Articles of Incorporation of Japan International Volunteer Center

Chapter I General Provisions

Article 1 (Name)
The name of the Specified Non-Profit Organization shall be Nihon Kokusai Volunteer Center and shall be expressed in English as Japan International Volunteer Center (Abbreviated name: JVC).

Article 2 (Office locations)
The head office of the Organization shall be located in Taito Ward, Tokyo.

Article 3 (Purposes)
Hoping to build a society where all the people of the earth can coexist with nature and live with each other, the Organization aims:

(1) To assist people who are working to remedy, by their own efforts, difficult situations that are socially imposed on them, through conducting activities for international cooperation around the world, and
(2) To create new lifestyles and human relationships, through conducting activities for global environmental conservation and social education

Article 4 (Classification of activities)
In order to achieve the purposes stipulated in Article 3, this Organization engages in the following specified nonprofit activities:

(1) Promoting social education
(2) Environmental preservation
(3) Disaster relief
(4) Protecting human rights and promoting peace
(5) International cooperation
(6) Building a gender-free society in which both men and women can participate fully
(7) Offering liaison, counseling and assistance services concerning the operation or activities of organizations engaging in the above-mentioned activities

Article 5 (Classification of projects concerning the activities)
1. In order to achieve the purposes stipulated in Article 3, this Organization conducts the following specified nonprofit projects:
   (1) Relief, recovery, reconstruction, development cooperation, advocacy and other relevant projects assisting refugees, conflict and disaster victims and other people in socially difficult situations all over the world
   (2) Relief, recovery and reconstruction cooperation, advocacy and other relevant projects assisting victims of large-scale disasters that occurred in Japan
   (3) Public relations, social education, advocacy and other projects, including those through in-house magazines, other publications and mass media, concerning Items (1) and (2) above
   (4) Assisting other organizations conducting projects that serve the purposes of the Organization
   (5) Other projects required for achieving the purposes of the Organization

Chapter II Membership

Article 6 (Membership types)
The Organization has three (3) membership types as below. Regular Members shall be the Organization Members as stipulated in the Act on Promotion of Specified Non-profit Activities (hereinafter referred to as the Act).

(1) Regular Members: Individuals or organizations who agree with the purposes of, and become members of, the Organization.
(2) Supporting Members: Individuals or organizations who become members to support the projects conducted by the Organization.
(3) Special Members: Individuals or organizations who are recommended by the Board of Directors of the Organization.

Article 7 (Admission)
1. To become a Regular or Supporting Member, the applicant shall apply to the President of the Organization, submitting an application form separately prescribed by the President.
2. When admission is applied for in accordance with the preceding Clause and such admission serves the purposes of the Organization, the President shall not refuse the admission unless he/she has a good reason to do so.
3. If the President refuses admission of an individual or organization applied for in accordance with Clause 1, the President shall promptly notify the individual or organization in writing of the refusal, stating the reason(s) for the refusal.
4. If an individual or organization is recommended as a Special Member and the individual or organization accepts the offer, the individual or organization becomes a Special Member without any other admission procedures.

Article 8 (Membership fees)
1. Members shall pay membership fees separately established at the General Assembly.
2. To become a Regular Member, individuals and organizations are required to pay the membership fees, in addition to meeting the requirements stipulated in the preceding Article.

Article 9 (Withdrawal)
1. Members may withdraw from the Organization at their own discretion by submitting a withdrawal notice to the President.
2. If any of the following applies, the relevant Member's membership shall be terminated:
   (1) When a Member who is an individual passes away or when a Member that is an organization dissolves.
   (2) When a Member fails to pay the membership fees for one (1) year or longer and also fails to pay on time after receiving a reminder notice that sets a payment time-limit.

Article 10 (Expulsion of Members)
If any of the following applies, the Organization may, with a General Assembly resolution, expel the relevant Member. The relevant Member, however, shall be allowed to explain before the General Assembly resolution is adopted, and adopting the resolution requires two-thirds (2/3) or more of voting rights to be exercised to vote for adopting the resolution at the General Assembly.
(1) When the Member violates these Articles of Incorporation or other relevant regulations
(2) When the Member significantly damages the reputation of the Organization or acts against the purposes of the Organization

Chapter III Directors and Auditors

Article 11 (Number of Directors and Auditors)
1. The Organization shall have Directors and Auditors as follows:
   (1) Seven (7) or more Directors
   (2) One (1) or two (2) Auditors

Article 12 (Elections)
1. The Directors and Auditors shall be elected from among Regular Members (or representatives of Regular Members that are organizations) at the General Assembly of the Organization.
2. The Board of Directors shall appoint, by a simple majority vote, Directors with special titles as follows:
   (1) One (1) President

(2) One (1) Vice President

3. A Director or Auditor shall not have two or more relatives within the third degree of consanguinity, including his/her spouse, on the Board of Directors. For each Director or Auditor, the total of the Director or Auditor and his/her relatives within the third degree of consanguinity, including his/her spouse, who also serve as Directors or Auditors of the Organization, shall not exceed one-third of the total number of Directors and Auditors.
4. An individual who falls under any of the categories stipulated in Article 20 of the Act is unqualified to become a Director or Auditor of the Organization.
5. Auditors shall not be Directors or staff of the Organization.

Article 13 (Directors' Duties)

1. The President shall represent the Organization and administer the operation of the Organization.
2. The Vice President shall assist the President. If the President is unable to perform his/her duties, or the Organization has no President, the Vice President shall perform the duties of the President.
3. Directors shall form the Board of Directors and execute the operation of the Organization based on the law, these Articles of Incorporation and General Assembly and Board of Directors resolutions.

Article 14 (Auditors' Duties)

Auditors shall perform the following duties:

(1) Auditors shall audit Directors' execution of the operations
(2) Auditors shall audit the finances of the Organization
(3) If, as the result of an audit stated in the preceding Items, any serious misconduct or violation of the law or these Articles of Incorporation is discovered concerning the operation or finances of the Organization, Auditors shall report such misconduct or violation to the General Assembly or the competent authorities.
(4) If a General Assembly is required for the report stated in the preceding Item, Auditors shall convene the General Assembly.
(5) Auditors shall explain, to Directors, their views concerning the audit stated in Items (1) and (2) of this Article.

Article 15 (Terms of office)

1. The term of office of Directors and Auditors shall be two (2) years. This, however, does not prevent them from being reappointed.
2. The term of office of a new Director/Auditor taking over from a former Director/Auditor who resigned before his/her term expired shall expire at the end of the former Director/Auditor's term of office. The term of office of an additional Director/Auditor shall expire at the end of the term of office of the Directors/Auditors who are in office at the time of the election.
3. Notwithstanding the preceding Clause, if no new Directors/Auditors replacing the current Directors/Auditors have been elected, the term of office of the current Directors/Auditors shall be extended until the close of the first General Assembly held after the last date of their term of office. If new Directors/Auditors have been elected before the expiration of the term of office of the current Directors/Auditors, the term of office of the current Directors/Auditors shall expire at the conclusion of the relevant General Assembly.
4. Directors/Auditors shall continue to perform their duties, even after their terms of office expire, until new Directors/Auditors replacing them assume the office.

Article 16 (Dismissal)

1. If any of the following applies, the Organization may, with a General Assembly resolution, dismiss the relevant Director/Auditor. The relevant Director/Auditor, however, shall be allowed to explain before the General Assembly resolution is adopted, and adopting the resolution requires two-thirds (2/3) or more of voting rights to be exercised to vote for adopting the resolution at the General Assembly.
   (1) When the Director/Auditor becomes unable to perform his/her duties due to physical or mental illness
   (2) When the Director/Auditor breaches his/her duties
   (3) When the Director/Auditor behaves inappropriately as a Director/Auditor of the Organization
2. Notwithstanding the preceding Clause, the Organization may, with a Board of Directors resolution,

dismiss a Director/Auditor if he/she falls under any of the categories stipulated in Article 47-1 of the Act.

Article 17 (Remuneration)
1. Some Directors and Auditors who work full-time or nearly full-time may, with a Board of Directors resolution, receive remuneration from the Organization. Other Directors and Auditors shall not receive remuneration from the Organization.
2. The number of Directors and Auditors receiving remuneration, however, shall not exceed one-third (1/3) of the total number of Directors and Auditors.
3. The Organization may pay Directors and Auditors actual expenses required for performing their duties.
4. The President, with a General Assembly resolution, shall separately stipulate requirements and other matters concerning Clauses 1, 2 and 3 of this Article.

Chapter IV Advisers to the Board

Article 18 (Advisers to the Board)
1. The Organization may have one (1) or a few Advisers to the Board.
2. The President, based on recommendation(s) by the Board of Directors, shall commission, in writing, Advisers to the Board.
3. Advisers to the Board may attend the Board of Directors meetings and offer advice to the President concerning the operation of the Organization.
4. The Organization may appoint Advisers to the Board, who significantly contributed to the Organization, as Special Advisers to the Board.

Chapter V Meetings

Article 19 (Meeting types)
1. The Organization shall hold two (2) types of meetings: General Assembly and Board of Directors meetings.
2. The Organization shall hold ordinary and extraordinary General Assembly.

Article 20 (Constituent members of the General Assembly)
1. The General Assembly is the supreme decision-making body of the Organization and shall consist of Regular Members of the Organization.
2. Supporting and Special Members may attend the General Assembly and express their views.

Article 21 (Capacity and power of the General Assembly)
The General Assembly has the capacity and power to resolve the following matters concerning the operation of the Organization:
(1) Amending the Articles of Incorporation of the Organization
(2) Dissolution and merger of the Organization
(3) Project plans and activity budgets
(4) Project reports and account settlement
(5) Election, dismissal, duties and remunerations of Directors and Auditors
(6) Amounts of admission and membership fees
(7) Expulsion of Members
(8) Distribution of residual property in case of the dissolution of the Organization
(9) Other agenda items that the Board of Directors brings up at the General Assembly

Article 22 (Convocation of General Assembly)
1. An ordinary General Assembly shall be convened and held once every fiscal year.
2. An extraordinary General Assembly shall be convened and held when any of the following applies:
   (1) When the Board of Directors considers that such a meeting is necessary and requests convocation
   (2) When one-fifth (1/5) or more of Regular Members request convocation in writing, stating the purposes of the meeting

(3) When Auditors convene the meeting as stipulated in Article 14-(4)

Article 23 (Convocation procedures for General Assembly)
1. The President of the Organization shall convene General Assembly, except in the case of Article 22-2-(3).
2. When requests are made as stipulated in Article 22-2-(2), the President shall convene an extraordinary General Assembly within thirty (30) days of the request.
3. Notices for convening a General Assembly shall be dispatched to Regular Members at least seven (7) days prior to the date of the meeting. Such notices shall be made in writing, stating the time, date, location and agenda of the meeting.

Article 24 (Chairperson of General Assembly)
The Chairperson of a General Assembly shall be elected from among Regular Members who are present at the meeting.

Article 25 (Quorum for General Assembly)
The quorum for a General Assembly shall be one-fourth (1/4) or more of the Regular Members, and no General Assembly shall be held unless this quorum is achieved.

Article 26 (Adopting resolutions at General Assembly)
1. Unless otherwise stipulated in these Articles of Incorporation, adopting resolutions at a General Assembly shall require that a majority of the Regular Members who are present vote to adopt the resolution. In case of a tie vote, the Chairperson shall decide.
2. Each Regular Member, which is one (1) individual or one (1) organization, shall have one (1) voting right.

Article 27 (Voting rights at General Assembly)
1. Each Regular Member has an equal voting right.
2. If a Regular Member is unable to attend a General Assembly due to a compelling reason, he/she may exercise his/her right of voting in writing, by fax or by using an electromagnetic form for agenda items notified in advance. Or he/she may exercise his/her right of voting by proxy. The proxy must be another Member of the Company.
3. Regular Members who exercised their rights of voting as stipulated in the preceding Clause shall be deemed to be present at the meeting for the purposes of Articles 25 and 26.
4. If a Regular Member has a special interest in an agenda item, he/she may not exercise his/her right of voting for the agenda item.

Article 28 (Minutes for General Assembly)
1. The chairperson shall take minutes for the General Assembly.
2. Minutes shall be signed and sealed by the chairperson and two (2) or more signatories elected from among Regular Members present at the meeting.

Chapter VI The Board of Directors

Article 29 (Constituent members of the Board of Directors)
1. The Board of Directors shall consist of Directors of the Organization.
2. In addition to the matters stipulated in these Articles of Incorporation, the Board of Directors has the capacity and power to resolve the following matters:
   (1) Matters to be discussed at General Assembly
   (2) Matters concerning the implementation of General Assembly resolutions
   (3) Other significant matters concerning the operation of the Organization

Article 30 (Convocation of Board of Directors meetings)
1. A Board of Directors meeting shall be convened and held when any of the following applies:
   (1) When the President considers that such a meeting is necessary
   (2) When one-third (1/3) or more of Directors request convocation in writing, stating the purposes of the

meeting
(3) When Auditors request the convocation

2. When requests are made as stipulated in Items (2) and (3) of the preceding Clause, the President shall convene a Board of Directors meeting within twenty (20) days of the request. If the President fails to do so, the persons who made the request may convene a Board of Directors meeting by themselves.
3. A notice for convening a Board of Directors meeting shall be dispatched at least seven (7) days prior to the date of the meeting. Such a notice shall be made in writing or by electromagnetic means, stating the time, date, location, purposes and agenda of the meeting.

Article 31 (Proceedings of Board of Directors meetings)

1. The President shall chair the Board of Directors meetings.
2. The quorum for a Board of Directors meeting shall be a majority of all Directors, and no Board of Directors meeting shall be held unless this quorum is achieved.
3. In addition to direct attendance at the meeting venue, if a Director participates in a Board of Directors meeting under a web conferencing system that ensures interactive and simultaneous communications, he/she shall be deemed to be present at the meeting.
4. Adopting resolutions at a Board of Directors meeting shall require that a majority of the Directors who are present vote to adopt the resolution.
5. If a Director is unable to attend a Board of Directors meeting due to a compelling reason, he/she may exercise his/her right of voting, in writing or by electromagnetic means, for agenda items notified in advance. Or he/she may exercise his/her right of voting by proxy. The proxy must be another Director of the Organization.
6. Directors who exercised their rights of voting as stipulated in the preceding Clause shall be deemed to be present at the meeting for the purposes of Clauses 2 and 3.
7. In the event that the President notifies all Directors in writing, by fax or by electromagnetic means, and requests their approval or disapproval of matters deemed necessary by the President, such as matters requiring urgent action, the approval or disapproval obtained by a majority of the total number of Directors by written, fax or electromagnetic means may be used as a resolution by written document of the Board of Directors.
8. The chairperson shall take the minutes for the Board of Directors meetings. The chairperson and one (1) or more other Directors shall stamp the minutes with their names.
9. Notwithstanding the provisions of the preceding Clause, in the case of resolution by written document as stipulated in Clause 7, the minutes shall consist of a record of the total number of Directors, the matters notified to all Directors by the President and the process from the notification to the vote, and the voting results and accompanying opinions of each Director. These minutes shall be stamped by the President and at least one other Director with their names.

Chapter VII Assets

Article 32 (Assets)

The Organization shall have the following assets:

(1) Assets listed on the property list
(2) Membership fees received
(3) Contributions received
(4) Profits made from assets
(5) Profits made from projects
(6) Other profits

Article 33 (Classification of assets)

The assets of the Organization shall be related to specified nonprofit activities.

Article 34 (Management of assets)

1. The President shall manage the assets of the Organization. The President, with a Board of Directors resolution, shall separately stipulate the method of asset management.

2. Expenses of the Organization shall be paid from the assets of the Organization.

Chapter VIII Accounts

Article 35 (Accounting principles)
The accounting of the Organization shall be governed by the accounting principles stipulated in Article 27 of the Act.

Article 36 (Accounting categories)
The accounting of the Organization shall be related to specified nonprofit activities.

Article 37 (Fiscal year)
The fiscal year of the Organization shall commence on April 1 of each year and end on March 31 of the following year.

Article 38 (Project plans and budgets)
1. The President, for each fiscal year, shall prepare a project plan and budget for the Organization, and a resolution of the General Assembly shall be required to approve the project plan and budget.
2. Notwithstanding the preceding Clause, the President, with a Board of Directors resolution, may revise the project plan and budget in the middle of a fiscal year, if the President considers such revision necessary.
3. When the project plan and budget are revised, the President shall report the details of the revision at the first General Assembly held after the revision.

Article 39 (Provisional budgets)
1. Notwithstanding the preceding Article, the President, with a Board of Directors resolution, may prepare and execute a provisional budget until the current fiscal year's budget is adopted.
2. In the case of the preceding Clause, the earned income and paid expenses based on the provisional budget shall be included in the newly adopted budget.

Article 40 (Reserves)
1. The budget may include reserves. Reserves shall be allocated for budget overruns and expenditures not provided for in the budget.
2. For payments from the reserves, resolutions by the Board of Directors are required.

Article 41 (Project reports and account settlement)
After each fiscal year ends, the President shall prepare project reports, financial reports, balance sheets, property lists and other financial documents promptly. Auditors shall audit and a resolution of the General Assembly shall be required to approve such documents within three (3) months of the end of the fiscal year.

Chapter IX Revising the Articles of Incorporation and dissolution

Article 42 (Revising the Articles of Incorporation)
1. Adopting a resolution at a General Assembly for revising these Articles of Incorporation shall require that three-fourths (3/4) or more of the Regular Members who are present vote to adopt the resolution. In addition, approval from the competent authorities shall be required concerning the following items stipulated in Article 25-3 of the Act:
   (1) Purposes
   (2) Name of the Organization
   (3) Types of specified nonprofit activities and projects
   (4) Locations of the head office and branches (Only when the head office or branch moves out of the jurisdiction of the current authorities)
   (5) Matters concerning qualification and disqualification of Organization Members
   (6) Matters concerning Directors and Auditors (Except matters concerning the number of Directors and

Auditors)
(7) Matters concerning meetings
(8) Types of projects other than nonprofit projects, if such projects are conducted
(9) Matters concerning dissolution (Only the matters concerning the distribution of residual property)
(10) Matters concerning the revision of the Articles of Incorporation

2. Any revision of these Articles of Incorporation, except revisions of items that require approval from the competent authorities as stipulated in the preceding Clause, shall be reported to the competent authorities.

Article 43 (Dissolution)
1. The Organization shall be dissolved due to any of the following reasons:
(1) When the General Assembly has resolved to do so
(2) When the accomplishment of the projects concerning the specified nonprofit activities that are the purposes of the Organization has become impossible
(3) When the Organization has no Regular Members
(4) When the Organization has been merged with another organization
(5) When the commencement of bankruptcy proceedings has been approved
(6) When the competent authorities have canceled their approval for the Organization's incorporation
2. When the Organization is dissolved due to Clause 1, Item (1) of this Article, adopting a resolution at a General Assembly for dissolving the Organization shall require that three-fourths (3/4) or more of all Regular Members vote to adopt the resolution.
3. When the Organization is dissolved due to Clause 1, Item (2) of this Article, approval from the competent authorities shall be required.

Article 44 (Liquidator appointment)
When the Organization is dissolved, a Director shall serve as the liquidator. This, however, does not apply when the Organization is dissolved due to a merger.

Article 45 (Transfer of residuary assets)
When the Organization is dissolved, the Organization's residuary assets shall be transferred to other specified non-profit organization(s), public utility association(s) and/or public utility foundation(s) designated at the General Assembly that resolved the dissolution as stipulated in Article 43.

Article 46 (Merger)
When the Organization is merged with another organization, adopting a resolution at a General Assembly for the merger shall require that three-fourths (3/4) or more of all Regular Members vote to adopt the resolution. In addition, approval from the competent authorities shall be required.

Chapter X Notification method

Article 47 (Notification method)
Public notices of the Organization shall be provided on the Organization's bulletin board and in the Official Gazette. However, the public notices related to the balance sheets stipulated in 2.-(1) of Article 28 of the Act shall be provided on the Organization’s website.

Chapter XI Secretariat Office

Article 48 (Establishment of Secretariat Office)
1. In order to handle clerical work for the Organization, a Secretariat Office shall be established.
2. The Secretariat Office shall have a Secretary General and other staff members.
3. The President of the Organization shall appoint and dismiss the Secretary General and other staff members.
4. Directors may serve concurrently as the Secretary General or staff members.

5. The Board of Directors shall decide the organization, operation and other necessary matters concerning the Secretariat Office.

Chapter XII Miscellaneous provisions

Article 49 (Documents to be kept)

1. The Secretariat Office shall store, at each office and branch, the photocopies of these Articles of Incorporation and documents concerning their notarization and registration, the list of Directors and Auditors and other documents stipulated in Article 54 of the Act.
2. Within the first three (3) months of each fiscal year, the Secretariat Office shall prepare the following documents concerning the previous fiscal year, and store them at each office and branch until the end of the fiscal year which includes the day after 5 years passed from the day of making the documents.
   (1) Project reports, financial reports, balance sheets, property lists and other financial documents concerning the previous fiscal year
   (2) A list of Directors and Auditors during the previous fiscal year (The list should state the names and addresses of all Directors and Auditors who held the posts during the previous fiscal year, and whether they received remunerations during the previous fiscal year)
   (3) A document stating the names and addresses of ten (10) or more Regular Members who held memberships as of the last day of the previous fiscal year. For Regular Members that are organizations, the organization and representative names shall be stated.
   (4) Other documents required by Article 54 of the Act.

Article 50 (Access to the documents)

When a Member or other stakeholder requests access to the documents stipulated in the preceding Article, his/her request shall be satisfied, unless there is a good reason to refuse such access.

Article 51 (Bylaws)

The President, with Board of Directors resolutions, shall separately establish any bylaws required for implementing these Articles of Incorporation.

Supplementary Provisions

1. These Articles of Incorporation shall become effective from the date of incorporation of the Organization.

2. Regardless of Article 12-1, the first Directors and Auditors of the Organization at the time of incorporation shall be those listed on the attached List of Directors and Auditors. Regardless of Article 15-1, their terms of office shall commence on the date of incorporation of the Organization and end on June 30, 1999. If the approval from the competent authorities is obtained after the said dates, their terms of office shall be from the date of the approval to the date of the next ordinary General Assembly.

3. Regardless of Article 37, the first fiscal year of the Organization shall commence on the date of incorporation and end on March 31, 2000.

4. Regardless of Article 38, the project plan and budget for the first fiscal year of the Organization shall be established at the inaugural General Assembly.

5. Regardless of Article 8-1, the membership fees of the Organization at the time of incorporation shall be as follows, as established at the inaugural General Assembly:
   Annual membership fees for Regular Members: 10,000 yen for individuals, 30,000 yen for organizations and 5,000 yen for students

Annual membership fees for Supporting Members: 10,000 yen for individuals, 30,000 yen for organizations and 5,000 yen for students

Supplementary Provision

These Articles of Incorporation shall become effective on June 15, 2013.

Supplementary Provision

These Articles of Incorporation shall become effective on October 15, 2013.

Supplementary Provision

These Articles of Incorporation shall become effective on June 16, 2018.

Supplementary Provision

These Articles of Incorporation shall become effective on September 18, 2018.

Supplementary Provision

These Articles of Incorporation shall become effective on June 15, 2019.

Supplementary Provision

These Articles of Incorporation shall become effective on August 13, 2019.

Supplementary Provision

These Articles of Incorporation shall become effective on September 10, 2020.

Supplementary Provision

These Articles of Incorporation shall become effective on August 3, 2022.

Supplementary Provision

These Articles of Incorporation shall become effective on October 22, 2025.