

Christian Academy in Japan
Board of Directors Minutes
Annex Meeting Room
8:45 a.m. - 4:00 p.m.
May 14, 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

Jennifer Rood
Sobi Abraham

Observer

Lawrence Spalink (CRJM)

SY18-19:118 Devotions

Joel Peterson shared from 2 Timothy 1:3-7. He encouraged us to reflect and honor God with the unique gifts He has given each one of us.

SY18-19:119 Time of prayer for CAJ (B 4.6.7)

Time was spent in prayer.

SY18-19:120 Call to order

The meeting was called to order at 9:04 a.m. and a quorum was established with all members present.

SY18-19:121 Approval of Agenda

MSC to approve the agenda

SY18-19:122 Consent agenda (B 4.3.3)

MSC to accept the consent agenda

2.6.9.1: Fulfillment of all the Japanese government legal requirements. Do we need to add compliance with criminal law/labor laws in the policy? G&PR committee next school year.

- Head of School monitoring report for May 2019 (B 2.1.1)
- March 19, 2019 BoD minutes (B 4.2.9.5)
- March 19, 2019 Executive Action minutes
- May 7, 2019 G&PR committee minutes (B 4.8.1)
- May 7, 2019 Finance committee minutes (B 4.8.2)

Second readings:

B1.4 Staff: Christian staff who are qualified, proficient, effective, and committed to professional growth.

Addition of: B4.2.9.6 All board related documents will be posted to BRENDA by the board secretary or the board chair who will receive training as needed.

Board Chair Reports

- B3 and B4 (B 4.4.8)
- May 2019 Partial and Non-compliance report (B 4.4.6)
- HoS use of ProD funds for 2018-2019.

SY18-19:123 Finance and Audit Committee actions (B 4.8.2)

Motion to Approve the audit from April 1, 2018 to March 31, 2019 (B 2.7.12.2)

Member of the Board of Directors Joel Peterson presented the Audit Opinions from the Independent Auditor's Report from Mr. Wada of Wada Certified Public Accountant Office for the fiscal year ending March 31, 2019.

Unanimously approved.

SY18-19:124 Approval of results of audit from April 1, 2018 to March 31, 2019

MSC to approve the results for the fiscal year 2018.4.1 – 2019.3.31 with revenue of ¥839,367,990 and expenses of ¥842,903,438 resulting in a loss of ¥3,535,448.

SY18-19:125 Acceptance of the Business Report

MSC to accept the business report for April 1, 2018 - March 31, 2019

SY18-19:126 Establish/Approve Ad Hoc Development Committee.

Motion to formalize the establishment of a joint board/administration ad hoc Development committee to work with the Head of School to organize a comprehensive fundraising program. The existence of the committee will be reviewed yearly in May.

MSC to approve

SY18-19:127 Head of School "temperature check."(B 2.1.5)

Anda Foxwell gave the Head of School report

MSC to accept the report with great thanks.

SY18-19:128 Staff Interaction: Damon Ealey, High School principal.

High School Principal Damon Ealey was invited to join the meeting to reflect on his experience at CAJ.

Head of School Anda Foxwell voiced her appreciation for Damon's contribution to the LT and the school.

Various board members voiced their appreciation for Damon's positive influence on the students. Various members prayed for Damon and his family as they transition back to Canada.

SY18-19:129 Head of School Professional Development Fund use proposal for SY 2019-20.

No specific proposal was made for SY 2019-2020.

SY18-19:130 Governance and Policy Review Committee recommendations (B 4.8.1)

Members resigning from the Board of Directors:

Mieke Sasaki (CRJM)

Motion to accept the resignation of Johanna Leenders' (Mieke Sasaki) from the Board of Directors effective June 30, 2019.

Unanimously accepted with thanks for faithfully serving at CAJ as a teacher and as a board member.

Nominees from Missions for Board of Directors:

Lawrence Spalink (CRJM) - completing Mieke Sasaki's term on BoD (2019-2020)

Motion to elect Lawrence Spalink (CRJM) to complete Johanna Leenders' (Mieke Sasaki) term on the Board of Directors from July 1, 2019 to June 30, 2020.

Unanimously approved.

SY18-19:131 Mission Statement Approval (First Reading)

Proposed Mission statement: CAJ equips students for servant leadership by providing guidance for their spiritual journeys, cultivating individual excellence, fostering healthy relationships and building a sense of local and global responsibility in a Christ-centered, nurturing, diverse and inspiring learning community.

Motion to approve the proposed Mission Statement.

Unanimously approved

SY18-19:132 Update numbering in board manual and on website

Motion to Update numbering in board manual and on website:

Recommend A 4.2 be redesignated Vision Statement

Recommend the addition of Mission Statement as A 4.3

Recommend the renumbering of Core Values as A 4.4

Teaching of Origin of the Universe, Life, and Man as A 4.5

Standards of Conduct as A 4.6

Unanimously approved

SY18-19:133 Amend 1.3 Culture (First Reading)

MSC to amend 1.3 Culture as follows

1.3 Culture: We will serve Japan and the world for Christ in a culture reflecting our core values: God is the author of all truth; God created humans in His image; God designed people for community.

SY18-19:134 Amend Core Values (First Reading)

Recommend amendment to Core Values

Current Reading: God created humans for community

MSC to Amend: God designed people for community (Acts 2:42-47)

SY18-19:135 Executive Session

An executive session was convened.

SY18-19:136 Report from Supervisor-Auditors on board activities

Sobi Abraham and Jennifer Rood reflected on the board's activities.

The board was encouraged to make sure to provide enough information to board members on all board related matters.

Motion to accept the verbal report with thanks.

Unanimously accepted

SY18-19:137 Board housekeeping

Gerald May reported on the following points:

- Finalized Board calendar proposal for SY 19-20 (Gerald May will email to all board members)
- Finalized Annual agenda proposal for SY 19-20 (Gerald May will email to all board members)
- Attendance for joint governance retreat - Monday Sept. 30 to Friday Oct. 4 2020
Joel Peterson, Gerald May will attend.
- Board Social Activities Coordinator- Jaine Loh graciously agreed to be the Board Social Activities Coordinator from July 1, 2019 to March 31, 2020
- Discuss board member CAJ email account and use of Google Docs for future board interaction. Training in the use of Google Docs will be provided at the September board meeting.
- Graduation attendance – June 7, 2019 (Stephen, Jaine, Joel, Karen, Sobi, and Gerald will attend)
- Board/staff dinner attendance: June 13, 2019
- Next BoD meeting:
 - Tuesday, September 17, 2019 (possible mini-retreat with LT)

Note: Future Board of Directors meetings will be held in the Annex meeting room.

SY18-19:138 Election of Board Officers for 2019 – 2020 (B 4.2.7)

Supervisor-Auditors Sobi Abraham and Jin Rood lead the elections using written ballots per policy.

- **Board Vice Chair election**- Pauline Carlson was unanimously elected Vice Chair from July 1, 2019 to March 31, 2020.
- **Vice Chair for Finance election** – Joel Peterson was unanimously elected Vice Chair for Finance from July 1, 2019 to March 31, 2020.
- **Board Secretary election** - Karen Stoesz was unanimously elected as Secretary from July 1, 2019 to March 31, 2020.

SY18-19:139 Review of the work of the board and Monthly review of board process – verbal (B 4.1.7)

Each board member was invited to reflect on their experience on the Board of Directors for SY18-19.

Comments were as follows:

Appreciate the candid discussions. Appreciate the diversity of the board. It's been fun. Learned a lot. Close knit group. Appreciate the questions. Appreciate the wisdom from each person. Supportive environment. Speaking with kindness and compassion. Appreciate the respect for each other.

A few suggestions were made:

Provide documents earlier rather than later.

Post documents for each meeting in one location for easy access.

Provide a platform for interaction with reports ahead of the board meeting.

Explore making meetings possible through SKYPE.

SY18-19:140 Closing prayer

Mieke Sasaki closed in prayer.

SY18-19:141 Adjournment and Signing and putting seals on minutes (B 4.2.9.5)

MSC to adjourn at 3:46 p.m. The board members signed the following sets of minutes:

March 19, 2019 Board of Directors Minutes

March 19, 2019 Board of Directors Executive Action 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