

**Christian Academy in Japan
Board of Directors Minutes
Scheduled Online Meeting
January 18, 2022
8:45 a.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- left the meeting at 11:55 a.m.

SY21-22:53 Devotions

Daniel Sexton shared devotions from Luke 22:14-23.

SY21-22:54 Time of prayer for CAJ (B4.6.7)

Time was spent in prayer.

SY21-22:56 Call to order / Determination of Quorum (AoE Chap 3, 18.8)

The meeting was called to order at 9:20 a.m.. A quorum was established with all members present.

SY21-22:57 Approval of signers for today's minutes

Motion to designate Karen Stoesz and Jaine Chung, in addition to the board chair Gerald May, as signers for the minutes of the January 18, 2022 Board of Directors meeting.

Approved

SY21-22:58 Approval of agenda (B 4.3.5.3)

Motion to approve the agenda as presented.

Approved

SY21-22:59 Finance and Audit Committee Report (B 4.7.6.3.2)

Business Manager Bryan Lewis and Vice Chair of Finance Joel Peterson gave the Finance and Audit Committee report focusing on the following points:

Current Year Update:

- Pension requirements needed to be adjusted

- Thankful to project that the end the year will be just slightly under budgeted income and well in the black given the various impacts of COVID

Next Year: Budget considerations

- Tuition
- Salaries
- Enrollment forecast
- Capital expenditures

Resourcing Christian Education International (RCE)

- Direct hire staff are encouraged to take advantage of the resources available through RCE.

The board members received all budget related documents for review. Note, all recommendations will be voted on at the February 14, 2022 Board of Councilors and Board of Directors meetings.

Akira Endo prayed for Bryan Lewis.

Motion to approve the Finance and Audit Committee minutes of January 11, 2022.

Approved

SY21-22:60 Governance and Policy Review Committee Report and Recommendations (B 4.7.6.3.2)

Motion to approve an exception to policy B 3.3.3 regarding an evaluation of the head of school. In light of Anda stepping down as head of school at the end of the 2021-2022 school year, the board will conduct an exit interview with her.

Approved

The Executive Committee was asked to come up with the structure and timing of an exit interview to be reported to the Board.

The G&PR Committee recommended the following list of candidates for membership on the Board of Directors and the Board of Councilors for the 2022-2024 school years:

Board of Councilors

- OMS: Daniel Sexton and Keiko Sexton
- SEND: Tiffany Neufeld and James (Jim) May
- TEAM: Matt Jansson and Kathy Trim
- CRJM: Anne Marie Smoker and Jay Greer
- JVENTURE: Heidi Skipper and Greg Swenson
- ECC: Hydi Peterson and Grant Buchholtz

- Member-at-large Educator: Poppy Roberts
- Member-at-large Staff: Hiroaki Tada
- Member-at-large Alumni: ??
- Member-at-large: Mark Roberts

Member-at-large: Yoshiya (Joshua) Matsumaru

Member-at-large: Devora Umipig-Julian

Member-at-large: Seita Sakaguchi

Head of School (ex-officio): David Mawhinney

Board of Directors

OMS: Daniel Sexton

SEND: Tiffany Neufeld

TEAM: Matt Jansson

CRJM: Anne Marie Smoker

JVENTURE: Greg Swenson

ECC: Grant Buchholtz

Member-at-large Educator: Jeremy Seminoff

Member-at-large: Seita Sakaguchi

Supervisor Auditor: ??

Supervisor Auditor: Mark Bedow

Head of School (automatic member): David Mawhinney

As there are two open positions still to be filled, the nominee list could not be approved at this meeting. A full list of recommended nominees will be presented at the February 14, 2022 meeting.

Motion to receive the Governance and Policy Review Committee minutes of January 13, 2022.

Approved

SY21-22:61 School dynamics and classroom quotas

Follow up on January 13 discussion with Michael Essenburg

Feedback from board members:

- Very good to have different perspectives presented
- Percentage of christian/non-christian is important but are there ways to incorporate a bit more flexibility in how to assess admissions?
- It was helpful to have information about how other schools handle admissions
- It was helpful to have ACSI perspective
- Next steps, as suggested by Michael, would be good to walk through- the administration could also consider some safeguards on their side
 - How good is our data? Check accuracy of our numbers, how would we evaluate the impact of non-christian % in each classroom- Maintain membership with ACSI is a limitation- particularly have one staff who knows where each student is at spiritually (incorporate this ACSI expectation into our own policies?)
 - Develop a document that says how we define christian education

- List the safeguards in place and review it
- Develop a list of concerns
- Gather the thinking of staff members (staff survey?)
- Michael Essenburg indicated a willingness to help us with a spiritual audit
- How do we preserve and hold the vision of who we are and want to be?
- Where are we today? We need to find out where we are today so we can continue to evaluate in future years.
- Families re-enrolling admission requirement changes?

By general consent, the G&PR committee was asked to come up with concise steps to move forward in determining our next steps in the % cap policy discussion, particularly considering options for a spiritual audit.

Motion to communicate the board's appreciation to Michael Essenburg in a practical manner up to 10,000 yen. Anda and her assistant will make the best decision on what to send and report to the board.

Approved

SY21-22:62 Head of School monitoring report: B 2.4; End – B 1.2 (program) (B2.1.1., 2.5.1, 3.5.2.1)

Anda Foxwell gave the monitoring report.

Policy review from monitoring report:

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)

Note: Is it possible to announce the start and end dates for the next 2 years rather than 3 years? It is difficult to predict with accuracy that far ahead.

By general consent, the G&PR committee was asked to review 2.4.6 to possibly amend to 2 school years and clarify to whom the HoS needs to announce the dates.

Motion to accept the monitoring report.

Approved

SY21-22:63 Head of School Report – School “Temperature Check”

Anda Foxwell gave the head of school report focusing on the following:

- COVID Protocol Update
- Program and student update
- Staff update
- Development updates
- Investigation Update

Motion to accept the Head of school report with thanks

Approved

SY21-22:64 Executive Session

An executive session was convened.

SY21-22:65 Head of School acceptance of contract

David Mahwinney accepted the offer of employment to become Head of School in an email dated December 22, 2021. A copy of that email will be filed with these minutes.

SY21-22:66 Introduction of newly hired HoS David Mahwinney to the CAJ community

Anda and Gerald are working together to make an announcement to the CAJ community.

SY21-22:67 Building Committee report

Joel Peterson gave the building committee report focusing on the following:

- Field is in
- New building is up
- Playground equipment in by the end of the month or early in February
- Building committee will meet to put together steps for continuing the next stage of campus upgrades given the age of the current buildings, important to capture the thinking and planning done so far as some members of the committee will be changing and to ensure planning and momentum is continued till we complete any upgrades needed to our facilities to support the school for the near and medium term
- A further report will be made in March or May

SY21-22:68 Other items

- HoS leave / Sabbatical policy concept.
 - Consider a more detailed policy regarding leave (or even sabbatical?) for our HoS. There is nothing in board or administrative policy that makes provision for the HoS to take the “extra” time off that we had encouraged Anda to take.

By general consent, the G&PR committee was asked to put some shape into considering making leave/sabbatical policy for the HoS.

SY21-22:69 Board housekeeping (as needed)

The board members were reminded of the following dates:

- January 28, 2022 Online Alumni presentation
- Fall 2022 Governance Retreat, Chiang Mai, Thailand. Tentatively planned for the end of September. Tabled for further discussion at the next meeting

SY21-22:70 Approval of Consent Agenda (B 4.3.3)

- June 11, 2021 BoD Remote Meeting Minutes
- November 16, 2021 BoD minutes
- November 16, 2021 EA minutes
- November 29, 2021 Extraordinary BoD EA Minutes
- December 10, 2021 EA Remote Meeting Minutes

- Second Reading: B2.9.5: Fail to have board-approved guidelines for support raising.
- Board Ends review: B 1.2 (program)
- Board policy review: B 3.1

Motion to approve the consent agenda as presented

Approved

SY21-22:71 Monthly review of board process: verbal (B 4.1.7)

The board process was reviewed.

SY21-22:72 Closing prayer

Larry Spalink closed the meeting in prayer.

SY21-22:73 Adjournment

Motion to adjourn at 4:09 p.m.

Approved

Respectfully submitted,

Karen Stoesz

Board secretary

Signatures

Gerald May- Board Chair

Jaine Chung- Board Member

Karen Stoesz- Board Member