



2012, January 10 Board of Directors Minutes

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Attendance

Present

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

Absent

1. Gaius Berg (for World Venture)

Proxies

1. Gaius Berg gave his proxy to Pauline Carlson.

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SY 11-12:58 Call to Order

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

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SY 11-12:59 Devotions

Louis Lau led the board in devotions on Christ being the power and wisdom of God (I Corinthians 1).

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SY 11-12:60 Prayer Time for the School

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SY 11-12:61 Approval of Agenda

MSC to approve the agenda.

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SY 11-12:62 Signers of the Minutes

MSC for Gerald May and Misook Cho to be signers of today's minutes, in addition to Pauline Carlson (board chair) and Steven Tarter (board secretary).

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SY 11-12:63 Review of B3.1, 4.10, 4.11

The board read and discussed policies on headmaster qualifications, the cost of governance, and grievances, whistle-blowing, and complaints.

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SY 11-12:64 Review of B3.1.1.7

MSC to refer 3.1.1.7 to the Policy Review/Governance Committee for review.

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SY 11-12:65 Discussion of Mission Representatives' Meeting

The board reviewed what happened at the Mission Representatives' Meeting. Eleven people attended. Participants asked questions, to which board chair and headmaster responded, and expressed their thanks for CAJ. Participants also responded to questions posed by the board.

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SY 11-12:66 First Reading - B4.1.a

The Policy Review/Governance Committee recommended:

- *Current reading:* Biblically-based integrity and truthfulness in all methods and practices
- *Proposed reading:* Biblically-based **values** including integrity and truthfulness in all methods and practices.

MSC to accept as first reading.

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SY 11-12:67 First Reading - B4.6.2.1.a

The Policy Review/Governance Committee recommended:

- *Current reading:* They may submit a written opinion (**tantamount to voting**) on any specific item or items of business.
- *Proposed reading:* They may submit a written opinion on any specific item or items of business.

MSC to accept as first reading.

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SY 11-12:68 Nomination Process for Members-at-Large and Supervisor-Auditors

MSC to implement the proposed process (in January 6 Policy Review/Governance Committee minutes) for the nominating of members-at-large and supervisor-auditors for SY2013-14.

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SY 11-12:69 Change of Responsibilities to Vice Chair

The board chair turned over the meeting to the vice chair at 10:49 a.m.

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SY 11-12:70 Board Chair Absence

MSC to allow the present chair to be absent without replacement from board meetings for the remainder of the 2011-2012 school year.

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SY 11-12:71 Board Chair Duties

MSC that pursuant to policy B4.2.8.2 the vice chair assume all attendant responsibilities and authority during the planned absence of the chair for the remainder of the 2011-2012 school year.

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SY 11-12:72 Change of Responsibilities to Board Chair

The vice chair turned over the meeting to the chair at 11:04 a.m.

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SY 11-12:74 Headmaster Evaluation Committee

The process of evaluating the headmaster will include a Leadership Team survey, a board survey, parent and staff surveys, and the headmaster's self-evaluation.

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SY 11-12:75 Headmaster Report

The headmaster reported on unintentional non-compliance with 2.7.12.1 and possible projected non-compliance with 2.6.8.1. He shared the challenges in differentiating mission hire and direct hire when applying policy, recommended revisions to 2.7.8.1, 2.4.4 and the zaidan houjin purpose statement. He asked board members to meet with the WASC Visiting Committee (Steven Tarter, Gerald May, Eline de Wilde, and Louis Lau will attend).

The headmaster asked the board to clarify what 2.2.1.2 means in concrete terms. In response, the board discussed 2.2.1.2, including the importance of being spiritually fed, regular church attendance, using gifts in the church, pastoral care, and having an accountability structure.

Then the headmaster explained the implementation of the retirement policy, changes to medical leave, projected dates for the next 3 school years, and how CAJ ensures that CAJ is a safe place. He then gave updates on staffing, school improvement, fundraising, technology integration, and his doctoral program.

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SY 11-12:76 Mission Hire/Direct Hire Differentiation

MSC to request that the headmaster review and report on the guidelines for the differences between mission and direct hire before the end of the school year.

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SY 11-12:77 Revision of B2.7.8.1

The headmaster recommended:

- *Current reading:* All contracts or leases must be signed by a member of the leadership team.
- *Proposed reading:* All contracts or leases must be signed by a member of the **Leadership Team**.

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

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SY 11-12:78 First Reading - B2.4.4

The headmaster recommended:

- *Current reading:* Establish graduation requirements and submit an annual report of graduating seniors to the Board at the June meeting.
- *Proposed reading:* Establish graduation requirements and submit an annual report of graduating seniors to the Board at the **last regularly scheduled meeting for each academic year**.

MSC to accept as first reading.

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SY 11-12:79 Zaidan Houjin Purpose Statement

The headmaster recommended the retention of the original zaidan houjin school purpose statement in our zaidan houjin school regulations: 本校は日本に滞在する基督教宣教師及びその信者の子弟に初級、中級及高級の普通教育を施すことを目的とする **This school shall have as its purpose the provision of elementary, middle, and high school ordinary education for the children of Christian missionaries and other Christians who live in Japan.**

MSC to retain the original zaidan houjin school purpose statement in the new school regulations.

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SY 11-12:80 Ad Hoc Committee for B2.2.1.2

MSC to task an Ad Hoc Committee (Gaius Berg, Gerald May, and Eline de Wilde) to unpack 2.2.1.2.

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SY 11-12:81 Approval of Consent Agenda

MSC to approve the following consent agenda items:

- Monitoring reports - B 2.4; 2.7; (minus 2.7.11; 2.7.11.1; 2.7.11.2; 2.7.11.3; and 2.7.12.1 for non-compliance)
- November 30, 2011 Financial Statement
- November 30, 2011 Profit and Loss
- November 30, 2011 Balance Sheet
- October 31, 2011 Financial Statement
- October 31, 2011 Profit and Loss
- October 31, 2011 Balance Sheet

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SY 11-12:82 Response to Non-Compliance of B2.7.12.1

MSC to recognize the lateness of compliance on B2.7.12.1, with the understanding that there will be compliance in the future.

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SY 11-12:83 Second Reading - B3.3.3.3 Step 1.e (Cf. SY 11-12:31)

The board accepted the following on November 15, 2011, as a first reading:

- *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 approve as second reading.

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SY 11-12:84 Second Reading - B4.3.6 (Cf. SY 11-12:33)

The board accepted the following on November 15, 2011, as a first reading:

- *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 preceding** the full WASC self-evaluation and **in the year preceding the** mid-term WASC review.

MSC to approve as second reading.

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SY 11-12:85 Second Reading - B4.3.7 and 4.3.7.1 (Cf. SY 11-12:34)

The board accepted the following on November 15, 2011, as a first reading the deletion of B4.3.7 and 4.3.7.1.

MSC to approve as second reading.

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SY 11-12:86 Second Reading - B4.3.6.1 (Cf. SY 11-12:35)

The board accepted the following on November 15, 2011, as a first reading:

- *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 approve as second reading.

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SY 11-12:87 Second Reading - B2.2.21 (Cf. SY 11-12:37)

The board accepted the following on November 15, 2011, as a first reading:

- *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 approve as second reading.

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SY 11-12:88 Second Reading - B2.2.11.1 (Cf. SY 11-12:38)

The board accepted the following addition on November 15, 2011, as a first reading: **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 approve as second reading.

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SY 11-12:89 Second Reading - Article 14 of the Zaidan Houjin Act of Endowment (Cf. SY 11-12:42)

The board accepted the following on November 15, 2011, as a first reading:

- *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 approve as second reading.

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SY 11-12:90 Second Reading - B2.6.9.2 (cf. SY 11-12:43)

The board accepted the following on November 15, 2011, as a first reading:

- *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 approve as second reading. The vote was unanimous.

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SY 11-12:91 Board Housekeeping

Missions have been contacted about nominations; the deadline is January 31. The next board meeting is February 14 (8:45-1:00). There will be an online board survey. In February and March, the Board of Directors will be voting on nominations for the Executive Committee and the Board of Councilors.

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SY 11-12:92 Review of Board Process

The board verbally reviewed its process.

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SY 11-12:93 Closing Prayer

Pauline Carlson closed in prayer.

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SY 11-12:94 Approval of January 10, 2012 Minutes

MSC to approve the January 10, 2012 minutes, pending a minute for meeting adjournment.

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SY 11-12:95 Adjournment

MSC to adjourn the meeting at 3:01 p.m.

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Signatures

Steven Tarter
Board Secretary

Pauline Carlson
Board Chair

Gerald May
Board Member

Misook Gho
Board Member

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