

The Constitution of the Association

The Japan Association of International Relations – General Incorporated Foundation –

Articles of Association

General Rules

Designation

Article 1. The Association is called the general incorporated foundation of the Japan Association of International Relations.

Secretariat

Article 2. The principal office of the Association is located in Kunitachi City, Tokyo Metropolitan Area.

Chapter 2: Objectives and Activities

Objectives

Article 3. The Association shall promote academic research in International Relations, the history of International Relations, Area Studies and other disciplines relating to International issues, shall seek to present and disseminate this research, and shall encourage academic exchange within the field of International Relations.

Activities

Article 4. In order to achieve the objectives listed in Article 3, the Association shall engage in the following activities.

- i. Encourage academic research and investigations into International Relations, the history of International Relations, Area Studies and other disciplines relating to International issues
- ii. Publish books and journals whilst publicizing its activities through newsletters

- and the Association's homepage
 - iii. Hold conferences, seminars and lectures
 - iv. Cooperate with other domestic and foreign associations with similar objectives
 - v. Engage in any other activities deemed necessary for the fulfilment of the Association's objectives
- 2) The Association will engage in such activities both domestically and abroad.

Chapter 3: Assets and Accounting

Basic Assets

- Article 5. Assets essential to undertake the activities necessary to fulfil the Association's objectives, designated as Basic Assets by the Council, shall be the Association's Basic Assets.
- 2) Basic Assets must be supervised by an administrator capable of overseeing their utilization for the fulfilment of the Association's objectives, and the disbursement of any part of these Assets or withdrawal of funds from these Assets requires the consent of both the Board and the Council.

Fiscal Year

- Article 6. The fiscal year of the Association shall begin on 1 April each year and run until 31 March the following year.

Budget and Spending Plans

- Article 7. The spending plans and income and expenditure budget documents of the Association for any given year are required to be prepared by the President, approved by the Board and accepted by the Council prior to the start of that fiscal year. Any adjustments require the same process.
- 2) The documents mentioned in the preceding Paragraph shall be deposited with the Secretariat before the closing of the fiscal year to which they pertain.

Financial Reports and Accounts

- Article 8. Regarding the Association's financial reports and accounts, at the end of each fiscal year the following documents must be prepared by the President, cleared by the Auditors and accepted by the Board.
- i. Financial Report
 - ii. Details of Financial Activities mentioned in the above Report
 - iii. Balance Sheet

- iv. Profit and Loss Statement (Detailing net appreciation or depreciation in asset worth)
 - v. Details of items on the Balance Sheet and Profit and Loss Statement
- 2) From those accepted documents detailed in the preceding Paragraph, those listed at i, iii and iv must be submitted to the serving Council, the contents of document i must be reported, and all documents ratified.
- 3) As well as the documents listed in 8.1, Auditor's Reports shall be deposited with the Secretariat for a period of 5 years, and the Constitution shall be deposited with the Secretariat.

Chapter 4: Councillors

Number of Councillors

Article 9. The Association shall have between 11 and 17 Councillors.

Selection for and Removal from the Council

Article 10. Selection for and removal from the Council shall occur via decisions of the Council. Selection to the council may refer to the results of elections held in accordance with the Guidelines for the Election of Candidates to the Council that will be agreed upon separately by the Council.

- 2) The following conditions must be met in order to be selected as a Councillor.
- i. The total number of Councillors to whom conditions A) through F) listed below are pertinent must not exceed one-third of the total number of Council Members.
 - A) To be related to a serving Councillor or their dependent or third degree kin
 - B) To be in a situation similar to a marital relationship with a serving Councillor, even if the marriage has not been notified
 - C) To be employed by a serving Councillor
 - D) To be receiving support for their living expenses in cash or other funds from a serving Councillor, even if conditions B) and C) do not apply
 - E) To be a dependent of those described in conditions C) and D)
 - F) To be sharing common living expenses with a person who is third degree kin to those described in conditions B) to D)
 - ii. The total number of Councillors involved with other identical foundations (excluding public interest or charitable corporations) to whom conditions A) through D) listed below are pertinent shall not exceed one-third of the total number of Council Members.

- A) As Directors
- B) As Employees
- C) As any Officer other than Director for said identical foundation (including if the foundation is not legally-incorporated but has positions of Representative or Administrator, the said positions), or as a Partner involved in executing decisions.
- D) As staff for the following foundations (Excluding Diet Members and Council Members of Local Public Authorities):
 - ① National Agencies
 - ② Local Public Authorities
 - ③ Independent Administrative Agencies, as defined by Article 2, Paragraph 1 of the law on said agencies
 - ④ Incorporated National Universities, as defined by Article 2, Paragraph 1 of the Law on Incorporated National Universities, or an Inter-University Research Institute, as defined by Paragraph 3 of the same article
 - ⑤ Local Incorporated Administrative Agencies as defined by Article 2, Paragraph 1 of the law on Local Incorporated Administrative Agencies
 - ⑥ Public Corporations (Corporations incorporated through a specific act of establishment under a special Act, in line with Article 4, Paragraph 15 of the Ministry of Internal Affairs and Communications Establishment Act), or Authorized Corporations (those incorporated under special Acts and where approval from administrative agencies is required for their incorporation)

Terms of Council Service

- Article 11. The term of service for Councillors shall run until the conclusion of the March Annual Council Meeting that occurs in the end of the fourth fiscal year, and Councillors may be reappointed.
- 2) Should a Councillor leave his post before the end of his term, the term of service of the Councillor appointed in his stead shall be the original term of office.
 - 3) If the number of Councillors should fall beneath that stipulated in Article 9, until new appointments can be affected, Councillors shall continue to perform their duties even in the event of their term expiring or their resignation.

Remuneration of Councillors

- Article 12. Councillors shall receive no remuneration.

Chapter 5: The Council

Composition

Article 13. The Council is composed of all Councillors.

Competences

Article 14. The Council decides on the following:

- i. Selection and removal of the President and Auditor
- ii. Authorization of the Balance Sheet and Profit and Loss Statement (Detailing net appreciation or depreciation in asset worth)
- iii. Changes in the Constitution of the Association
- iv. Allocation of surplus funds
- v. Authorization for the disposal of or withdrawal from Basic Assets
- vi. Other items decided upon by the Council in accordance with the laws and articles of this association

Meetings

Article 15. The Council shall be convened regularly on an annual basis within three months of the end of the fiscal year, as well as at any other time deemed necessary.

Convocation

Article 16. Unless otherwise provided for within the regulations, the Council shall be convened by the President at the behest of the Board.

- 2) Councillors are able to request the convocation of Council by demonstrating due cause or reason for convocation to the President.

Chair

Article 17. The Chair of the Council shall be elected at each council meeting.

Resolutions

Article 18. The Council's resolutions are enacted through a simple majority if over half the Councillors are in attendance, excluding those Councillors with a special interest in the resolution at hand.

- 2) Notwithstanding the above regulation, the following resolutions must be passed with a two-thirds majority of Councillors, excluding those Councillors with a special interest in the resolution at hand.
 - i. Removal of the Auditor
 - ii. Changes to the Constitution
 - iii. Authorization for the disposal of or withdrawal from Basic Assets

- iv. Other issues to be determined by regulation
- 3) If selection occurs for either a position on the Board or as Auditors, each of the candidates must be approved in accordance with Paragraph 1 of this Article.
Should the number of candidates to positions on the Board or as Auditors exceed the number of available positions set out in Article 20 below, those candidates who secured majority approval shall be ranked by the number of votes they secured, and candidates shall accede to the positions in that order until all available positions have been filled.

Minutes

Article 19. Minutes shall be made of Council's proceedings, in accordance with regulations.

- 2) The minutes shall be signed or stamped by the President and by at least two individuals present at the meeting selected at the beginning of the ~~session meeting~~.

Chapter 6: Board Members

Composition of the Board

Article 20. This Association shall have the following board members.

- i. Board of Directors – Consisting of between 9 and 15 individuals
- ii. Auditors – Consisting of up to two individuals
- 2) On the Board of Directors, there should be one President, one Vice-President and up to two Executive Directors.
- 3) The President mentioned in the above Paragraph shall be the Representative Director in accordance with the Act on General Incorporated Associations and General Incorporated Foundations, and with the Vice-President and Executive Directors shall discharge their duties in accordance with the regulations laid down at Article 91, Paragraph 1, Number 2 as applied mutatis mutandis pursuant to Article 197 of the same Act.

Selection of Board Members

Article 21. The Directors and Auditors shall be elected from amongst the Association's members by the decision of the Council.

- 2) The President, Vice-President and Executive Directors shall be elected from amongst the Board's members by the decision of the Board.

Duties and Competences of Board Members

Article 22. The Board's members constitute the Board of Directors and shall fulfil their

duties in accordance with regulations and the Constitution of the Association.

- 2) The President is the Association's Representative and shall fulfil those duties in accordance with regulations and the Constitution of the Association.
- 3) The Vice-President shall aid the President, and the Executive Directors the President and Vice-President, with the specific division of the Association's duties to be decided by the Board.
- 4) The President, Vice-President and Executive Directors must submit reports of their activities to the board at least twice every fiscal year at intervals of at least four months apart.

Duties and Competences of the Auditors

Article 23. The Auditors are responsible for auditing the activities of the Board, and will produce an audit report in accordance with the regulations.

- 2) The Auditors can require a report of activities undertaken from Board Members or Employees, or investigate the finances and workings of the Foundation at any time.

Terms of Service of Board Members

Article 24. The term of service for Board Members shall run until the conclusion of the Annual Council Meeting that occurs in the fiscal year that finishes ~~within two years~~ in the second year of their appointment, and Members may be reappointed.

- 2) The term of service for Auditors shall run until the conclusion of the Annual Council Meeting that occurs in the fiscal year that finishes within two years of their appointment, and Auditors may be reappointed.
- 3) The term of service for replacement Board Members or Auditors shall be that of the original term of service.
- 4) If the number of Board Members or Auditors should fall beneath that stipulated in Article 20, until new appointments can be affected, they shall continue to perform their duties even in the event of their term expiring or their resignation.

Removal of Board Members

Article 25. In the event of any of the following being applicable, Board Members and Auditors can be removed by a decision of Council.

- i. If professional obligations are breached or duties neglected
- ii. When mental or physical defects hinders a Member from performing their duties properly or at all

Remuneration of Board Members

Article 26. Board Members and Auditors shall receive no remuneration.

Chapter 7: The Board

Composition

Article 27. The Board is composed of all its Members.

Competences

Article 28. The Board has the following responsibilities.

- i. Determining the operations of the Association
- ii. Oversight of the activities of the Board's Members
- iii. Appointment and Removal of the President, Vice-President and Executive Directors

Convocation

Article 29. Board Meetings are convened by the President.

- 2) Should the President be absent or indisposed, the Vice-President shall convene the Board Meeting
- 3) Should the Vice-President be absent or indisposed, the Executive Directors shall convene the Board Meeting in an order of precedence dictated by the Board

Chair

Article 30. The Chairperson of the Board is the President

- 2) Should a Board Meeting occur in accordance with Paragraphs 2 or 3 of the previous Article, the Chair of that Meeting shall be decided by a vote.

Resolutions

Article 31. The Board's resolutions are enacted through a simple majority if over half the Members are in attendance, excluding those Members with a special interest in the resolution at hand.

- 2) Notwithstanding the above regulation, should the provisions of Article 96 of the Act on General Incorporated Associations and General Incorporated Foundations as applied mutatis mutandis pursuant to Article 197 of the same act be met, it shall be deemed that a resolution by the Board has been made.

Minutes

Article 32. Minutes shall be made of the Board's proceedings, in accordance with

regulations.

- 2) The attendant President or Auditor must sign the minutes.

Chapter 8: Members

Members

Article 33. The Members of the Association are as follows.

- i. Sustaining Members – Foundations and entities working in accordance with the Association’s objectives and activities
- ii. Regular Members – The following individuals working in accordance with the Association’s objectives and activities
 - A) General Members – Those to whom conditions B) through D) below do not apply
 - B) Student Members – Those to whom conditions C) and D) do not apply, who are registered as graduate students
 - C) Senior Members – Those whom on April 1st of the year in question are aged 70 years or older
 - D) Spouse Members – Those whose spouse is already a Member of the Association

Regulations pertaining to Members

Article 34. Regulations pertaining to the admission, withdrawal, membership fees and other matters relating to Members shall be decided by the Board of Directors.

Chapter 9: General Assembly

Composition

Article 35. The General Assembly is composed of all the Members of the Association.

Matters to be Reported

Article 36. The following matters shall be reported to the Members at the General Assembly.

- i. The state of affairs of the Association
- ii. Any item the President considers particularly essential

Meetings

Article 37. The General Assembly shall be called once a year, generally in November but able to be moved if circumstances require.

Convocation

Article 38. The General Assembly is convened by the President.

- 2) Should the President be absent or indisposed, the Vice-President shall convene the General Assembly
- 3) Should the Vice-President be absent or indisposed, the Executive Directors shall convene the General Assembly in the order of precedence dictated by the Board

Chair

Article 39. The Chair of the General Assembly is the President

- 2) Should a Board Meeting occur in accordance with Paragraphs 2 or 3 of the previous article, the Chair of that Meeting shall be decided by a vote.

Chapter 10: Amending and Dissolving the Constitution

Amendments to the Constitution

Article 40. This Constitution can be amended through a resolution of the Council.

- 2) The above regulation must remain in accord with Article 3, Article 4 and Article 10 of this Constitution.

Dissolution

Article 41. This Association shall dissolve itself should it become impossible to fulfil the objectives of the Association due to shortage of funds, or for any other prescribed reason.

Restrictions on the disbursement of surplus funds

Article 42. The Association is not able to distribute any surplus.

Disbursement of Residual Assets

Article 43. In the event of dissolution, any residual assets of the Association shall, by resolution of the Council, be bestowed upon a juridical person or national or local government as set forth in Article 5, Paragraph 17 of the Act on Authorization of Public Interest Incorporated Associations and Public Interest Incorporated Foundations.

Chapter 11: Means of Communication

Means of Communication

Article 44. Communiques of this Association shall be via Electronic Public Notices

- 2) Should the Electronic Public Notices of the previous Paragraph be inoperable due to problems or any other reason, notices shall instead be published in the official gazette.

Chapter 12: Secretariat

Secretariat

Article 45. A Secretariat shall be set up for the handling of the Association's administration.

- 2) The Secretariat shall consist of a Chief-Secretary and other necessary staff.
- 3) The Chief-Secretary shall be one of the Executive Directors, appointed and dismissed by the President with the attestation of the Board.
- 4) Staff shall be appointed and dismissed by the President.
- 5) All matters necessary to the structure and management of the Secretariat shall be decided upon by the Board.

Chapter 13: Committees

Committees

Article 46. When deemed necessary to promote the work of this Association, through a resolution of the Board a committee can be formed and delegated specific matters.

- 2) All matters crucial to the responsibilities, composition and management of the committee shall be resolved upon by the Board.

Chapter 14: Miscellaneous

Mandate

Article 47. In addition to the establishment of this constitution, any other matters necessary to the running of this Association are able to be stipulated separately by decision of the Board.

Supplementary Provisions

1. This Constitution is held to come into effect from the day of the registration of the formation of this general foundation in accordance with Article 106, Paragraph 1 of the Act on Arrangement of Relevant Acts Incidental to Enforcement of the Act on General Incorporated Associations and General Incorporated Foundations and the Act on Authorization of Public Interest Incorporated Associations and Public Interest Incorporated Foundations, and as applied mutatis mutandis by changing the terms pursuant to Article 121, Paragraph 1 of the same Act.
2. Notwithstanding the terms of Article 6, when registering for the dissolution of the former special juridical person and registering for the formation of this general foundation, the day before the registration of dissolution shall be considered the end of the fiscal year, and the day the formation was registered shall be considered the beginning of the fiscal year, in accordance with Article 106, Paragraph 1 of the Act on Arrangement of Relevant Acts Incidental to Enforcement of the Act on General Incorporated Associations and General Incorporated Foundations and the Act on Authorization of Public Interest Incorporated Associations and Public Interest Incorporated Foundations, and as applied mutatis mutandis by changing the terms pursuant to Article 121, Paragraph 1 of the same Act.
3. The first Directors and Auditors of this Association are those noted on the List of Board Members provided separately.
4. The initial Representative Director (President) of the Association is SAKAI Keiko, the Director of Operations (Vice-President) is NAKANISHI Hiroshi, and Director of Operations (Executive Director) is OSHIMA Miho (nee OKAMOTO).
5. The first councillors of this Association are those noted on the List of Councillors provided separately.
6. When this Association was formed, the Members, Secretariat, committees and various regulations of the special incorporated foundation of the Japanese Association of International Relations were deemed with this Constitution to have been inherited by this Association.

Supplement – List of Board Members

President:	SAKAI	Keiko	
Vice President:	NAKANISHI	Hiroshi	
Chief Secretary:	OSHIMA	Miho	(nee OKAMOTO)
Member:	ENDO	Ken	
Member:	ENDO	Mitsugi	
Member:	GABE	Masaaki	
Member:	KURUSU	Kaoru	(nee SHIBAYAMA)
Member:	TAMURA	Keiko	
Member:	OYANE	Satoshi	
Member:	SASAKI	Takuya	
Member:	ISHIDA	Atsushi	
Member:	KAWASHIMA	Shin	
Member:	HOSOYA	Yūichi	
Auditor:	IIDA	Keisuke	
Auditor:	WATANABE	Hiroataka	

Supplement – List of Council Members

Councillor:	AKAGI	Kanji	
Councillor:	IOKIBE	Makoto	
Councillor:	INOGUCHI	Takashi	
Councillor:	ENDO	Seiji	
Councillor:	OSHIBA	Ryō	
Councillor:	KIBATA	Yoichi	
Councillor:	KUBO	Fumiaki	
Councillor:	KOKUBUN	Ryōsei	
Councillor:	KOJO	Yoshiko	(nee KUGU)
Councillor:	SAKAMOTO	Kazuya	
Councillor:	SHIMOTOMAI	Nobuo	
Councillor:	SOEYA	Yoshihide	
Councillor:	TAKAHARA	Akio	
Councillor:	TAKENAKA	Chiharu	(nee FUJIWARA)
Councillor:	TADOKORO	Masayuki	
Councillor:	TANAKA	Akihiko	
Councillor:	FUJIWARA	Kiichi	