

Christian Academy in Japan
Board of Councilors Meeting Minutes
February 20, 2023
8:45 a.m.

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

Councilors Present

1. Buchholtz, Grant
2. Foxwell, Phil
3. Jansson, Matt (online)
4. Matsumaru, Josh
5. May, Jim
6. Neufeld, ,Tiffany
7. Peterson, Hydi
8. Roberts, Mark
9. Roberts, Poppy
10. Sakaguchi, Seita (online)
11. Sexton, Daniel
12. Skipper, Heidi
13. Smoker, Anne Marie
14. Swenson, Greg
15. Tada, Hiroaki
16. Trim, Kathy (online)

Councilors Who Submitted Prior Opinions on the Agenda

1. Greer, Jay
2. Umpig-Julian, Debbie
3. Sexton, Keiko

Supervisor-Auditors

1. Mark Bedow
2. Taizo Morimoto

Ex-Officio

1. David Mawhinney
2. Jeremy Seminoff
3. Bryan Lewis

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

Matt Jansson shared encouragement about the sovereignty and magnificence of God and our response to His glory with our integrity.

Opening Prayer

Time was spent in prayer for CAJ.

Mark Bedow entered the meeting. 8:58

Seita Sakaguchi (online) entered the meeting. 9:01.

SY22-23: 12 Call to Order and Establish Quorum

The meeting was called to order at 9:01 a.m. by Chair of the Board of Directors, Daniel Sexton. 16 of the nineteen (16/19) Councilors were in attendance. A majority (ten) is necessary to establish a quorum in accordance with AE §21.8.

SY22-23: 13 Recognition of Secretary for this meeting

Poppy Roberts was asked to take the minutes for this meeting.

SY22-23: 14 Election of Chair for this meeting

Motion to elect Mark Roberts to serve as chair for this meeting.

Approved.

SY22-23: 15 Approval of the Agenda

Motion to approve the agenda as presented.

Approved.

SY22-23: 16 Approval of the Selection of the Signers of the Minutes

Motion to designate Anne Marie Smoker and Heidi Skipper, in addition to the elected meeting chair Mark Roberts, as signers for the minutes of the February 20, 2023 Board of Councilors meeting.

Motion to approve the selection of the signers of the minutes.

Approved.

SY22-23: 17 Report from Finance and Audit Committee – Tiffany Neufeld, Vice-chair for Finance

Presentation by Business Manager Bryan Lewis (online)

Motion to accept Business Manager Report.

Accepted.

SY22-23: 18 Approval of Fiscal 2023 Operating Budget

Moved to approve an operating budget of ¥841,260,000 revenues (net of scholarship and bad debt expenses of 70,500,000) with anticipated expenses of ¥742,712,241 plus depreciation of approximately 90,000,000 from April 1, 2023, to March 31, 2024, producing a cash surplus of ¥98,547,759.

Approved.

SY22-23: 19 Approval of Fiscal 2023 Capital Budget

Moved to approve the capital budget of ¥162,360,000 from April 1, 2023, to March 31, 2024, including ¥42,000,000 usual operating capital expenditure, ¥49,410,000 loan repayments, ¥26,950,000 to complete final required rectifications of existing buildings, and a ¥44,000,000 allowance for Matsukawa Place acquisition and related room alterations.

Approved.

SY22-23: 20 Approval of tuition and fee increases for School Year 2023-24

Moved to approve the tuition and fee increases for the next school year as presented.

Approved.

SY22-23: 21 Approval of Staff Salary and Benefit changes

Moved to approve staff salary and benefit changes as presented, including retirement allowance introduction, base salary increase, and changes to the management unit table, child care allowance and overnight allowances.

Approved.

SY22-23: 22 Approval of Business Plan for Fiscal 2023

Moved to approve the business plan for Fiscal 2023 as presented.

Approved.

SY22-23: 23 Head of School Report – David Mawhinney

Head of school David Mawhinney gave a head of school report including the following items:

- CAJ student athletic, music, and robotics achievements
- Spiritual Life Emphasis Week
- Upcoming changes to COVID protocols
- Staff updates
- Campus facilities plans and progress
- Historic abuse update

Motion to accept the head of school report with thanks. .

Approved.

SY22-23: 24 Other Matters Deemed Necessary (as needed)

No matters were brought to our attention.

SY22-23: 25 Review and Approve today's Minutes

Minutes were reviewed to confirm the actions at 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.

SY22-23: 26 Closing Prayer by Jim May.

SY22-23: 27 Adjournment

Motion to adjourn at 11:19.

Approved.

Respectfully submitted,

Poppy Roberts
Board of Councilors secretary

Signatures:

____ (seal)
Elected Signer: Mark Roberts
Board of Councilors Chair

____ (seal)
Elected Signer: Anne Marie Smoker
Board of Councilors Member

____ (seal)
Elected Signer: Heidi Skipper
Board of Councilors Member

Name of Councilor: Devorah Umipig-Julian

Response Agenda for February 20, 2023 scheduled meeting

1. Opening Devotional and Prayer for CAJ – Matt Jansson
2. Call to Order and Establish Quorum (Chair, Board of Directors)
3. Acknowledge selection of Secretary – Poppy Roberts
4. Election of Chair for this Meeting
 - Mark Roberts In nomination
 - Other nominations

I approve YES

5. Approval of Agenda

I approve YES

6. Selection of Signers for Today's Minutes
 - Today's Chairperson – Mark Roberts
 - To be determined at meeting – Anne Marie Smoker
 - To be determined at meeting – Heidi Skipper

I approve YES

7. Report from Finance and Audit Committee – Tiffany Neufeld, Vice-chair for Finance Presentation by Business Manager Bryan Lewis

8. Approval of Fiscal 2023 Operating Budget

Moved to approve an operating budget of ¥841,260,000 revenues (net of scholarship and bad debt expenses of 70,500,000) with anticipated expenses of ¥742,712,241 plus depreciation of approximately 90,000,000 from April 1, 2023, to March 31, 2024, producing a cash surplus of ¥98,547,759.

I approve YES

9. Approval of Fiscal 2023 Capital Budget

Moved to approve the capital budget of ¥162,360,000 from April 1, 2023, to March 31, 2024, including ¥42,000,000 usual operating capital expenditure, ¥49,410,000 loan repayments, ¥26,950,000 to complete final required rectifications of existing buildings, and a ¥44,000,000 allowance for Matsukawa Place acquisition and related room alterations.

I approve YES

10. Approval of tuition and fee increases for School Year 2023-24

Moved to approve the tuition and fee increases for the next school year as presented.

I approve No

11. Approval of Staff Salary and Benefit changes

Moved to approve staff salary and benefit changes as presented, including retirement allowance introduction, base salary increase, and changes to the management unit table, child care allowance and overnight allowances.

I approve YES

12. Approval of Business Plan for Fiscal 2023

Moved to approve the business plan for Fiscal 2023 as presented.

I approve YES

13. Head of School Report – David Mawhinney

Moved to approve the Head of School Report with thanks

I approve YES

14. Other Matters Deemed Necessary (as needed)

15. Review and Approve today's Minutes

16. Closing Prayer

17. Adjournment

Name of Councilor: Jay Greer

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3. Acknowledge selection of Secretary – Poppy Roberts
4. Election of Chair for this Meeting

Mark Roberts In nomination
Other nominations

I approve YES

5. Approval of Agenda

I approve YES

6. Selection of Signers for Today's Minutes
Today's Chairperson – Mark Roberts
To be determined at meeting – Anne Marie Smoker
To be determined at meeting – Heidi Skipper

I approve YES

7. Report from Finance and Audit Committee – Tiffany Neufeld, Vice-chair for
Finance Presentation by Business Manager Bryan Lewis

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I approve YES

12. Approval of Business Plan for Fiscal 2023
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I approve YES

13. Head of School Report – David Mawhinney

Moved to approve the Head of School Report with thanks

I approve YES

14. Other Matters Deemed Necessary (as needed)
15. Review and Approve today's Minutes
16. Closing Prayer
17. Adjournment

Name of Councilor: Keiko Sexton

Response Agenda for February 20, 2023 scheduled meeting

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3. Acknowledge selection of Secretary – Poppy Roberts
4. Election of Chair for this Meeting
 - Mark Roberts In nomination
 - Other nominations

I approve YES

5. Approval of Agenda

I approve YES

6. Selection of Signers for Today's Minutes
 - Today's Chairperson – Mark Roberts
 - To be determined at meeting –Anne Marie Smoker
 - To be determined at meeting –Heidi Peterson

I approve YES

7. Report from Finance and Audit Committee – Tiffany Neufeld, Vice-chair for Finance Presentation by Business Manager Bryan Lewis

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I approve YES

13. Head of School Report – David Mawhinney

Moved to approve the Head of School Report with thanks

I approve YES

14. Other Matters Deemed Necessary (as needed)

15. Review and Approve today's Minutes

16. Closing Prayer

17. Adjournment