

Christian Academy in Japan
Board of Directors Minutes
Kurume Christ Church
1:00 p.m.
February 15, 2021

Attendance:

Gerald May (TEAM)
Joel Peterson (Member-at-Large)
Anda Foxwell (Head of School)
Daniel Sexton (OMS)
Jeremy Seminoff (Member-at-Large and Educator)
Pauline Carlson (ECC)
Karen Stoesz (SEND)
Jaine Chung (Jaine Loh) (JVENTURE)

Supervisor- Auditors

Akira Endo

Directors who submitted prior opinions (written ballot) on the agenda

Lawrence Spalink (CRJM)

Opening Prayer

Gerald May opened the meeting in prayer.

SY20-21:85 Call to order / Determination of Quorum (AoE Chap 3, 18.9)

The meeting was called to order at 1:00 p.m. A quorum was established according to policy.

SY20-21:86 Approval of signers for today's minutes (AoE Ch. 3, 20.2)

MSC to approve Gerald May, Anda Foxwell and Joel Peterson as signers for these minutes.

SY20-21:87 Approval of agenda (B 4.3.5.3)

MSC to approve the agenda as amended.

SY20-21:88 Approval of Fiscal 2021 Operating Budget

Moved to approve an operating budget of ¥785,728,000 revenues (net of scholarship and bad debt expenses of 70,450,000) with anticipated expenses of ¥694,938,860 from April 1, 2021 to March 31, 2022, producing a cash surplus of ¥90,789,140.

Unanimously approved

SY20-21:89 Approval of Fiscal 2021 Capital Budget

Moved to approve the capital budget of ¥430,541,110 from April 1, 2021 to March 31, 2022, including ¥40,000,000 usual operating capital expenditure, ¥233,457,110 building construction costs, ¥150,000,000 field/playground redevelopment costs, and ¥7,084,000 to continue required rectifications of existing buildings. New loan funding of ¥120,100,000 is also planned to complete the borrowing of ¥420,000,000 approved in 2020.

Unanimously approved

SY20-21:90 Approval of tuition and fee increases for School Year 2021-2022

Summary of recommendations and background information.

- Tuition fees increase from between ¥20,000-¥50,000 as per proposed schedule.
- The EAL Entrance fee of ¥100,000 for Middle and High School to be re-established and the annual EAL fee abolished for all grade levels.

Moved to approve the tuition and fee increases for the 2021-2022 school year as presented.

Approved

1 abstained

SY20-21:91 Approval of the compensation table

Move to approve the compensation table as presented.

Approved

1 abstained

SY20-21:92 Approval of Business Plan for Fiscal 2021

The Business Plan for the 2021 fiscal year (April 1, 2021 - March 31, 2022) was presented.

Moved to approve the business plan for Fiscal 2021 as presented.

Unanimously approved with thanks

SY20-21:93 Governance and Policy Review Committee Report

Karen Stoesz gave the Governance and Policy Review Committee report.

Board portal update:

Items referred to the Finance Committee for review:

- Pay policy – does this entry need updating? Should the numbers be removed, and the entry written more broadly?
- TAP – is this the way TAP is currently done?

Items referred to Anda Foxwell (Head of School)

- Pandemic policy - Is there a general pandemic policy aside from the influenza pandemic policy? Is there a link to the staff portal?
- School improvement process – would like input from Anda on this entry
- Is the information regarding SSS current? Is there a link on the staff portal?

Items referred to Gerald May (Board Chair)

- Philosophy of Education – policy shows the philosophy of education needs to be reviewed when there is a WASC review or mid-term review

SY20-21:94 Approval of Governance and Policy Review Committee Minutes

MSC to approve the February 4, 2021 Governance and Policy Review Committee Minutes.

SY20-21:95 Consent Agenda

MSC to approve the consent agenda

- January 19, 2021 Board of Directors Minutes
 - **Addition of B 4.6.1.1 (Second Reading)**
B 4.6.1.1 While physical presence at meetings is preferred, the board affirms that online attendance is legitimate attendance at board of directors and board of councilors meetings, as well as at committee meetings. When a call for a meeting is sent out, along with specifying the venue and agenda, it should be stated explicitly that attendance via video conferencing software or video conferencing app is also acceptable. Those who expect to attend a meeting via the internet in advance of the meeting should inform the board secretary in the case of board meetings, and the committee chair in the case of committee meetings.
 - **Amend B 3.3.3.3, Step 1, (d) (Second Reading)**
B 3.3.3.3, Step 1, (d) Review data from the **parent survey (B2.1.4.1)** (SY 10-11:19)
 - **Amend B 3.3.3.3, Step 1, (e) (Second Reading)**
B 3.3.3.3, Step 1, (e) Ask any additional questions relating to the job, communication/relationship with the board, personal goals, head of school's professional development, member care issues, **staff survey**, etc. (SY 09-10:82; SY 09-10:130; SY 11-12:83)
 - **Amend B 4.2.7.1 (Second Reading)**
B 4.2.7.1 As soon as possible on or after July 1, the board shall elect the following: (SY 10-11:19; SY 12-13:17)
- Amend B 4.2.7.2 (Second Reading)**
B 4.2.7.2 With the exception of the board chair who serves a two-year term, board officers and secretary serve a one-year term beginning July 1.
- **Amend B 3.1 (Second Reading)**
On behalf of the board, the head of school is responsible to advance the school's mission by implementing the school philosophy and board policies, thus promoting student learning and equipping students to **serve Japan and the world for Christ**.

SY20-21:96 Approve dates for Board of Directors meetings for SY2021-22

MSC to approve the following dates for Board of Directors meetings for SY 2021-2022

- Monday, September 13, 2021, 8:45 a.m. (Joint orientation and training with Councilors; p.m. meet with LT)
- Tuesday, October 19, 2021, 8:45 a.m.
- Tuesday, November 16, 2021, 8:45 a.m.
- Tuesday, January 18, 2022, 8:45 a.m.
- Monday, February 14, 2022, 1:00 p.m. following BoC meeting (budget-related agenda)
- Tuesday, March 15, 2022, 8:45 a.m. (policy review and vision casting)
- Tuesday, May 17, 2022, 8:45 a.m. (audit review and year review)

SY20-21:97 Other Matters

Date of next Board of Directors meeting.

Tuesday, March 16, 2021, 8:45am

Brainstorming- online meeting ideas...how do we manage better?

- Use 2 computers placed on either side of the room
- Enable screen share for presentations
- Appoint one person to manage the online attendees
- When making comments or asking questions, state name before speaking
- Wired connection to the computer used for online meeting

SY20-21:98 Review and Approval of the Minutes

Minutes were reviewed to confirm the actions of this meeting.

MSC to approve the minutes.

SY20-21:99 Closing Prayer

Jeremy Seminoff closed in prayer.

SY20-21:100 Adjournment

MSC to adjourn the meeting at 2:08 p.m.

SY20-21:101 Sign Previous meeting minutes (B 4.2.9.5)

The designated board members signed the following set of minutes:

January 19, 2021 Board of Directors Minutes

Respectfully submitted,

**Karen Stoesz
Board secretary**

Signatures

_____ (seal)
Gerald May- Board Chair

_____ (seal)
Anda Foxwell- Board Member

_____ (seal)
Joel Peterson- Board Member