

Christian Academy in Japan
Board of Councilors Meeting Minutes
Scheduled online video conference
September 13, 2021
8:45 a.m.

Current Board of Councilors Members: 19 (AE §25)

Councilors Present

1. Buchholtz, Grant
2. Carlson, Pauline
3. Chung, Jaine Yeong Yueh
4. Duhrkoop, Pamela
5. Matsumaru, Yoshiya (Joshua)
6. May, Gerald
7. May, James
8. Peterson, Joel
9. Potter, Nelle
10. Roberts, Mark
11. Roberts, Poppy
12. Sexton, Daniel
13. Shinagawa, Kenichi
14. Spalink, Lawrence
15. Stoesz, Karen
16. Tada, Hiroaki

Supervisor-Auditors

1. Endo, Akira
2. Iwagami, Takahito

Absent

1. Gho, Jeong
2. Selander, Aileen
3. Skipper, Heidi

Ex-Officio

1. Foxwell, Anda
2. Seminoff, Jeremy
3. Trim, Kathy

Quorum: 10 members needed for quorum.

Notation conventions in the minutes:

1. Act of Endowment is quoted as *AE §chapter.article (number)*.
2. All motions were moved and seconded.

Devotions

Joshua Matsumaru shared from Jeremiah 1:11, 12.

Opening Prayer

Time was spent in prayer for CAJ.

SY21-22:1 Call to Order and Establish Quorum

The meeting was called to order at 9:12 a.m. by Chair of the Board of Directors, Gerald May. Sixteen of the nineteen (16/19) Councilors were in attendance. A majority (ten) is necessary to establish a quorum in accordance with *AE* §21.8.

SY21-22:2 Election of Chair for this meeting

Motion to elect Gerald May to serve as chair for this meeting.

Approved

*It was noted that the Board of Councilors Operating Procedures needs to be reviewed and updated to make sure they are in compliance with the Act of Endowment. The Board of Directors was tasked with the review of the Board of Councilors Operating Procedures.

SY21-22:3 Election of Secretary for this meeting

Motion to elect Karen Stoesz to serve as secretary for this meeting.

Approved

SY21-22:4 Approval of the Agenda

Motion to approve the agenda as presented.

Approved

SY21-22:5 Approval of the Selection of the Signers of the Minutes

Motion to designate Grant Buchholtz and Nelle Potter, in addition to the elected meeting chair Gerald May, as signers for the minutes of the September 13, 2021 Board of Councilors meeting.

Approved

SY21-22:6 Resignation of Aileen Selander from Board of Councilors

Motion to accept the resignation of Aileen Selander as TEAM mission representative from the Board of Councilors effective September 13, 2021 (*AE* §27.2.2).

Approved with thanks for her many years of service.

SY21-22:7 Election of Kathy Trim to Board of Councilors

Motion to elect Kathy Trim as replacement for Aileen Selander as TEAM mission representative on the Board of Councilors effective September 13, 2021 and fulfilling the remainder of her term to June 30, 2022 (*AE* §25.1).

Approved

SY21-22:8 Head of School Report

Anda Foxwell reported as the Head of School focusing especially on the following issues.

- COVID Safety Protocols
- Student and Program update
- Staff update
- Update regarding the historical abuse investigation

Motion to accept the Head of School report including a report on the historical abuse investigation.
Accepted with thanks.

SY21-22:9 Update regarding historical abuse investigation

An update was given in the Head of School report.

SY21-22:10 Update from Head of School Search Committee

Gerald May gave an update from the Head of School Search Committee.

There have been six responses to the initial posting of the Head of School position. The committee is working on reaching out to the respondents for further information.

Motion to accept the Head of School Search Committee report.

Approved

SY21-22:11 Discussion regarding intent to serve on Councilors for next term, 2022-2024

All board members were asked to consider their service and communicate their intent to Karen Stoesz, chair of the Governance and Policy Review Committee, by September 30, 2021.

All board members were also asked to provide the Governance and Policy Review Committee with names of others who might be a good fit on both boards.

SY21-22:12 Governance Training (Overview of Material from board resource and data pages)

Gerald May gave an overview of board governance and process.

SY21-22:13 Review and approve the minutes of this meeting

Minutes were reviewed to confirm the actions of this meeting.

Motion to approve the minutes of today's meeting with the understanding that minor corrections may be approved at our next Board meeting.

Approved

SY21-22:14 Adjournment

Motion to adjourn at 12:11 p.m.

Approved

Respectfully submitted,

Karen Stoesz

Board of Councilors secretary

Signatures:

Elected Signer: Gerald May
Board of Councilors Chair (seal)

Elected Signer: Grant Buchholtz
Board of Councilors Member (seal)

Elected Signer: Nelle Potter
Board of Councilors Member (seal)