



2014, January 14 Board of Directors Meeting

Christian Academy Board of Directors
Board Meeting
January 14, 2014
Matsukawa Place, Harvest Hall, 8:45 a.m.

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Attendance

Present

1. Pauline Carlson (ECC)
2. Misook Gho (CRJM)
3. Gerald May (TEAM)
4. Kenichi Shinagawa (Member at Large)
5. Steven Tarter (SEND International)
6. Brian Vander Haak (Headmaster)
7. Suzanne Warren (OMS)

Absent

Proxies

1. Gaius Berg (for WorldVenture) gave his proxy to Pauline Carlson (ECC).
2. Grace Fukuzawa (Chong Eun Lee) (Member at Large and Educator) gave her proxy to Brian Vander Haak (Headmaster).

Ex Officio

1. Taizo Morimoto (Supervisor-Auditors)
2. John Sakurai (Supervisor-Auditors)

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SY 13-14:80 Call to Order

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

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SY 13-14:81 Devotions

Gerald May led the board in devotions on Luke 15.

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SY 13-14:82 Prayer Time for the School

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SY 13-14:83 Approval of Agenda

MSC to approve the agenda.

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SY 13-14:84 Review of Board Policy B1.5, 1.6, 3.1, 3.2, 3.3, 4.10, and 4.11

The board reviewed policies related to financial practice, facilities, headmaster qualifications, unity of control and communications, authority and accountability of the headmaster, the cost of governance, and grievances, whistle-blowing, and complaints. The board discussed stewardship, compliance with Japanese law, and clear communication.

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SY 13-14:85 Debriefing of November 19 Training

The board reviewed data from the training and noted that *The Advantage* seems to apply more readily to the Leadership Team than to the board, though the board would benefit from additional discussion of the material in the book. The board discussed how the training helped the board think more broadly and further consider the vision for the school.

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SY 13-14:86 Discussion of Proposed Board Training Plan

The board discussed a proposed training plan for the remainder of the school year that includes reviewing the mission statement and that flows from concepts from *Good to Great*. The board decided to pursue the proposed training plan. The headmaster distributed copies of *Good to Great* and *Good to Great and the Social Sectors*.

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SY 13-14:87 Review of Headmaster Monitoring Report for B2.0, 2.1, 2.5, and 2.10

The board reviewed the headmaster's monitoring report.

MSC to accept the monitoring report for B2.0, 2.1, 2.5, and 2.10.

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SY 13-14:88 Headmaster Report

The headmaster presented the calendar for next school year and the start in end dates for the next 3 school years, each of which have 180 days:

- 2014-2015: Start: 8/26/2014 | End: 6/9/2015
- 2015-2016: Start: 8/28/2015 | End: 6/10/2016
- 2016-2017: Start: 8/26/2016 | End: 6/9/2017

The headmaster provided a staffing update, noting that the contracting process is going well, and shared about plans for CAJ's 65th anniversary celebration. He then discussed measuring success in terms of outputs (and using inputs to achieve desired outputs), encouraged the board to read from *Good to Great* and *Good to Great and the Social Sectors* in preparation for the February training, shared ideas regarding the future of education, and reviewed the hedgehog concept from *Good to Great*.

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SY 13-14:89 Executive Session

The board went into executive session at 12:45 p.m., ending at 2:08 p.m.

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SY 13-14:90 Governance and Policy Review Committee

The committee reported on its review of B2.6.3, B2.1.2, B4.5.2, and B3.4.3 – 3.4.5, and reported on its review of the role of committees on a 9-member board.

To help the board further monitor itself, the committee recommended the board chair come up with a set of evaluative questions for board members to respond to at the end of each board meeting; the board chair will work with the Governance and Policy Review Committee to come up with a set of questions.

The committee recommended putting all committee minutes on the consent agenda and pulling out the recommendations as action items for the agenda; the board agreed to implement the recommendations for the remainder of this school year, at which point the practice will be reviewed.

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SY 13-14:91 First Reading - B2.1.2

The Governance and Policy Review Committee recommended the following change to B2.1.2:

- *Current*: Let the board be aware of, in a timely, accurate and understandable fashion, relevant trends, anticipated adverse media coverage, governmental investigations and audits, material external and internal changes, particularly changes in the assumptions upon which any board policy has been previously established.
- *Proposed*: Let the board be aware of, in a timely, accurate and understandable fashion, relevant trends, anticipated adverse media coverage, **anticipated legal action**, governmental investigations and audits, material external and internal changes, particularly changes in the assumptions upon which any board policy has been previously established.

MSC to accept as first reading.

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SY 13-14:92 First Reading - B4.5.2.4

Gerald May recommended and Steven Tarter seconded the addition of B4.5.2.4: **Board members should be conscious that their words and actions can be perceived as representing the board even when that is not the intent.**

MSC to accept as first reading.

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SY 13-14:93 Approval of Consent Agenda

MSC to approve the following consent agenda items:

- November 19, 2013 Board minutes
- Second readings: B2.7.3.1 and B2.7.3.1.1, B2.2.11, B2.6.8.1, B2.2.21, B2.3.1.2.1, and B2.6.9.1
- Ad-hoc Constitution Article II Committee minutes Nov. 8, 2013
- Ad-hoc Constitution Article II Committee minutes Dec. 10, 2013
- Ad-hoc Constitution Article II Committee minutes Jan. 7, 2013
- December 2, 2013 Governance/Policy Review Committee minutes
- November 2013 Financial Statement
- November 2013 Profit and Loss
- November 2013 Balance Sheet
- November 2013 Cash Flow

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SY 13-14:94 Review of Draft of Constitution Article II

The board discussed the draft of Constitution Article II.

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SY 13-14:95 Board Housekeeping

Board members are to complete an online self-evaluation in January/February. The mission representatives meeting will take place on January 21, 2014. A joint CAJ/Morrison board retreat is being considered for the end of September 2014. The board was asked to consider putting archived board minutes online.

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SY 13-14:96 Review of Board Process

The board reviewed its process in terms of what it did well and what it could do better.

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SY 13-14:97 Closing Prayer

Taizo Morimoto closed in prayer.

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SY 13-14:98 Approval of January 14, 2014 Minutes

MSC to approve the January 14, 2014 minutes, pending a minute for meeting adjournment.

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SY 13-14:99 Adjournment

MSC to adjourn the meeting at 3:23 p.m.

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Signatures

_____(seal)
Steven Tarter
Board Secretary

_____(seal)
Pauline Carlson
Board Chair

_____(seal)
Misook Gho
Board Member

_____(seal)
Gerald May
Board Member

_____(seal)
Kenichi Shinagawa
Board Vice Chair

_____(seal)
Brian Vander Haak
Board Member

_____(seal)
Suzanne Warren
Board Member

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