

(submitted to ASIJ Alumni Facebook page)

Jo Sochi has asked the right questions about school governance! Yes, a number of the trustees have conflicts of interest in dealing with the Moyer case. They participated in a willful cover-up, lied to the community and delayed help to victims. However, there are varying degrees of participation. Much of the cover-up since Edwin Ladd became Head of School was limited to a smaller group than the directors in plenum. The Chair (O'Bryant and later Toppino) holds much power and can act together with the Secretary (Ladd) and the Executive Committee to decide on issues on their own. They choose what to inform to the rest of the directors, meaning it is difficult for outsiders to judge which of the former ordinary directors were involved in misconduct. Some of them, those who resigned first, were indeed acting in good faith (but handicapped by limited information) to fight against the cover-up conspiracy of Ladd, Stephanie Toppino, Allan O'Bryant and others. Only the new directors are in a position to determine who these others are. I sent the directors a list of ten questions on April 24 (<http://www.asij1968.com/files/doc34-DavidBruns-04242015.pdf>) to use in determining which directors should resign. If I were a new director and wanted to facilitate cleaning house in the board of trustees, I would consider using a variation of this list as a yardstick.

Two important governing documents are the BoD bylaws (<http://community.asij.ac.jp/NetCommunity/Document.Doc?id=260>) and the Conflict of Interest Policy (<http://community.asij.ac.jp/NetCommunity/Document.Doc?id=259>). You will see that there are 13 directors plus two statutory auditors. All 13 are automatically trustees as well. The main task of the trustees is to meet each spring to approve a slate of directors, BoD officers and statutory auditors that is proposed to them by the Governance Committee of the BoD. This is typically a rubber-stamp affair. Fortunately, this year was different. The BoD was falling apart, and some outside trustees met with the Governance Committee and obtained agreement on a major housecleaning on the BoD.

Currently, the only holdovers from the previous BoD are the secretary, Edwin Ladd, and one of the statutory auditors, Frederick Morgenstern. All the new directors were previously 2014-15 trustees except for Joseph Schmelzeis.

Two other documents, the Act of Endowment and the Bylaws of the Board of Trustees, may reveal a mechanism for removing trustees who can't take a hint. However, Stephanie Toppino referred me to the school's attorneys when I asked for copies and would not provide contact information for them. Is there anyone who can obtain copies?

In conclusion, a clean-up of the administration and trustees is mandatory for the school to restore credibility with students and parents and to make a fresh start. Only the new directors can determine conclusively who should resign. Those who should resign know who they are (<http://www.asij1968.com/files/doc36-DavidBruns-05112015.pdf> and <http://www.asij1968.com/files/doc38-DavidBruns-06042015.pdf>). The school community's role is to urge the BoD to act determinedly to clean house.

Finally, what are the negative outcomes for the school if the directors do not clean house?

- Parents need to have an administration they can feel safe in going to if there is a problem such as with a teacher. If they already feel intimidated by the current Head, and if they have been following what's happening and know he has credibility problems and has been part of a cover-up for years, how likely are they to try? We have had repeated instances of feedback the last two months that parents and even some trustees fear him.

- Students need role models in the school leadership who have high integrity. Many of them, those who signed the letter, know that the current administration cannot always be trusted. Will they go to such a leader to share a confidence? Will they become cynical and develop a lack of respect? They are very intelligent and observant and Edwin Ladd probably doesn't fool them.
- As far as alumni/survivors, when the current quite justified excitement dies down, won't they keenly want there to be a safe and secure learning environment for all current students? Edwin Ladd hasn't succeeded so far and if they read the students' letter, they know it. They also don't want our cherished school's reputation to be further tarnished by association with discredited leaders who are still hanging about.

For a healthy school environment, a more complete housecleaning is an obvious necessity.