



2012, March 20 Board of Directors Minutes

CAJ Board of Directors meeting
March 20, 2012, 8:45 a.m.
Matsukawa Place

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Attendance

Present

1. Gaius Berg (for WorldVenture)
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. Pauline Carlson (ECC)

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SY 11-12:122 Call to Order

The meeting was called to order at 8:47 a.m.

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SY 11-12:123 Devotions

Eline de Wilde led the board in devotions on the importance of putting God's love in action, believing that we are saved by grace, and sacrifice.

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SY 11-12:124 Prayer Time for the School

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SY 11-12:125 Proxies

- Kenichi Shinagawa gave his proxy to Eline de Wilde for the morning session.
- Pauline Carlson gave her proxy to Steven Tarter.

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SY 11-12:126 Approval of Agenda

MSC to approve the agenda.

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SY 11-12:127 Signers of the Minutes

MSC for Gerald May and Misook Gho to be signers of today's minutes, in addition to Eline de Wilde (acting board chair) and Steven Tarter (board secretary).

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SY 11-12:128 Review of Policies 4.2, 4.4, and 4.9

The board read and discussed policies on the board's job description, the board chair's role, and board size, nomination, election, and terms. The Policy Review/Governance Committee was asked to review policies (4.2.7.1, 4.2.7.3.1, 4.2.9.3, 4.2.9.4, 4.4.2.3—consider removing "this," 4.9—use "policy review/governance committee," 4.9.1), to consider establishing a policy that prohibits the headmaster from holding a board office, and to consider making the references to auditors consistent in all policies (for example, the proposed version of 4.9.1.1).

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SY 11-12:129 First Reading - B4.9.1.2

The Policy Review/Governance Committee recommended:

- *Current reading:* Individuals may not be nominated or serve if they are staff members of the Christian Academy in Japan.
- *Proposed reading:* Individuals may not be nominated or serve if they are staff members of the Christian Academy in Japan, **except for the headmaster.**

MSC to accept as first reading.

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SY 11-12:130 First Reading - B4.9.3

The Policy Review/Governance Committee recommended the addition of B4.9.3:

4.9.3 Nomination process for members-at-large and auditors

4.9.3.1 The six founding missions, the Leadership Team, and members of both boards will be asked by the chairperson of the Policy Review/Governance Committee of the Board of Directors for names of potential nominees to fill the member-at-large and auditor positions on the boards.

4.9.3.2 The list of names will be brought to the Policy Review/Governance Committee for discussion.

4.9.3.3 The Policy Review/Governance Committee will narrow the list down to a shorter list of names to contact to ask if they will be willing to have their name placed in nomination. The Policy Review/Governance Committee will take into account the person's church/mission affiliation, work, gender, and relationship to the school (alumni, parent of student, family member employed by the school, etc.) during the winnowing process.

4.9.3.4 People willing to have their names placed in nomination will then be asked to send a resume detailing work experience, church involvement, relationship to the school, and personal testimony, and send that information to the Policy Review/Governance Committee Chair.

4.9.3.5 The information from the nominees will then be brought to the board that is voting on the nominations.

4.9.3.6 All voting will be done by secret ballot.

4.9.3.7 The six founding missions will continue to send in their mission's nominations to fill their slots on the boards.

MSC to accept as first reading.

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SY 11-12:131 Policy Review/Governance Committee

The committee asked the headmaster to prepare a discussion on B2.3.1.1.3, which should include the definition of "non-Christian homes" and the implication of "20% per class" clause, for September Board of Directors meeting. At the committee's request, the board discussed the option of setting minimum requirements for the makeup (number and position) of the Leadership Team and leaned toward not including numbers and position.

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SY 11-12:132 First Reading - B2.2.10

The Policy Review/Governance Committee recommended:

- *Current reading:* When hiring principals, the business manager, or the director of school support services, bring the respective candidate's file to the board meeting for review, discussion and approval.
- *Proposed reading:* When hiring principals, the business manager, or the director of **School Support Services**, bring the respective candidate's file to the board meeting for review, discussion and approval.

MSC to accept as first reading.

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SY 11-12:133 First Reading - B2.5.1

The Policy Review/Governance Committee recommended:

- *Current reading:* Keep the Leadership Team current with administrative issues and procedures so as to be able to replace the headmaster in emergency situations.

- *Proposed reading:* **Appoint and maintain a Leadership Team comprised of key staff that meets regularly to assist the headmaster in pursuing the mission of CAJ.**

MSC to accept as first reading.

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SY 11-12:134 First Reading - B2.5.1.1

The Policy Review/Governance Committee recommended the addition of B2.5.1.1: **Keep the Leadership Team current with administrative issues and procedures so as to be able to replace the headmaster in emergency situations.**

MSC to accept as first reading.

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SY 11-12:135 First Reading - B2.5.1.2

The Policy Review/Governance Committee recommended the addition of B2.5.1.2: **Report on the membership and activities of the Leadership Team annually or any time its membership changes.**

MSC to accept as first reading.

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SY 11-12:136 First Reading - B2.1.1.1

The Policy Review/Governance Committee recommended the addition of B2.1.1.1: **Have the Leadership Team read and verify monitoring reports based on their experience and perspective before they are approved by the board.**

MSC to accept as first reading.

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SY 11-12:137 First Reading - B2.4.13

The Policy Review/Governance Committee recommended the addition of B2.4.13: **Maintain an identified set of Administrative Policies that can only be modified, added to, or removed by majority action of the Leadership Team.**

MSC to accept as first reading.

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SY 11-12:138 Election of the Board Chair

Pauline Carlson (ECC) elected to serve as board chair for SY 2012-2013.

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SY 11-12:139 Election of the Vice Chair

Eline de Wilde (member at large) elected to serve as board vice chair for SY 2012-2013.

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SY 11-12:140 Election of the Vice Chair of Finance

Gaius Berg (for WorldVenture) elected to serve as board vice chair for finance for SY 2012-2013.

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SY 11-12:141 Election of the Social Coordinator

Misook Cho (CRJM) elected to serve as board social coordinator for SY 2012-2013.

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SY 11-12:142 Election of the Secretary

Steven Tarter (SEND) elected to serve as board secretary for SY 2012-2013.

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SY 11-12:143 Discussion of B2.2.1.2

Within the context of further defining the meaning of B2.2.1.2, the board reviewed staff survey responses regarding B2.2.1.2. The board reviewed an ad hoc committee report that proposed changes to B2.2.1.2 and the school philosophy statement.

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SY 11-12:144 First Reading - B2.2.1.2

The ad hoc committee recommended:

- *Current reading:* Active participation in a local church doctrinally compatible with CAJ's statement of faith.
- *Proposed reading:* Are **in active partnership (giving and receiving)** with a local church doctrinally compatible with CAJ's statement of faith.

MSC to accept as first reading.

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SY 11-12:145 First Reading - School Philosophy, Vision.3

The ad hoc committee recommended:

- **Current reading:** Teachers model a Christ-like lifestyle; teach all subjects from a biblical perspective; implement CAJ's school philosophy in order to inform, motivate, direct, encourage, and discipline students; and avail themselves of resources and training opportunities for ongoing professional growth.
- **Proposed reading:** Teachers model a Christ-like lifestyle; teach all subjects from a biblical perspective; implement CAJ's school philosophy in order to inform, motivate, direct, encourage, and discipline students; **participate in a local church community where they can be spiritually nourished and contribute to the growth of that community;** and avail themselves of resources and training opportunities for ongoing professional growth.

MSC to accept as first reading.

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SY 11-12:146 Exception to B2.3.1.1.3

The headmaster requested an exception to B2.3.1.1.3 for grade 1.

MSC to grant an exception to B2.3.1.1.3 for grade 1.

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SY 11-12:147 Headmaster Report

The headmaster reported on progress made toward getting the cash reserves needed for *gakko houjin* status, within the context of current and projected student enrollment. He invited board members to attend senior comprehensives on June 5.

At the headmaster's request, the elementary principal reported on elementary. Describing elementary as a welcoming, active place of learning, the elementary principal shared that students are eager to learn, that technology is being further integrated into the curriculum, that staff are growing as a flourishing learning community, and that newsletters, blogs, school events, and Parent Cafes help CAJ maintain good partnerships with parents. The elementary principal also shared how CAJ works to raise English language proficiency and to support students with special needs.

The headmaster then invited the board to graduation on June 8 and to the board/staff appreciation dinner on June 12. He then led the board in a discussion of the level of spiritual care CAJ should provide for staff and students. Next, the headmaster reviewed the school improvement process, updated school improvement plan, and recent accreditation visit and visiting committee report.

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SY 11-12:148 Board Interaction with Headmaster and Staff

The board discussed how individual board members can effectively interact with the headmaster and staff. The headmaster reviewed that when dealing with staff on board business, this business should be done through the headmaster, including copying him on relevant emails. The headmaster also suggested that when interacting with staff in the role of a parent, the non-board member parent is encouraged to interact with headmaster and staff.

The board discussed the helpfulness of reviewing good procedure each year during orientation, using a case study approach. The Policy Review/Governance Committee was asked to develop documentation on ways individual board members can effectively interact with the headmaster and staff.

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SY 11-12:149 Approval of Consent Agenda

MSC to approve the following consent agenda items:

- Monitoring Report B 2.6
- February 2012 Financial Statement
- February 2012 Profit and Loss
- February 2012 Balance Sheet

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SY 11-12:150 Board Housekeeping

The next meeting will be on May 15. The board schedule is being developed. Board committees are asked to submit input.

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SY 11-12:151 Review of Board Process

The board reviewed responses to its annual self-assessment survey, considering the level of the board's proactivity and ways to increasingly focus on the ends. The board then reviewed today's meeting.

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SY 11-12:152 Closing Prayer

Gerald May closed in prayer.

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SY 11-12:153 Approval of March 20, 2012 Minutes

MSC to approve the March 20, 2012 minutes, pending a minute for meeting adjournment.

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SY 11-12:154 Adjournment

MSC to adjourn the meeting at 3:37 p.m.

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Signatures

Steven Tarter
Board Secretary

Eline de Wilde
Acting Board Chair

Misook Gho
Board Member

Gerald May
Board Member

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