

**Christian Academy in Japan**  
**Board of Councilors Meeting Minutes**  
**Scheduled online video conference**  
**February 14, 2022**  
**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
17. Trim, Kathy

**Councilors Who Submitted Prior Opinions on the Agenda**

1. Skipper, Heidi
2. Gho, Jeong

**Supervisor-Auditors**

1. Endo, Akira
2. Iwagami, Takahito- Absent

**Ex-Officio**

1. Foxwell, Anda
2. Seminoff, Jeremy

**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**

Pauline Carlson shared from the book of Isaiah about resting in the command and promise not to be

afraid, but trust God who is in control of all things.

### **Opening Prayer**

Time was spent in prayer for CAJ.

### **SY21-22:15 Call to Order and Establish Quorum**

The meeting was called to order at 9:09 a.m. by Chair of the Board of Directors, Gerald May. Nineteen of the nineteen (19/19) Councilors were in attendance. A majority (ten) is necessary to establish a quorum in accordance with *AE* §21.8.

### **SY21-22:16 Recognition of Secretary for this meeting**

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

### **SY21-22:17 Election of Chair for this meeting**

Motion to elect Daniel Sexton to serve as chair for this meeting.

Approved.

### **SY21-22:18 Approval of the Agenda**

Motion to approve the agenda as presented.

Approved.

### **SY21-22:19 Approval of the Selection of the Signers of the Minutes**

Motion to designate Lawrence Spalink and Karen Stoesz, in addition to the elected meeting chair Daniel Sexton, as signers for the minutes of the February 14, 2022 Board of Councilors meeting.

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

Approved.

### **SY21-22:20 Report from Finance and Audit Committee**

Joel Peterson, Vice-Chair for Finance and Business Manager Bryan Lewis gave the finance and audit committee report.

### **SY21-22:21 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.

### **SY21-22:22 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.

**SY21-22:23 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.

**SY21-22:24 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.

**SY21-22:25 Approval of Business Plan for Fiscal 2022**

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

Approved.

**SY21-22:26 Approval of New Head of School**

Moved to approve the hiring of Mr. David Mawhinney as Head of School for an initial two-year contract from August 1, 2022, through July 31, 2024.

Approved.

**SY21-22:27 Elections for the Board of Councilors (AE §3.6, 4.25)**

Motion to elect the following mission-nominated representatives for membership on the Board of Councilors for a two-year term starting July 1, 2022 - June 30, 2024:

OMS: Daniel Sexton  
OMS: Keiko Sexton  
SEND: James May  
SEND: Tiffany Neufeld  
TEAM: Kathy Trim  
TEAM: Matthew Jansson  
CRJM: Jay Greer  
CRJM: Anne Marie Smoker  
JVENTURE: Heidi Skipper  
JVENTURE: Gregory Swenson  
ECC: Hydi Peterson  
ECC: Grant Buchholtz

Approved.

**SY21-22:28 Election of Members-at-Large for the Board of Councilors**

Motion to elect the following for membership on the Board of Councilors for a two-year term starting July 1, 2022-June 30, 2024:

Member-at-large: Mark Roberts  
Member-at-large: Yoshiya (Joshua) Matsumaru  
Member-at-large: Devora Umipig-Julian  
Member-at-large: Seita Sakaguchi

Approved. Two members abstained.

**SY21-22:29 Election of Member-at-Large Staff Representative for the Board of Councilors (AE §25.2)**

Motion to elect Hiroaki Tada to serve as Member-at-Large (Staff representative) on the Board of Councilors for a two-year term starting July 1, 2022 and ending June 30, 2024.

Approved.

**SY21-22:30 Approval of Member-at-Large Alumni Representative for the Board of Councilors (AE §25.3, 25.4)**

Motion to approve the Board of Directors election of Philip Foxwell to serve as Member-at-Large (Alumni representative) on the Board of Councilors for a two-year term starting July 1, 2022 and ending June 30, 2024.

Approved. One member abstained.

**SY21-22:31 Approval of Member-at-Large Educator for Board of Councilors (AE §25.3, 25.4)**

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

Approved. Two members abstained.

**SY21-22:32 Election of Board of Directors**

Motion to elect the following list of nominees from the six sponsoring missions to the Board of Directors for membership on the Board of Directors for a two-year term starting July 1, 2022 - June 30, 2024:

OMS: Daniel Sexton  
SEND: Tiffany Neufeld  
TEAM: Matthew Jansson  
CRJM: Anne Marie Smoker  
JVENTURE: Gregory Swenson  
ECC: Grant Buchholtz

Approved.

**SY21-22:33 Election of Member-at-Large for the Board of Directors**

Motion to elect Seita Sakaguchi as Member-at-Large for the Board of Directors for a two-year term starting July 1, 2022 - June 30, 2024.

Approved.

**SY21-22:34 Approval of Supervisor-Auditors for the Board of Directors (AE §7)**

Motion to approve the Board of Directors election of Mark Bedow as Supervisor-Auditor for the Board of Directors for a two-year term starting July 1, 2022, and ending June 30, 2024.

Approved.

Motion to approve the Board of Directors election of Taizo Morimoto as Supervisor-Auditor for the Board of Directors for a two-year term starting July 1, 2022, and ending June 30, 2024.

Approved.

**SY21-22:35 Head of School Report – Anda Foxwell**

Head of school Anda Foxwell gave a head of school report including the following items:

- Covid updates
- Program and Student updates
- Staff updates
- Development updates

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

Approved.

**SY21-22:36 Investigation update discussion**

Board members were directed to the CAJ Public Web site under “Alumni/CAJ News” for Investigation Report and all related items. Anda Foxwell gave a historical abuse investigation update.

**SY21-22:37 Chair of the Board of Directors Report – Gerald May**

Gerald May gave the Chair of the Board of Directors report.

Grant Buchholtz left the meeting. (11:04)

Nelle Potter left the meeting (11:16)

Motion to accept Chair of the Board Report with thanks.

Approved.

**SY21-22:38 Other Matters Deemed Necessary (as needed)**

Karen Stoesz, Chair of the Governance and Policy Review Committee gave a report on the Board of Councilors operating process update and Board of Councilors chair’s election and role.

**SY21-22:39 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.

**SY21-22:40 Closing Prayer by Akira Endo.**

**SY21-22:41 Adjournment**

Motion to adjourn at 11:46 a.m.

Approved.

Respectfully submitted,

Poppy Roberts  
Board of Councilors secretary

**Signatures:**

\_\_\_\_\_  
Elected Signer: Daniel Sexton  
Board of Councilors Chair

\_\_\_\_\_  
Elected Signer: Lawrence Spalink  
Board of Councilors Member

\_\_\_\_\_  
Elected Signer: Karen Stoesz  
Board of Councilors Member

## CAJ Board of Councilors Written Response Agenda, February 14, 2022

### Response Agenda

*In accordance with Act of Endowment Chapter 3, Article 18.10 the board officer named below submits the following written opinions for items within the approved agenda for this meeting. By such submission this officer is considered present as part of the voting quorum.*

**Name of Councilor:** Heidi Skipper

### CAJ Board of Councilors

#### Response Agenda for February 14, 2022 scheduled online meeting

##### Opening Devotional and Prayer for CAJ - Pauline Carlson

1. **Call to Order and Establish Quorum** (Chair, Board of Directors)
2. **Acknowledge selection of Secretary** - Poppy Roberts with Karen Stoesz
3. **Election of Chair for this Meeting**

Daniel Sexton in nomination

Other nominations

**I approve YES**

##### 5. **Approval of the Agenda**

**I approve YES**

##### 6. **Selection of the Signers of today's Minutes**

- Today's Chairperson
- To be determined at meeting
- To be determined at meeting

**I approve YES**

##### 7. **Report from Finance and Audit Committee** – Joel Peterson, Vice-Chair for Finance

Presentation by Business Manager Bryan Lewis

##### 8. **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.

**I approve YES**

##### 9. **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.

**I approve YES**

##### 10. **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

**I approve YES**

**11. 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.

**I approve YES**

**12. Approval of Business Plan for Fiscal 2022**

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

**I approve YES**

**13. Approval of New Head of School**

Moved to approve the hiring of Mr. David Mawhinney as Head of School for an initial two-year contract from August 1, 2022, through July 21, 2024.

**I approve YES**

**14. Elections for the Board of Councilors (AE §3.6, 4.25)**

Motion to elect the following mission-nominated representatives for membership on the Board of Councilors for a two-year term starting July 1, 2022 - June 30, 2024:

OMS: Daniel Sexton

OMS: Keiko Sexton

SEND: James (Jim) May

SEND: Tiffany Neufeld

TEAM: Kathy Trim

TEAM: Matthew Jansson

CRJM: Jay Greer

CRJM: Anne Marie Smoker

JVENTURE: Heidi Skipper

JVENTURE: Greg Swenson

ECC: Hydi Peterson

ECC: Grant Buchholtz

**I approve YES**

**15. Election of Members-at-Large for the Board of Councilors**

Motion to elect the following for membership on the Board of Councilors for a two-year term starting July 1, 2022-June, 30, 2024:

Member-at-large: Mark Roberts

Member-at-large: Yoshiya (Joshua) Matsumaru

Member-at-large: Devora Umipig-Julian

Member-at-large: Seita Sakaguchi

**I approve YES**

**16. Election of Member-at-Large Staff Representative for the Board of Councilors (AE §25.2)**

Motion to elect Hiroaki Tada to serve as Member-at-Large (Staff representative) on the Board of Councilors for a two-year term starting July 1, 2022 and ending June 30, 2024.

**I approve YES**

**17. Approval of Member-at-Large Alumni Representative for the Board of Councilors (AE §25.3, 25.4)**

Motion to approve the Board of Directors election of Philip Foxwell to serve as Member-at-Large (Alumni representative) on the Board of Councilors for a two-year term starting July 1, 2022 and ending June 30, 2024.

**I approve YES**

**18. Approval of Member-at-Large Educator for Board of Councilors (AE §25.3, 25.4)**



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

**I approve YES**

**19. Election of Board of Directors**

Motion to elect the following list of nominees from the six sponsoring missions to the Board of Directors for membership on the Board of Directors for a two-year term starting July 1, 2022 - June 30, 2024:

OMS: Daniel Sexton

SEND: Tiffany Neufeld

TEAM: Matt Jansson

CRJM: Anne Marie Smoker

JVENTURE: Greg Swenson

ECC: Grant Buchholtz

**I approve YES**

**20. Election of Member-at-Large for the Board of Directors**

Motion to elect Seita Sakaguchi as Member-at-Large for the Board of Directors for a two-year term starting July 1, 2022 - June 30, 2024.

**I approve YES**

**21. Approval of Supervisor-Auditors for the Board of Directors (AE §7)**

Motion to approve the Board of Directors election of Mark Bedow as Supervisor-Auditor for the Board of Directors for a two-year term starting July 1, 2022, and ending June 30, 2024.

**I approve YES**

Motion to approve the Board of Directors election of Taizo Morimoto as Supervisor-Auditor for the Board of Directors for a two-year term starting July 1, 2022, and ending June 30, 2024.

**I approve YES**

**22. Head of School Report – Anda Foxwell**

Motion to accept the Head of School Report with thanks

**I approve YES**

**23. Investigation update discussion**

Please see CAJ Public Web site under “Alumni/CAJ News” for Investigation Report and all related items.

**24. Chair of the Board of Directors Report – Gerald May**

Motion to accept the Chair of the Board of Directors Report

**I approve YES**

**25. Other Matters Deemed Necessary (as needed)**

a. Board of Councilors process update and discussion – Chair’s election and role (Karen Stoesz)

26. Review and Approve today’s Minutes

27. Closing Prayer

28. Adjournment

#### CAJ Board of Councilors Written Response Agenda, February 14, 2022

##### Response Agenda

*In accordance with Act of Endowment Chapter 3, Article 18.10 the board officer named below submits the following written opinions for items within the approved agenda for this meeting. By such submission this officer is considered present as part of the voting quorum.*

Name of Councilor: (insert your name here)

Jeong Gho

#### CAJ Board of Councilors

##### Response Agenda for February 14, 2022 scheduled online meeting

##### Opening Devotional and Prayer for CAJ - Pauline Carlson

1. Call to Order and Establish Quorum (Chair, Board of Directors)
2. Acknowledge selection of Secretary - Poppy Roberts with Karen Stoesz
3. Election of Chair for this Meeting

Daniel Sexton in nomination

Other nominations

I approve YES

##### 5. Approval of the Agenda

I approve YES

##### 6. Selection of the Signers of today’s Minutes

- Today’s Chairperson
- To be determined at meeting
- To be determined at meeting

I approve YES

##### 7. Report from Finance and Audit Committee – Joel Peterson, Vice-Chair for Finance

**Presentation by Business Manager Bryan Lewis**

**8. 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.

I approve YES

**9. 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.

I approve YES

**10. 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

I approve YES

**11. 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.

I approve YES

**12. Approval of Business Plan for Fiscal 2022**

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

I approve YES

**13. Approval of New Head of School**

Moved to approve the hiring of Mr. David Mawhinney as Head of School for an initial two-year contract from August 1, 2022, through July 21, 2024.

I approve YES

**14. Elections for the Board of Councilors (AE §3.6, 4.25)**

Motion to elect the following mission-nominated representatives for membership on the Board of Councilors for a two-year term starting July 1, 2022 - June 30, 2024:

OMS: Daniel Sexton

OMS: Keiko Sexton

SEND: James (Jim) May

SEND: Tiffany Neufeld

TEAM: Kathy Trim

TEAM: Matthew Jansson

CRJM: Jay Greer  
CRJM: Anne Marie Smoker  
JVENTURE: Heidi Skipper  
JVENTURE: Greg Swenson  
ECC: Hydi Peterson  
ECC: Grant Buchholtz

I approve YES

15. Election of Members-at-Large for the Board of Councilors

Motion to elect the following for membership on the Board of Councilors for a two-year term starting July 1, 2022-June, 30, 2024:

Member-at-large: Mark Roberts  
Member-at-large: Yoshiya (Joshua) Matsumaru  
Member-at-large: Devora Umipig-Julian  
Member-at-large: Seita Sakaguchi

I approve YES

16. Election of Member-at-Large Staff Representative for the Board of Councilors (AE §25.2)

Motion to elect Hiroaki Tada to serve as Member-at-Large (Staff representative) on the Board of Councilors for a two-year term starting July 1, 2022 and ending June 30, 2024.

I approve YES

17. Approval of Member-at-Large Alumni Representative for the Board of Councilors (AE §25.3, 25.4)

Motion to approve the Board of Directors election of Philip Foxwell to serve as Member-at-Large (Alumni representative) on the Board of Councilors for a two-year term starting July 1, 2022 and ending June 30, 2024.

I approve YES

18. Approval of Member-at-Large Educator for Board of Councilors (AE §25.3, 25.4)

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

I approve YES

19. Election of Board of Directors

Motion to elect the following list of nominees from the six sponsoring missions to the Board of Directors for membership on the Board of Directors for a two-year term starting July 1, 2022 - June 30, 2024:

OMS: Daniel Sexton  
SEND: Tiffany Neufeld  
TEAM: Matt Jansson  
CRJM: Anne Marie Smoker

**JVENTURE: Greg Swenson**

**ECC: Grant Buchholtz**

**I approve YES**

**20. Election of Member-at-Large for the Board of Directors**

**Motion to elect Seita Sakaguchi as Member-at-Large for the Board of Directors for a two-year term starting July 1, 2022 - June 30, 2024.**

**I approve YES**

**21. Approval of Supervisor-Auditors for the Board of Directors (AE §7)**

**Motion to approve the Board of Directors election of Mark Bedow as Supervisor-Auditor for the Board of Directors for a two-year term starting July 1, 2022, and ending June 30, 2024.**

**I approve YES**

**Motion to approve the Board of Directors election of Taizo Morimoto as Supervisor-Auditor for the Board of Directors for a two-year term starting July 1, 2022, and ending June 30, 2024.**

**I approve YES**

**22. Head of School Report – Anda Foxwell**

**Motion to accept the Head of School Report with thanks**

**I approve YES**

**23. Investigation update discussion**

**Please see CAJ Public Web site under “Alumni/CAJ News” for Investigation Report and all related items.**

**24. Chair of the Board of Directors Report – Gerald May**

**Motion to accept the Chair of the Board of Directors Report**

**I approve YES**

**25. Other Matters Deemed Necessary (as needed)**

**a. Board of Councilors process update and discussion – Chair’s election and role (Karen Stoesz)**

**26. Review and Approve today’s Minutes**

**27. Closing Prayer**

**28. Adjournment**