

# Articles of Incorporation of The Japan Wood Research Society

## CHAPTER I General Provisions

### (Name)

Article 1 The name of the association shall be “Ippan Shadan Hojin Nihon Mokuzai Gakkai” (hereinafter referred to as “the Society”) or “The Japan Wood Research Society” in English (abbreviated as “JWRS”).

### (Head Office, etc.)

#### Article 2

- 1 The head office of the Society shall be located in Bunkyo-ku, Tokyo.
- 2 The Society may, by resolution of the board of directors, establish branches in necessary locations.

### (Purpose)

Article 3 The purpose of the Society shall be to contribute to the sustainable development of society by promoting academics as well as science and technology concerning forest products, including timber.

### (Business)

Article 4 The Society shall conduct the following business activities in order to achieve the purpose set forth in the preceding Article.

- (1) Publication of the Society’s journals and academic books
- (2) Holding of annual meetings
- (3) Implementation and accepting the outsourcing of surveys and research
- (4) Holding of lectures, symposiums, field trips, and seminars, etc.
- (5) Promotion of research and recognition of research achievements
- (6) Other business activities necessary for the achievement of the purpose of the Society

### (Business Year)

Article 5 The business year of the Society shall start on April 1 of each year and end on March 31 of the following year.

## CHAPTER II Members

### (Members)

Article 6 The members of the Society shall consist of the following four types:

- (1) Full members: individuals who have joined the Society based on agreement with the purpose of the Society;
- (2) Student members: students enrolled in regular courses at universities, or graduate schools, etc. who have joined the Society based on agreement with the purpose of the Society;
- (3) Supporting members: individuals or groups that have joined the Society to provide support; and
- (4) Institutional members: groups such as schools, libraries, or research institutes, etc. that have joined the Society to subscribe to academic journals published by the Society.

### (Admission)

#### Article 7

- 1 Any person who intends to join the Society shall submit to the President a prescribed membership application form or electromagnetic record and obtain the approval of the board of directors.
- 2 If a supporting member is a group, the name of its representative shall be notified to the President.

(Membership Fees)

Article 8

- 1 Members shall pay membership fees by the due date in accordance with rules that are separately established.
- 2 Membership fees shall not be refunded for any reason after payment has been made.

(Withdrawal)

Article 9 A member may, at his/her discretion, withdraw from membership by submitting a prescribed withdrawal notice or electromagnetic record to the President.

(Expulsion)

Article 10

- 1 If a member falls under any of the following, the member may be expelled based on a resolution adopted by two-thirds or more of the voting rights of all the delegates at a general assembly. In such case, said member shall be notified, at least two weeks prior to the general assembly, that a proposal for his/her expulsion that includes the reason will be submitted to the assembly, and the member shall be given an opportunity to explain himself/herself prior to the resolution of the general assembly.
  - (1) When the member violates the Articles of Incorporation or rules of the Society.
  - (2) When the member defames the Society or commits an act that is contrary to the Society's purpose.
  - (3) When there is any other justifiable reason for the member's expulsion.
- 2 If the Society decides to expel a member pursuant to the preceding Paragraph, it shall notify the member to that effect.

(Loss of Membership)

Article 11 In addition to the cases set forth in the preceding two Articles, if a member falls under any of the following, he/she shall lose his/her membership.

- (1) When he/she fails to pay the membership fee for one year or more.
- (2) When an individual who is a member dies (including cases where the person is deemed legally dead or is declared dead) or when a group which is a member is dissolved (including the case where the group is deemed dissolved by law).
- (3) When he/she becomes an adult ward or a person under curatorship.

(Rights and Obligations Associated with the Loss of Membership)

Article 12

- 1 In the event that a member loses his/her membership pursuant to the provisions of the preceding three Articles, he/she shall lose his/her rights as a member of the Society and shall be relieved of his/her obligations. However, he/she shall not be relieved of unperformed obligations.
- 2 The Society shall not refund membership fees already paid and other money and goods contributed even if a member loses his/her membership.

(Rights of Full Member)

Article 13

- 1 Full members may exercise the following rights of employees set forth in the Act on General Incorporated Associations and General Incorporated Foundations (hereinafter referred to as "the General Incorporated Association/Foundation Act" or simply "the Act") to the Society in the same manner as employees.
  - (1) Rights set forth in Article 14, Paragraph 2 of the Act (Inspection of the Articles of Incorporation,

- etc.)
  - (2) Rights set forth in Article 32, Paragraph 2 of the Act (Inspection of Member Registries, etc.)
  - (3) Rights set forth in Article 57, Paragraph 4 of the Act (Inspection of Minutes of the General Meeting of Members, etc.)
  - (4) Rights set forth in Article 50, Paragraph 6 of the Act (Inspection of a Document Certifying the Authority of Representation of Members, etc.)
  - (5) Rights set forth in Article 52, Paragraph 5 of the Act (Inspection of Records of Votes Exercised by Electronic or Magnetic Means, etc.)
  - (6) Rights set forth in Article 129, Paragraph 3 of the Act (Inspection of Financial Statements, etc.)
  - (7) Rights set forth in Article 229, Paragraph 2 of the Act (Inspection of Balance Sheets, etc. of Liquidating General Incorporated Associations, etc.)
  - (8) Rights set forth in Article 246, Paragraph 3, Article 250, Paragraph 3, and Article 256, Paragraph 3 of the Act (Inspection of Merger Agreements, etc.)
- 2 Full members may attend general assemblies and state their opinions.

### CHAPTER III Delegates

(Delegates and Fixed Number Thereof)

Article 14 The Society shall have no less than 40 but no more than 100 delegates. Delegates shall be employees under the General Incorporated Association/Foundation Act.

(Election of Delegates)

Article 15

- 1 Delegates shall be elected from among full members through election by full members.
- 2 Elections of delegates shall be held once every two years, during the period from December to January, and the rules necessary to hold such elections shall be set forth separately.
- 3 Directors and the board of directors may not elect a delegate.

(Duties/Authority of Delegates)

Article 16 Delegates shall attend general assemblies and have the right to vote at the general assemblies.

(Term of Office of Delegates)

Article 17

- 1 The term of office of a delegate shall be from the first ordinary general assembly held after his/her election until immediately before the ordinary general assembly held two years later, and he/she may be reappointed.
- 2 Notwithstanding the provisions of the preceding Paragraph, in cases where a delegate files an action to claim revocation of a resolution of a general assembly, dissolution of a general incorporated association, etc., enforcement of liability, or dismissal of an officer (Article 266, Paragraph 1, Article 268, Article 278, Article 284 of the Act) (including cases where an action is filed as set forth in Article 278, Paragraph 1 of the Act ), the delegate shall not lose his/her position until the conclusion of such action. However, such delegate shall not have voting rights for the appointment and dismissal of officers (Article 63 and Article 70 of the Act) and amendment of the Articles of Incorporation (Article 146 of the Act).
- 3 A delegate shall perform his/her duties even after his/her resignation or the expiry of his/her term until a new delegate is elected.

(Dismissal of Delegate)

Article 18

- 1 If a delegate falls under any of the following, he/she may be dismissed by a resolution of a general assembly.
  - (1) When he/she violates the Articles of Incorporation of the Society

- (2) When the member defames the Society or commits an act that is contrary to the Society's purpose.
- 2 In the event that a delegate is to be dismissed pursuant to the provisions of the preceding Paragraph, the delegate shall be notified to that effect no later than two weeks prior to the date of the general assembly and given an opportunity to explain himself/herself at the assembly.
- 3 When a decision to dismiss a delegate is made pursuant to Paragraph 1, the delegate shall be informed to that effect.

(Loss of Delegate Status)

Article 19 If a full member who is a delegate loses his/her membership pursuant to the provisions of Article 11, he/she shall lose his/her status as a delegate.

(Remuneration of Delegate)

Article 20 Remuneration shall not be paid to delegates.

## CHAPTER IV General Assembly

(Composition)

Article 21

- 1 The Society's general assembly shall consist of delegates and shall be the general meeting of members prescribed in the General Incorporated Association/Foundation Act.
- 2 Each delegate shall have one vote at a general assembly.

(Type of Assembly)

Article 22 The Society's general assembly shall consist of two types: ordinary general assembly and extraordinary general assembly.

(Authority)

Article 23 A general assembly shall decide on the following matters:

- (1) Appointment and dismissal of officers;
- (2) Amendments to the Articles of Incorporation;
- (3) Business report and settlement of accounts (financial report) for each business year;
- (4) Criteria for admission;
- (5) Expulsion of a member;
- (6) Long-term borrowings and disposition and acceptance of material assets;
- (7) Dissolution and disposition of residual assets;
- (8) Merger and the transfer of all or part of the business;
- (9) Matters submitted to a general assembly by the board of directors; and
- (10) In addition to the foregoing, matters prescribed in the General Incorporated Association/Foundation Act.

(Holding of General Assembly)

Article 24

- 1 An ordinary general assembly shall be held once a year within three months after the end of each business year.
- 2 An extraordinary general assembly shall be held in any of the following cases:
  - (1) When the board of directors finds it necessary and adopts a resolution to convene it; and
  - (2) When 1/5 or more of the delegates make a request by indicating the subject matter of the

assembly.

(Convocation)

Article 25

- 1 A general assembly shall be convened by the President in accordance with a resolution of the board of directors.
- 2 Upon the request prescribed in Paragraph 2 of the preceding Article, the President shall convene an extraordinary general assembly within 30 days from the date of such request.
- 3 When a general assembly is convened, notice describing the date, time, place, purpose and items to be discussed shall be given in writing or by electromagnetic means at least one week prior to the date of the assembly.
- 4 Notwithstanding the provisions of the preceding Paragraph, in the case where a delegate may exercise his/her voting right in writing, such fact shall be notified no later than two weeks prior to the date of the assembly.
- 5 If, following the resolution of the board of directors to convene an assembly, the convocation procedure is not conducted promptly, directors may convene the general assembly.
- 6 A delegate who has requested convocation pursuant to Paragraph 2, Item 2 of the preceding Article may convene the general assembly upon receiving permission from a court in the case provided for in Article 37, Paragraph 2 of the General Incorporated Association/Foundation Act.

(Chairperson)

Article 26 The President shall chair a general assembly. If the President is unable to perform his/her duties due to an accident, etc., the Vice President shall act on his/her behalf. If the Vice President is unable to perform his/her duties due to an accident, etc., the chairperson shall be selected from among the delegates present at the relevant general assembly.

(Quorum)

Article 27 A general assembly may not be held without the attendance of a majority of the delegates.

(Voting)

Article 28 Decisions at a general assembly shall be effected by a majority of the delegates present (provided, however, that the chairperson shall not participate in a vote), with the exception of decisions on matters stipulated in Article 49, Paragraph 2 of the General Incorporated Association/Foundation Act and matters stipulated in the Articles of Incorporation. In the event of a tie, the decision shall be rejected.

(Written Vote, etc.)

Article 29

- 1 A delegate who is unable to attend a general assembly due to an unavoidable reason may vote, in writing or by electromagnetic means, on matters notified in advance, or may appoint another delegate as his/her proxy.
- 2 In the case of the previous Paragraph, in the application of the provisions of the preceding two Articles, such delegate shall be deemed to be present.
- 3 In the case where a director or a delegate proposes a matter that constitutes the purpose of a resolution of a general assembly, if all of the delegates manifest their consent to such proposal in writing or by means of electromagnetic records, it shall be deemed that a resolution to approve such proposal has been made at a general assembly.

(Omission of Report)

Article 30 In the case where a director notifies all delegates of any matter that should be reported to a general assembly, if all delegates manifest, in writing or by means of electromagnetic records, their intention to agree

that it is not necessary to report such matter to a general assembly, it shall be deemed that such matter has been reported to a general assembly.

(Minutes)

Article 31

- 1 Minutes shall be prepared with respect to the proceedings of a general assembly pursuant to the relevant laws and regulations.
- 2 Minutes shall be signed or affixed with seals by at least two minutes signatories appointed at the general assembly from among the chairperson and the delegates present.

(General Assembly Rules)

Article 32 Necessary matters concerning the operation of a general assembly shall be governed by the general assembly rules established at the general assembly in addition to laws and regulations and the Articles of Incorporation.

## CHAPTER V      Officers

(Type of Officers)

Article 33

- 1 The Society shall have the following officers.

Director	No less than 15 but no more than 30
Auditor	2 persons
- 2 One of the directors shall be the President, and the President shall be the representative director under the General Incorporated Association/Foundation Act. Up to three directors shall be Vice Presidents, and up to five directors shall be executive directors.

(Appointment of Officers, etc.)

Article 34

- 1 Directors and auditors shall be appointed at a general assembly in accordance with the rules provided separately.
- 2 The President, Vice President(s), and executive director(s) shall be appointed by the board of directors.
- 3 Auditors may not serve concurrently as directors or secretarial staff.
- 4 The total number of a director, his/her spouse who is a director, and other relatives within the third degree of kinship who are directors, and directors who have a special relationship with such director shall not exceed one third of the total number of board members.

(Duties/Authority of Directors)

Article 35

- 1 Directors shall be the members of the board of directors and make decisions on the execution of the Society's business pursuant to the provisions of the Articles of Incorporation.
- 2 The President shall represent the Society and preside over its affairs.
- 3 The Vice President shall assist the President, and in the event that the President is unable to perform his/her duties or his/her position is vacant, the Vice President shall perform the duties of the President on his/her behalf.
- 4 If both the President and the Vice President are unable to perform their duties, a director designated by the President in advance will act on their behalf, or a representative shall be elected from among the directors.
- 5 Executive directors shall assist the President and the Vice President and share in the execution of the tasks determined by resolution of the board of directors.

(Duties/Authority of Auditors)

Article 36 Auditors shall:

- (1) audit the directors' performance of duties and prepare audit reports pursuant to laws and regulations;
- (2) audit the status of the Society's business, assets, and accounting;
- (3) attend general assemblies and board of directors' meetings and express their opinions;
- (4) report to a general assembly and the board of directors when it is recognized that a director has committed or is likely to commit an improper act, or when there is a fact in violation of laws and regulations and/or the Articles of Incorporation or a grossly improper fact;
- (5) request the President to convene a board of directors' meeting if it is necessary to make a report pursuant to the preceding Item; however, if, within five days of the request, no convocation notice is issued setting a date within two weeks of the date of the request as the board of directors' meeting date, they shall directly convene the board of directors' meeting;
- (6) investigate proposals and documents that directors intend to submit to a general assembly as well as other items prescribed by laws and regulations, and report the results of such investigations to the general assembly if they find any violation of laws and regulations and/or the Articles of Incorporation, or significant impropriety;
- (7) request that a director cease an act, in the case where such director engages in or is likely to engage in an act outside the scope of the purpose of the Society or other acts in violation of laws and regulations and/or the Articles of Incorporation, if such act is likely to cause substantial damage to the Society; and
- (8) exercise any other authority of auditors approved by laws and regulations.

(Term of Office of Officers)

Article 37

- 1 The term of office of directors shall be until the close of the ordinary general assembly pertaining to the last business year ending within two years following their appointment, and they may be reappointed. However, their term of office may be shortened by resolution of a general assembly. In addition, such term may not exceed six consecutive years unless otherwise specified.
- 2 The term of office of auditors shall be until the close of the ordinary general assembly pertaining to the last business year ending within two years following their appointment, and they may be reappointed. However, such term may not exceed six consecutive years.
- 3 The term of office of a person who takes office to increase the number of directors or to fill a vacancy shall be the remaining term of office of the incumbent or predecessor.
- 4 Even after their resignation or the expiration of their term of office, officers shall continue to perform their duties until their successors take office.

(Dismissal of Officers)

Article 38 An officer may be dismissed by resolution of a general assembly; provided, however, that any dismissal of an auditor shall require a resolution adopted by two-thirds or more of the voting rights of all the delegates.

(Remuneration, etc.)

Article 39

- 1 Officers may receive remuneration.
- 2 Officers may be paid the expenses they incur in executing their duties.
- 3 Necessary matters concerning the preceding two Paragraphs shall be separately determined through resolution of a general assembly.

(Restrictions on Transactions)

Article 40

- 1 When an officer intends to engage in any of the following transactions, he/she shall disclose the important facts concerning the transaction and obtain approval from the board of directors.
  - (1) Transactions that are in the line of business of the Society and that are conducted for his/her own benefit or for the benefit of any third party
  - (2) Transactions with the Society conducted for his/her own benefit or for the benefit of any third party
  - (3) Transactions in which the interests of the Society and the officer conflict
- 2 An officer who has carried out a transaction set forth in the preceding Paragraph shall report the important facts of the transaction to the board of directors without delay.

(Officers' Liability for Damages and Exemption)

Article 41

- 1 If an officer neglects his/her duties, he/she shall be liable to the Society for damages arising as a result thereof pursuant to the provisions of Article 111 of the General Incorporated Association/Foundation Act.
- 2 Notwithstanding the provisions of the preceding Paragraph, if an officer has acted in good faith and without gross negligence in performing his/her duties, he/she may be exempted from liability for damages in whole or in part by resolution of a general assembly.

(Counselor and Advisor)

Article 42

- 1 The Society may have a few counselors and advisors.
- 2 Counselors and advisors shall be appointed after their term of office has been decided by the board of directors.
- 3 A counselor may attend a board of directors' meeting and state his/her opinion.
- 4 Advisers shall give the President advice on important matters of the Society in response to consultation by the President.

CHAPTER VI Board of Directors

(Composition)

Article 43 The Society shall have a board of directors consisting of all directors.

(Authority)

Article 44

- 1 The board of directors shall perform the following duties in addition to matters provided for in the Articles of Incorporation.
  - (1) Determination of the time and place of a general assembly and the matters constituting the purposes thereof
  - (2) Matters concerning the establishment, amendment, and abolition of rules
  - (3) Decision-making on the execution of the Society's business in addition to the matters prescribed in the preceding Items
  - (4) Supervision of the performance of duties by directors
  - (5) Appointment and removal of the President and Vice President(s)
- 2 The board of directors may not delegate decision-making on the execution of the following matters and other important business to directors.
  - (1) Disposition and acceptance of material assets
  - (2) Taking out a large loan



- (3) Appointment and removal of material employees
- (4) Establishment, change or abolition of a secondary office or any other important organization
- (5) Development of an internal control system (establishment of a system to ensure that the performance of duties by directors complies with laws and regulations and the Articles of Incorporation, and other systems necessary to ensure the appropriateness of the Society's business as specified by laws and regulations)

(Type and Holding of Board of Directors' Meetings)

Article 45

- 1 Board of directors' meetings shall consist of the following two types of meetings: ordinary board meeting and extraordinary board meeting.
- 2 An ordinary board meeting shall be held, in principle, at least four times in each business year.
- 3 An extraordinary board meeting shall be held in any of the following cases:
  - (1) When the President deems it necessary;
  - (2) When a director other than the President requests the President to convene a meeting by submitting a document indicating the matters that constitute the purpose of the meeting;
  - (3) In the case where, within five days of the request referred to in the preceding Item, no convocation notice of the board of directors' meeting is issued setting a date within two weeks of the date of the request as the board of directors' meeting date, and the director that made the request calls the meeting; and
  - (4) When an auditor requests the President to convene a meeting pursuant to the provisions of Article 36, Item 5 or when an auditor requests the holding of a meeting.

(Convocation)

Article 46

- 1 The President shall convene board of directors' meetings. However, this shall not apply when a director convenes a meeting pursuant to Paragraph 3, Item 3 of the preceding Article or when an auditor convenes a meeting pursuant to the latter part of Paragraph 3, Item 4 of the preceding Article.
- 2 When a board of directors' meeting is convened, notice describing the date, time, place, and matters constituting the purpose of the meeting shall be given to each director and auditor in writing or by electromagnetic means at least one week prior to the date of the meeting.
- 3 Notwithstanding the provisions of the preceding Paragraph, a board of directors' meeting may be held without the convocation procedures, if the consent of all directors and auditors is obtained.

(Chairperson)

Article 47 The President shall chair board of directors' meetings.

(Quorum)

Article 48 A board of directors' meeting shall not be held unless more than half of the current number of directors are present.

(Voting)

Article 49 Unless otherwise provided for in the Articles of Incorporation, decisions of the board of directors shall be made by a majority of the directors present when a majority of the directors, excluding those with a special interest, are present.

(Omission of Resolutions)

Article 50 In the case where a director proposes a matter that constitutes the purpose of a resolution of the board of directors, if all of the members of the board of directors who are entitled to vote manifest their consent to such proposal in writing or by means of electromagnetic records, it shall be deemed that a resolution to approve

such proposal has been made at a board of directors' meeting. However, this shall not apply when an auditor makes an objection.

(Omission of Report)

Article 51 In the case where a director or an auditor has notified all directors and auditors of the matters to be reported to the board of directors, it shall not be required to report such matters to the board of directors.

(Minutes)

Article 52

- 1 Minutes shall be prepared with respect to the proceedings of board of directors' meetings pursuant to the relevant laws and regulations.
- 2 The representative director and auditors present shall affix their names and seals to the minutes set forth in the preceding Paragraph.

(Rules of the Board of Directors)

Article 53 Matters concerning the board of directors shall be governed by the rules of the board of directors, etc. established by the board of directors, in addition to laws and regulations and the Articles of Incorporation.

## CHAPTER VII      Assets and Accounting

(Business Plan and Budget)

Article 54 The business plan of the Society, related budget for income and expenditures, and other documents concerning prospects for financing shall be prepared by the President, and these documents shall be decided and approved by the board of directors prior to the commencement of each business year.

(Provisional Budget)

Article 55

- 1 Notwithstanding the provision of the preceding Article, in the event that the budget is not approved due to unavoidable reasons, the President shall be able to manage income and expenditures based on the budgeting for the preceding business year until the date of approval of the budget following a resolution of the board of directors.
- 2 The income and expenditures referred to in the preceding Paragraph shall be deemed to constitute income and expenditures in the newly approved budget.

(Business Report and Closing)

Article 56

- 1 With respect to the business report and settlement of accounts of the Society, after the end of each business year, the President shall prepare the business report, financial statements, and any annexed detailed statements thereof (hereinafter referred to as "Financial Statements, etc."), have them audited by an auditor, and obtain the approval of the board of directors, and then of an ordinary general assembly.
- 2 The Society shall give public notice of its balance sheet immediately after the conclusion of the ordinary general assembly referred to in the preceding Paragraph, in accordance with laws and regulations.

(Long-term Borrowings and the Disposition and Acceptance of Material Assets)

Article 57

- 1 When the Society intends to borrow funds, a resolution shall be made at a general assembly by a majority, which is more than half of the total number of delegates and more than two-thirds of the voting rights of all delegates, except with respect to short-term borrowings to be redeemed with income from the business year.

- 2 When the Society intends to dispose of or accept material assets, it shall obtain the same resolution as in the preceding Paragraph.

(Accounting Principles, etc.)

Article 58

- 1 The accounting of the Society shall be in accordance with the accounting practices of general incorporated associations generally accepted as fair and appropriate.
- 2 The surplus of the Society shall not be distributed.

(Detailed Regulations, etc.)

Article 59 The Society may establish regulations and detailed rules to satisfy Articles 54 through 58 for the proper execution of its budget.

CHAPTER VIII Amendment to the Articles of Incorporation, Merger, and Dissolution, etc.

(Amendments to the Articles of Incorporation)

Article 60 The Articles of Incorporation may be amended if a resolution is made at a general assembly by a majority, which is more than half of the total number of delegates and more than two-thirds of the voting rights of all delegates.

(Merger)

Article 61 The Society may effect a merger with any other general incorporated association or general incorporated foundation, transfer all or part of its business, or abolish all of its businesses for public interest purposes if a resolution is made at a general assembly by a majority, which is more than half of the total number of delegates and more than two-thirds of the voting rights of all delegates.

(Dissolution)

Article 62 The Society may be dissolved for any of the reasons prescribed in Article 148, Items 1 through 2 and Items 4 through 7 of the General Incorporated Association/Foundation Act or by a resolution made at a general assembly by a majority, which is more than half of the total number of delegates and more than two-thirds of the voting rights of all delegates.

(Ownership of Residual Assets)

Article 63 If the Society goes into liquidation due to dissolution, etc., the residual assets of the Society shall be donated to public interest corporations having a business purpose similar to the Society's, juridical persons, the national government, or local governments referred to in Article 5, Item 17 of the Act on Authorization of Public Interest Incorporated Associations and Public Interest Incorporated Foundation, by resolution of a general assembly.

CHAPTER IX Committees and Study Groups

(Committee)

Article 64 The Society may establish a committee by resolution of the board of directors when necessary for the promotion of its business and execution of its affairs.

(Study Group)

Article 65 The Society may establish a study group by resolution of its board of directors.

## CHAPTER X Secretariat

(Establishment of Secretariat and Secretary General, etc.)

### Article 66

- 1 The secretariat shall be established for the purpose of carrying out the administrative work of the Society.
- 2 The Secretariat shall have a secretary general and a few staff members as secretariat staff.
- 3 The secretary general and other staff members may be paid.
- 4 The secretary general and other staff members shall be appointed/dismissed by the President with the approval of the board of directors.
- 5 Matters necessary for the organization and operation of the secretariat shall be determined separately by the President by resolution of the board of directors.

(Books and Documents to be Kept)

### Article 67

- 1 The following books and documents shall be kept at the office at all times.
  - (1) Articles of Incorporation
  - (2) Member registry and documents concerning changes in members
  - (3) List of directors and auditors
  - (4) Documents concerning certification, permission, authorization, etc. and registration
  - (5) Documents concerning the proceedings of general assemblies and board of directors' meetings specified by the Articles of Incorporation
  - (6) Business plan and the budget for income and expenditures
  - (7) Business report and financial statements, etc.
  - (8) Audit report
  - (9) Other books and documents specified by laws and regulations
- 2 Inspection of the books and documents described in each Item of the preceding Paragraph shall be governed by the information disclosure regulations set forth in Article 68, Paragraph 2 as well as by laws and regulations.

## CHAPTER XI Information Disclosure and Personal Information Protection

(Information Disclosure)

### Article 68

- 1 In order to promote fair and open activities, the Society shall actively disclose its activities, operations, financial data and other information.
- 2 Necessary documents concerning information disclosure shall be determined separately by resolution of the board of directors.

(Personal Information Protection)

### Article 69

- 1 The Society shall make every effort to protect any personal information that may come to its knowledge in the course of its business.
- 2 Necessary matters concerning personal information protection shall be determined separately by resolution of the board of directors.

(Method of Public Notice)

Article 70 The Society shall give public notice electronically. However, in the case where it is unable to give electronic public notice due to an accident or any other unavoidable circumstances, it shall give public in the Official Gazette published by the Japanese Government.

## CHAPTER XII Supplementary Provisions

(Delegation)

Article 71 Matters necessary for the operation of the Society other than those set forth in the Articles of Incorporation shall be determined separately by resolution of the board of directors.

(Initial Business Year of the Society)

Article 72 Notwithstanding the provisions of Article 5, the first business year of the Society shall commence on the date of its establishment and end on March 31, 2011.

(Employees at the Time of Establishment)

Article 73 The names and addresses of the employees (delegates) at the time of the establishment of the Society shall be as follows.

Nobuaki Hattori	11-2-103, Toyogaoka 2-chome, Tama-shi, Tokyo
Shogo Okumura	10-9, Miyanokita-cho, Arashiyama, Nishikyo-ku, Kyoto-shi
Kazuhiko Fukushima	25-3, Odoriyama, Myodaiji-cho, Okazaki-shi, Aichi Prefecture

(Officers at the Time of Establishment)

Article 74

- 1 The names of the officers at the time of the establishment of the Society shall be as follows.
- 2 Notwithstanding the provisions of Article 37, Paragraph 1, the term of office of the officers at the time of the establishment of the Society shall be until the conclusion of the ordinary general assembly for the business year of 2010.

Directors at the Time of Establishment

Nobuaki Hattori  
Shogo Okumura  
Kazuhiko Fukushima  
Yasuo Iijima  
Akira Isogai  
Yuji Imamura  
Masamitsu Ota  
Shuichi Kawai  
Ryuichiro Kondo  
Masahiro Samejima  
Junji Sugiyama  
Tomoyuki Hayashi  
Takuro Hirai  
Ryo Funada  
Gyosuke Meshitsuka

Representative director at the Time of Establishment  
Nobuaki Hattori

Auditors at the Time of Establishment  
Satoshi Shida  
Shuichi Doi

(Compliance with Laws)

Article 75 Any matters not provided in the Articles of Incorporation shall be in accordance with the General Incorporated Association/Foundation Act and other laws and regulations.

The Articles of Incorporation are prepared for the purpose of establishing The Japan Wood Research Society, and the employees at the time of establishment shall affix their names and seals hereto as follows.

March 23, 2010

Employee at the Time of Establishment      Nobuaki Hattori

Employee at the Time of Establishment      Shogo Okumura

Employee at the Time of Establishment      Kazuhiko  
Fukushima

Revision: June 25, 2011; partial revision based on Proposal No. 2 of the 2nd ordinary general assembly

Revision: June 20, 2015; partial revision based on Proposal No. 2 of the 6th ordinary general assembly

Approved by the board of directors at its 352nd meeting on June 21, 2019. It was enforced from the same day.