

Christian Academy in Japan
Board of Directors Minutes
Matsukawa Place
January 15, 2019

Attendance:

Gerald May (TEAM)
Johanna Leenders (Mieke Sasaki) (CRJM)
Joel Peterson (Member-at-Large)
Anda Foxwell (Head of School)
Pauline Carlson (ECC)
Stephen Duhrkoop (OMS)
Jeremy Seminoff (Member-at-Large and Educator)
Jaine Chung (Jaine Loh) (Japan Baptist Fellowship)
Karen Stoesz (SEND)

Supervisor-Auditors

Sobi Abraham
Jennifer Rood

SY18-19:60 Devotions

Jeremy Seminoff shared from Matthew 14.

SY18-19:61 Time of prayer for CAJ (B4.6.7)

Time was spent in prayer.

SY18-19:62 Call to order / Determination of Quorum (AoE Chap 3, 18.8)

Gerald May called the meeting to order at 9:15 a.m. A quorum was established with all members present.

SY18-19:63 Approval of agenda (B 4.3.5.3)

MSC to approve the agenda.

SY18-19:64 Approval of Consent Agenda (B 4.3.3) (15 min)

MSC to approve the consent agenda.

1. November 20, 2018 Board of Directors minutes (B 4.2.9.5)

2. November 27, 2018 Governance and Policy Review Committee minutes (B 4.7.6.3.2)
3. January 8, 2019 Governance and Policy Review Committee minutes (B 4.7.6.3.2)
4. January 8, 2019 Finance and Audit Committee minutes (B 4.7.6.3.2)
5. Head of School monitoring report (B 2.4, End – B 1.1 (students) (B2.1.1., 2.5.1, 3.5.2.1)
6. November 20, 2018 Second Readings
 - Removal of 2.7.11.3, 2.7.11.3.1, 2.7.11.3.2
 - Renumbering 2.7.11.4 as 2.7.11.3
 - Rewording of 2.7.11.1
 - NOTE – new action related to B4.2.9.6 will be presented by the Governance and Policy Review Committee today.
7. Board Policy review: B 2.4 Program (B 4.1.6)
8. Board policy compliance: B 4.2, 4.3

SY18-19:65 Review November 20, 2018 Executive Action minutes (B 4.2.9.5, 4.2.9.2.4, 4.2.9.4) The November 20, 2018 EA minutes were reviewed and one change was made.

MSC to approve the November 20, 2018 Executive Action minutes.

SY18-19:66 Finance report (B 2.1.4)

Bryan Lewis and Joel Peterson gave the finance report.

SY18-19:67 Approval of Operating Budget (**B 2.6.1, 2.6.3. 2.6.9.1, 2.6.9.2**)

Recommendation: That the BOD approves the 2019/20 budget as presented. Revenue 754,844,000 Expense 675,536,133 Change in net assets 74,807,867

MSC to approve an operating budget of ¥754,844,000 with anticipated expenses of ¥675,536,133 from April 1, 2019 to March 31, 2020.

SY18-19:68 Approval of Capital Budget (**B 2.6.1**)

Recommendation: That the BOD approves the 2019/2020 capital budget as presented of 60,000,000.

MSC to approve the capital budget of ¥60,000,000 from April 1, 2019 to March 31, 2020.

SY18-19:69 Approval of 5 Year Plan (2019-2023)

Recommendation: That the BOD approves the 2019-2023 5 Year Plan as presented.

MSC to approve the 5 year plan (2019-2023) as presented.

A copy of the 5 year plan will be filed with these minutes.

SY18-19:70 Approval to call an early Board of Councilors meeting for February

Recommendation: That the Board of Directors request the board chair to move up the Board of Councilors meeting from March to February to review the budget and to allow early communication of fee changes to the school community and to support loan applications.

MSC to approve the calling of an early Board of Councilors meeting for February.

Gerald May to suggest a Feb. 12, 2019 BoC meeting in place of the March 18, 2019 meeting.

SY18-19:71 The Board of Directors recommends to the Board of Councilors that the March Board of Councilors meeting be moved to February as an established schedule, to allow early communication of fee changes to the CAJ community.

MSC to approve this recommendation.

SY18-19:72 Approval to sanction a Fundraising and Development Committee

Recommendation: That the Board of Directors sanctions the Head of School to establish a working committee to address the needs of fundraising and development.

During board discussion it was decided that the board did not need to vote on the forming of a Fundraising and Development committee. The head of school has the authority to establish a Fundraising and Development Committee.

Anda Foxwell asked the board to suggest names for possible committee members. The board members suggested some names.

Gerald May asked the board members to consider being part of the committee. Gerald May volunteered to be part of this committee.

SY18-19:73 Governance and Policy Review Committee report

Mieke Sasaki gave the committee report.

SY18-19:74 Amend 2.2.11(First reading)

Current reading:

2.2.11 Limit contract periods to one or two years at a time and one year for staff over the age of 65. (SY 07-08:66; SY 13-14:93)

Recommend the following amendment to 2.2.11:

2.2.11 Limit contract periods to one or two years at a time.

MSC to amend 2.2.11 as recommended.

SY18-19:75 Amend 2.2.11.1 (First reading)

Current 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. (SY 11-12:88)

Recommend the rewording of 2.2.11.1 as follows:

2.2.11.1 To maintain the retirement age of 65.

MSC to amend 2.2.11.1 as recommended.

SY18-19:76 Addition of 2.2.11.2 (First reading)

Recommend the addition of 2.2.11.2:

2.2.11.2 Make provision for limited exceptions of the retirement age up to the age of 67.

MSC to approve the addition of 2.2.11.2 as recommended.

SY18-19:77 Addition of 2.2.11.3 (First reading)

Recommend the addition of 2.2.11.3:

2.2.11.3 Communicate with staff about the retirement age at the appropriate time prior to retirement.

MSC to approve the addition of 2.2.11.3 as recommended.

SY18-19:78 Approval of Policy addition B4.2.9.6 (First reading)

Recommend the addition of the following policy:

B4.2.9.6 All board related documents will be posted to BRENDA by the board secretary, the board chair, or the head of school, who will receive training as needed prior to the first board meeting of the school year. (SY18-19:)

MSC to approve the addition of 4.2.9.6 as recommended.

Note: this new policy needs to be reflected in the policies regarding the job description of the board chair and secretary.

The updating of the policy manual on BRENDA and the links to SOPHIE need to be considered.

SY18-19:79 Approval of Policy addition B4.2.9.6.1 (First reading)

Recommend the addition of the following policy:

**B4.2.9.6.1 The executive action minutes will only be posted to BRENDA by the board secretary or the board chair.(SY18-19:)
MSC to approve the addition of 4.2.9.6.1 as recommended.**

SY18-19:80 Head of School Report – School “Temperature Check”
Anda Foxwell gave the Head of School Report.
MSC to accept with great thanks.

SY18-19:81 Strategic Plan Review
Anda Foxwell gave a brief update on the administration’s plan.
The board will work on this in the following months.

SY18-19:82 Executive Session
An executive session was convened.

SY18-19:83 Building Committee Report
Joel Peterson reported that the building committee will meet with the architects on January 16, 2019.
The cost of materials is quite high due to the 2020 Olympics. The committee continues to work on the details of the building project.

SY18-19:84 Strategic Discussion: Ends Review
Evaluate End B 1.1 - Students achieving the student objectives
The board discussed and determined a change is not needed to the wording of this End.

SY18-19:85 Amend End B 1.4 - Staff (First reading)

Recommend the following amendment to End 1.4- Staff:
End B 1.4 - Staff: Christian staff who are qualified, proficient, effective, **and committed to professional growth.**
MSC to amend End 1.4-Staff as recommended.

SY18-19:86 Mieke Sasaki left the meeting at 2:30 p.m. and designated Pauline Carlson as her proxy.

SY18-19:87 Other items (as needed)
No new items were added to the agenda.

SY18-19:88 Board housekeeping

Gerald May lead in the discussion of the following items:

- o Invitation to Governance Retreat in Indonesia- Sept. 30- Oct. 4, 2019- Hillcrest School in Papua, Indonesia - Dr. Dan Egeler Topic “MK schools as healthy communities of faith” and Hope International CEO Peter Greer (via skype). Budget constraints prohibit paying for every member to attend. The board would like to send up to 3 people. Gerald will let Hillcrest School know our intention to send up to 3 people. The members would be asked to contribute to part of the cost of the conference.
MSC to approve sending up to 3 people to the governance retreat at Hillcrest School in Papua, Indonesia from Sept. 30-Oct. 4, 2019 and that CAJ will cover the conference fees.
- o Head of School Evaluation Committee- Stephen Duhrkoop volunteered to be on this committee. Gerald May will ask a few more members to be on this committee at a later date.
- o Mission Representatives Meeting- This meeting will be scheduled to meet on March 18 with lunch at Ruchira to say thank you to the mission representatives.
- o Funding request from board chair- 2019 Face-to-Face Consultants’ Forum: Advanced Practice Forum (February 2019) - Gerald May requested the school to pay for the \$425.00 registration fee. **MSC that CAJ covers the \$425 registration fee for board chair, Gerald May, to attend 2019 Face-to-Face Consultants’ Forum: Advanced Practice Forum.**
- o Board members’ intentions for 2019-2020- Stephen Duhrkoop will be replaced by Daniel Sexton for SY19-20.
- o Social activities coordinator role - The Governance and Policy Review Committee was tasked to review this role (4.2.11, 4.2.11.1, 4.2.11.2).

SY18-19:89 Monthly review of board process: verbal (B 4.1.7)

The board process was reviewed.

SY18-19:90 Closing prayer
Joel Peterson closed in prayer.

SY18-19:91 Adjournment
The meeting was adjourned.

SY18-19:92 Sign and put seals on Board of Directors meeting minutes (B 4.2.9.5)
The board members signed the following minutes:
November 20, 2018 Board of Directors minutes

Respectfully submitted,

_____(seal)
Karen Stoesz- Secretary

_____(seal)
Gerald May- Board Chair

_____(seal)
Johanna Leenders (Mieke Sasaki)- Board Vice Chair

_____(seal)
Joel Peterson- Vice Chair of Finance

_____(seal)
Anda Foxwell- Head of School/Board Member

_____(seal)
Pauline Carlson- Board Member

_____(seal)
Stephen Duhrkoop- Board Member

_____(seal)
Jeremy Seminoff- Board Member

_____(seal)
Jaine Chung (Jaine Loh)- Board Member