

Christian Academy in Japan
Board of Councilors Meeting Minutes
May 15, 2023
8:45 a.m.

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

Councilors Present

1. Buchholtz, Grant
2. Greer, Jay
3. Julian, Debbie
4. Matsumaru, Josh
5. May, Jim
6. Peterson, Hydi
7. Roberts, Mark
8. Roberts, Poppy
- 9.. Sakaguchi, Seita
10. Sexton, Daniel
11. Sexton, Keiko
12. Skipper, Heidi
13. Smoker, Anne Marie
14. Tada, Hiroaki
15. Trim, Kathy (online)

Guests Present

1. Bryan Lewis
2. Chua, Selwyn

Councilors Who Submitted Prior Opinions on the Agenda

1. Foxwell, Phil
2. Jansson, Matt
3. Neufeld, Tiffany
4. Swenson, Gregory

Supervisor-Auditors

1. Mark Bedow
2. Taizo Morimoto

Observers

1. David Mawhinney
2. Jeremy Seminoff

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

Daniel Sexton shared from the Psalms and then we spent time praying for CAJ.

Opening Prayer**SY22-23: 28 Call to Order and Establish Quorum**

The meeting was called to order at 9:05 by Chair of the Board of Directors, Daniel Sexton. of the nineteen (/19) Councilors were in attendance. A majority (ten) is necessary to establish a quorum in accordance with AE §21.8.

Heidi Skipper and Anne Marie Smoker entered the meeting at 9:13 am.

SY22-23: 29 Election of Chair for this meeting

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

Approved.

SY22-23: 30 Recognition of Secretary for this meeting

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

SY22-23: 31 Approval of the Agenda

Motion to approve the agenda as presented.

Approved.

SY22-23:32 Approval of the Selection of the Signers of the Minutes

Motion to designate Daniel Sexton and Poppy Roberts, in addition to the elected meeting chair Mark Roberts, as signers for the minutes of the May 15, 2023 Board of Councilors meeting.

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

Approved.

SY22-23: 33 Presentation of audit and budget matters

Bryan Lewis shared the business manager's report.

Motion to accept Business Manager Report.

Accepted.

SY22-23: 34 Acceptance of Audited Financial Statements 2022-2023

Taizo Morimoto shared the auditor's report.

Motion to accept the Audited Financial Statements and approve the results for the fiscal year April 1, 2022 – March 31, 2023 with revenue of ¥928,308,255 and expenses of ¥885,778,237 resulting in an accounting surplus, after depreciation of ¥87,146,849, of ¥ 42,530,018.

Approved.

SY22-23: 35 Approval of Supervisor Auditor's Report 2022-2023

Motion to accept the Supervisor Auditors' audit report for 2022-2023.

Approved.

SY22-23: 36 Approval of third-Party Audit for 2022-2023

Motion to approve the third-party audit for financial year April 1, 2022 to March 31, 2023 (Act of Endowment, Chapter 4 #23.1)

Approved.

SY22-23: 37 Approval of Business Report for 2022-2023

Motion to approve the Business Report for 2022-2023.

Approved.

SY22-23: 38 Head of School Report – David Mawhinney

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

- Music and Drama programs fully resumed
- New Business Manager
- WASC report
- Teaching for Transformation Observation and Report
- Summer construction projects

Motion to accept the head of school report with deep appreciation.

Approved.

SY22-23: 39 Other Matters Deemed Necessary (as needed)

Time spent in appreciation and prayer for Bryan Lewis' work as business manager.

SY22-23: 40 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: 41 Closing Prayer by Jeremy Seminoff.

SY22-23: 42 Adjournment

Motion to adjourn at 10:42.

Approved.

Respectfully submitted,

Poppy Roberts
Board of Councilors secretary

Signatures:

Elected Signer: Mark Roberts
Board of Councilors Chair

Elected Signer: Daniel Sexton
Board of Councilors Member

Elected Signer: Poppy Roberts
Board of Councilors Member

CAJ Board of Councilors Meeting, May 15, 2023 8:45 am Response Agenda

In accordance with Act of Endowment, Chapter 4 Board of Councilors and Councilors Article 21.9 "Councilors who have in advance submitted their opinions in writing on the Board of Councilors meeting agenda items shall be considered present." The Councilors named below submit the following written opinions for items within the approved agenda for this meeting. By such submission this Councilor is considered as part of the voting quorum.

Name of Councilor: Phil Foxwell
Response Agenda for May 15, 2023 scheduled meeting

1. Devotion and prayer
2. Call to Order and Determination of Quorum (BoD chair)
3. Election of Chair for this meeting
Mark Roberts in nomination.
I approve YES
4. Acknowledge Secretary for this meeting
Poppy Roberts has agreed to serve as secretary for this meeting.

5. Approval of Agenda

I approve YES

6. Election of signers of the minutes of this meeting

1. Elected chair for this meeting
2. Poppy Roberts in nomination
3. Daniel Sexton in nomination

I approve YES

7. Business Manager's presentation of audit and budget matters (Bryan Lewis)

8. Motion to accept the Audited Financial Statements and approve the results for the fiscal year April 1, 2022 – March 31, 2023 with revenue of ¥928,308,255 and expenses of ¥885,778,237 resulting in an accounting surplus, after depreciation of ¥87,146,849, of ¥ 42,530,018.

I approve YES

9. Motion to accept the Supervisor Auditors' audit report for 2022-2023.

I approve YES

10. Motion to approve the third-party audit for financial year April 1, 2022 to March 31, 2023 (Act of Endowment, Chapter 4 #23.1)

I approve YES

11. Motion to approve the Business Report for 2022-2023.

I approve YES

12. Motion to approve the Head of School Report for 2022-2023 School Year. (David Mawhinney)

I approve YES

13. Other matters deemed necessary for the Councilors to consider, if any.

14. Review and approve minutes of this meeting

I approve YES

15. Adjournment

I approve YES

Name of Councilor: Tiffany Neufeld

Response Agenda for May 15, 2023 scheduled meeting

1. Devotion and prayer

2. Call to Order and Determination of Quorum (BoD chair)

3. Election of Chair for this meeting

Mark Roberts in nomination.

I approve YES

4. Acknowledge Secretary for this meeting

Poppy Roberts has agreed to serve as secretary for this meeting.

5. Approval of Agenda

I approve YES

6. Election of signers of the minutes of this meeting

1. Elected chair for this meeting

2. Poppy Roberts in nomination

3. Daniel Sexton in nomination

I approve YES

7. Business Manager's presentation of audit and budget matters (Bryan Lewis)

8. Motion to accept the Audited Financial Statements and approve the results for the fiscal year April 1, 2022 – March 31, 2023 with revenue of ¥928,308,255 and expenses of ¥885,778,237 resulting in an accounting surplus, after depreciation of ¥87,146,849, of ¥ 42,530,018.

I approve YES

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I approve YES

10. Motion to approve the third-party audit for financial year April 1, 2022 to March 31, 2023 (Act of Endowment, Chapter 4 #23.1)

I approve YES

11. Motion to approve the Business Report for 2022-2023.

I approve YES

12. Motion to approve the Head of School Report for 2022-2023

School Year. (David Mawhinney)

I approve YES

13. Other matters deemed necessary for the Councilors to consider, if any.

14. Review and approve minutes of this meeting

I approve YES

15. Adjournment

I approve YES

Name of Councilor: Greg Swenson

Response Agenda for May 15, 2023 scheduled meeting

1. Devotion and prayer

2. Call to Order and Determination of Quorum (BoD chair)

3. Election of Chair for this meeting Mark Roberts in nomination.

I approve YES

4. Acknowledge Secretary for this meeting

Poppy Roberts has agreed to serve as secretary for this meeting.

5. Approval of Agenda

I approve YES

6. Election of signers of the minutes of this meeting

1. Elected chair for this meeting

2. Poppy Roberts in nomination

3. Daniel Sexton in nomination

I approve YES

7. Business Manager's presentation of audit and budget matters (Bryan Lewis)

8. Motion to accept the Audited Financial Statements and approve the results for the fiscal year April 1, 2022 – March 31, 2023 with revenue of ¥928,308,255 and expenses of ¥885,778,237 resulting in an accounting surplus, after depreciation of ¥87,146,849, of ¥ 42,530,018.

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9. Motion to accept the Supervisor Auditors' audit report for 2022-2023.

I approve YES

10. Motion to approve the third-party audit for financial year April 1, 2022 to March 31, 2023 (Act of Endowment, Chapter 4 #23.1)

I approve YES

11. Motion to approve the Business Report for 2022-2023.

I approve YES

12. Motion to approve the Head of School Report for 2022-2023 School Year. (David Mawhinney)

I approve YES

13. Other matters deemed necessary for the Councilors to consider, if any.

14. Review and approve minutes of this meeting

I approve YES

15. Adjournment

I approve YES

Name of Councilor: Matthew Jansson

Response Agenda for May 15, 2023 scheduled meeting

1. Devotion and prayer

2. Call to Order and Determination of Quorum (BoD chair)

3. Election of Chair for this meeting Mark Roberts in nomination.

I approve YES

4. Acknowledge Secretary for this meeting

Poppy Roberts has agreed to serve as secretary for this meeting.

5. Approval of Agenda

I approve YES

6. Election of signers of the minutes of this meeting

1. Elected chair for this meeting

2. Poppy Roberts in nomination

3. Daniel Sexton in nomination

I approve YES

7. Business Manager's presentation of audit and budget matters (Bryan Lewis)

8. Motion to accept the Audited Financial Statements and approve the results for the fiscal year April 1, 2022 – March 31, 2023 with revenue of ¥928,308,255 and expenses of ¥885,778,237 resulting in an accounting surplus, after depreciation of ¥87,146,849, of ¥ 42,530,018.

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I approve YES

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I approve YES

11. Motion to approve the Business Report for 2022-2023.

I approve YES

12. Motion to approve the Head of School Report for 2022-2023 School Year. (David Mawhinney)

I approve YES

13. Other matters deemed necessary for the Councilors to consider, if any.

14. Review and approve minutes of this meeting

I approve YES

15. Adjournment

I approve YES