented in SY 2012-2013.

The board chair will ask the supervisor-auditors about their willingness to continue serving and communicate with mission heads about the nomination process for members-at-large.

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SY 11-12:41 Input for Mission Representatives' Meeting

The board asked the board chair to seek information at the Mission Representatives' Meeting about mission projections and changes in strategy.

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SY 11-12:42 First Reading - Article 14 of the Zaidan Houjin Act of Endowment

The Finance/Audit Committee recommended the following for Article 14 of the Zaidan Houjin Act of Endowment:

- *Current reading:* The fiscal year of the Corporate Body shall be from July 1 to June 30 of the following year.
- *Proposed reading:* The fiscal year of the Corporate Body shall be from **April 1 to March 31** of the following year.

MSC to accept as first reading. The vote was unanimous.

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SY 11-12:43 First Reading - B2.6.9.2

The Finance/Audit Committee recommended the following revision of B2.6.9.2:

- *Current reading:* Presentation of the revised budget for the current school year to the board for approval no later than the October board meeting and the new budget for the next school year for approval no later than the April board meeting.
- *Proposed reading:* Presentation of the **budget for the next school year for approval no later than the March board meeting.**

MSC to accept as first reading.

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SY 11-12:44 Policy Alignment with New Budgeting Schedule

The Finance/Audit Committee requested that the Policy Review/Governance Committee align all policies with the new budgeting schedule.

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SY 11-12:45 Headmaster Recommendations

The Policy Review/Governance Committee was asked to address the headmaster's recommendations regarding policy (B2.2.11, 2.2.10, 2.5.1, 2.5.1.1, 2.5.1.2, 2.5.1.3) and regarding a review of policies with an eye towards limiting the inherent power of the headmaster's dual role as board member and headmaster.

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SY 11-12:46 Board Policy Manual Index

MSC that the digital index to the Board Policy Manual be added, that the pdf index be removed, and that headmaster and designee be permitted to update the digital index.

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SY 11-12:47 School Regulations

The headmaster reviewed the school regulations, noting that they have been approved for use for the legal status change to *gakko houjin* and asking that these also be approved for use for the *zaidan houjin*.

MSC to accept our *gakko houjin* school regulations as our *zaidan houjin* school regulations, as proposed at the meeting. The vote was unanimous.

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SY 11-12:48 Headmaster Report

The headmaster reported on progress on the fundraising campaign and on the Love in Action campaign (to provide relief to earthquake/tsunami victims). He also reported on the documentation regarding ways CAJ is responding to the effects of the March 11 earthquake/tsunami, the additions to the board web site, and the changes that have been made to the admissions process. The headmaster then gave updates on school improvement, staffing, the calendar setting process, and Spiritual Life Emphasis Week.

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SY 11-12:49 Approval of Consent Agenda

MSC to approve the following consent agenda items:

- Monitoring reports B 2.1; 2.5; 2.10 (excluding non and partial compliance reports, reports differing from the electronic draft, and monitoring reports with questions sent to the board chair prior to the meeting)
- September 20, 2011 Finance/Audit Committee minutes
- September 30, 2011 Financial Statement
- September 30, 2011 Balance Sheet
- September 30, 2011 Profit and Loss

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SY 11-12:50 Second Reading - B2.7.11.3 (Cf. 11-12:10)

The board accepted the following on September 20, 2011, as a first reading:

- *Current reading:* Applicants for preferential tuition assistance who do not hold a religious activities visa must present at the time of application:
- *Proposed reading:* Applicants for preferential tuition assistance who **are not members of a pre-approved mission** must present at the time of application:

MSC to approve as second reading.

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SY 11-12:51 Second Reading - B2.7.11.3.2 (Cf. 11-12:11)

The board accepted the following on September 20, 2011, as a first reading:

- *Current reading:* A statement as to primary purpose in Japan, description of missionary endeavor, indication of time commitment, source(s), and amount of support.
- *Proposed reading:* A statement as to the primary purpose in Japan, **qualification (usually ordination or personal ministry history)**, description of missionary endeavor, indication of time commitment, **and proof of income statements (for both spouses if applicable)**.

MSC to approve as second reading.

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SY 11-12:52 Nomination for Board of Councilors

MSC the approval of the nomination of Gregory Swenson as a replacement for John Houlette to serve on the Board of Councilors at the request of WorldVenture.

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SY 11-12:53 Board Housekeeping

The February 14 meeting will be a short meeting because the Board of Councilors need to approve the budget in the afternoon.

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SY 11-12:54 Review of Board Process

The board completed a survey to review its process.

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SY 11-12:55 Closing Prayer

Gerald May closed in prayer.

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SY 11-12:56 Approval of November 15, 2011 Minutes

MSC to approve the November 15, 2011 minutes, pending a minute for meeting adjournment.

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SY 11-12:57 Adjournment

MSC to adjourn the meeting at 3:18 p.m.

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Signatures

Steven Tarter
Board Secretary

Pauline Carlson
Board Chair

Eline de Wilde
Board Member

Gaius Berg
Board Member

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