

**Christian Academy in Japan  
Board of Directors Minutes  
Scheduled Online Meeting  
February 14, 2022  
1-4 p.m.**

**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)  
Lawrence Spalink (CRJM)

**Supervisor- Auditors**

Akira Endo  
Takahito Iwagami- joined the meeting at 3:13 p.m.

**SY21-22:82 Call to order / Determination of Quorum (AoE Chap 3, 18.8)**

The meeting was called to order at 1:06 p.m... A quorum was established with all members present.

**SY21-22:83 Approval of signers for today's minutes**

Motion to designate Karen Stoesz and Jeremy Seminoff, in addition to the board chair Gerald May, as signers for the minutes of the February 14, 2022 Board of Directors meeting.

Approved

**SY21-22:84 Approval of agenda (B 4.3.5.3)**

Motion to approve the agenda as presented.

Approved

**SY21-22:85 Review and approve Finance and Audit Committee minutes of February 8, 2022**

Motion to accept the February 8, 2022 Finance and Audit Committee minutes.

Approved

**SY21-22:86 Approval of Fiscal 2022 Operating Budget**

Moved to approve an operating budget of ¥794,228,000 revenues (net of scholarship and bad debt expenses of 69,450,000) with anticipated expenses of ¥707,127,110 plus depreciation of approximately ¥90,000,000 from April 1, 2022, to March 31, 2023, producing a cash surplus of ¥87,100,890.

Approved

**SY21-22:87 Approval of Fiscal 2022 Capital Budget**

Moved to approve the capital budget of ¥153,635,000 from April 1, 2022, to March 31, 2023, including ¥40,000,000 usual operating capital expenditure, ¥35,282,000 loan repayments and ¥78,353,000 to complete final required rectifications of existing buildings.

Approved

**SY21-22:88 Approval of tuition and fee increases for School Year 2022-23**

Moved to set tuition for the 2022-2023 school year with increases ranging from ¥5,000-¥15,000 as presented.

Approved

**SY21-22:89 Approval of the Management unit table**

Moved to approve the management unit table as presented with monthly increases ranging from ¥2,500 to ¥15,000.

Approved

**SY21-22:90 Approval of Business Plan for Fiscal 2022**

Moved to approve the business plan for Fiscal 2022 as presented.

Approved

**SY21-22:91 Review and approve Governance and Policy Review Committee minutes and recommendations of February 10, 2022**

Motion to approve the February 10, 2022 Governance and Policy Review Committee minutes.

Approved

**Proposed next step regarding the non-Christian % cap policy discussion:**

Consult with Michael Essenburg to conduct a spiritual survey (spiritual temperature check) working with David Marshall and possibly other staff.

To be done this school year

Results to be shared with the Governance and Policy Review committee and with the board for planning next steps

Motion to consult with Michael Essenburg to conduct a spiritual survey (spiritual temperature check) this school year.

Approved

**Policy amendment recommendation**

Current policy: 2.4.6 Announce by January the starting and ending dates for the next three school years, and all holidays in the school calendar for the upcoming school year. The calendar must include no less than 175 teaching days. (SY 05-06:69)

**Motion to amend B 2.4.6 (first reading)**

Announce to the **CAJ community by the end of January** the starting and ending dates for the next **two** school years, and all holidays in the school calendar for the upcoming school year. The calendar must include no less than 175 teaching days. (SY 05-06:69)

Approved

**SY21-22:92 Election of Member-at-Large Educator for the Board of Directors (AoE 6:3; 25:2)**

Motion to elect Jeremy Seminoff to serve as Member-at-Large (Educator) on the Board of Directors for a two-year term starting July 1, 2022 and ending June 30, 2024.

Approved

**SY21-22:93 Report from Board of Directors Executive Committee re. HoS Exit Interview**

By general consensus the following process for the HoS Exit Interview was approved.

- Joel Peterson will take the lead in scheduling and conducting the exit interview with Anda Foxwell. The board will be informed of the date and time of the interview.
- The following questions will be provided to Anda prior to the exit interview:
  - What do you feel you have accomplished in your time as head of school?
  - What do you feel you have left undone as head of school?
  - What could the board have done better to support you?
  - What are two or three job activities/ requirements that you feel added little value and took too much time?
  - What is a serious concern you see for CAJ coming in the next 5~10 years?
- In order to allow Anda to speak most candidly, Gerald May voluntarily excused himself from attendance at the interview. Joel Peterson, Jeremy Seminoff, and Karen Stoesz will be present at the interview. A report will be made to the board after the interview is completed.

Motion to approve the February 7, 2022 Executive Committee minutes.

Approved

**SY21-22:94 Executive Session**

An executive session was convened.

**SY21-22:95 Review proposed draft of Statement on Sexuality**

The draft Statement on Sexuality (Guidelines for Addressing Sexuality and Gender) was reviewed.

The board will discuss if a position statement needs to come from the board regarding human sexuality at the March meeting.

Larry Spalink left the meeting at 3:48 p.m.

### **SY21-22:96 Consent Agenda**

January 18, 2022 Board of Directors minutes

January 18, 2022 Board of Directors Executive Action minutes

February 9, 2022 Board of Directors Response Agenda minutes

January 13, 2022 Governance and Policy Review Committee minutes

Motion to accept the consent agenda.

Approved

### **SY21-22:97 Board Housekeeping**

Motion to approve dates for Board of Directors and Board of Councilors meetings for SY 2022-23.

Approved

- Monday, September 12, 2022, 8:45 a.m. Joint orientation and training with Councilors; p.m. meet with LT
- Tuesday, October 18, 2022, 8:45 a.m. BoD
- Tuesday, November 15, 2022, 8:45 a.m. BoD
- Tuesday, January 17, 2023, 8:45 a.m. BoD
- Monday, February 20, 2023 8:45 a.m. BoC (budget-related)
- Monday, February 20, 2023, 1:00 p.m. BoD meeting following BoC meeting (budget-related)
- Tuesday, March 14, 2023, 8:45 a.m. BoD(policy review and vision casting)
- Monday, May 15, 2023 8:45 .m. BoC (audit review)
- Tuesday, May 16, 2023, 8:45 a.m. BoD (audit review and year review)

Anda Foxwell left the meeting at 4:01 p.m.

### **SY21-22:98 Other Matters**

Brainstorming – online meeting ideas...can we manage better?

No ideas were suggested.

It's been good to have the shared drives with all meeting documents posted for board member information.

Date of next Board of Directors meeting: Tuesday, March 15, 2022.

Training and Strategy Discussions -

- Gerald will invite David Mawhinney for part of the morning session.

Gerald will try to set up an unofficial meeting with the incoming SY 2022-2024 BoD members in April for training and orientation. First choice: April 5, 2022- Second choice: April 26, 2022

### **SY21-22:99 Review and Approval of the Minutes**

The minutes were reviewed.  
Motion to approve the minutes.

Approved

**SY21-22:100 Closing Prayer**

Joel Peterson closed the meeting in prayer.

**SY21-22:101 Adjournment**

Motion to adjourn the meeting at 4:34 p.m.

Approved

Respectfully submitted,

Karen Stoesz  
Board secretary

Signatures

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Gerald May- Board Chair

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Jeremy Seminoff- Board Member

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Karen Stoesz- Board Member