

# **General Association Robot Artificial Life Society Constitution**

## **Chapter 1** General Provisions

### **(Name)**

Article 1 The society shall be referred to as the Robot Artificial Life Society of the General Association.

### **(the purpose)**

Article 2 The society conducts the following business with the objective of disseminating the state of art science and technology related to artificial life and robot to society.

1. Research and research on the state of art science and technology on robots and artificial life
2. A yearly implementation of 'International Conference on Artificial Life and Robotics' and public relations activities on the state of art science and technology
3. Implementation of the state of art science and technology exhibition on artificial life and robot
4. Other necessary business to achieve the purpose of the corporation

### **(Location of main office)**

Article 3 The society places its principal office in Oita-shi, Oita Prefecture.

### **(Public Notice Method)**

Article 4 The public notice of the society shall be made by the method to be posted in the Official Gazette.

## **Chapter 2** Members

(Member)

Article 5 Members of the society shall be those who joined the society in favor of the purpose of the society.

(Entering society)

Article 6 In order to become a member after the establishment of this society, we must apply for entry to the society by application form prescribed by our society and obtain approval of the representative director.

### **(Obligation to pay expenses)**

Article 7 Members shall pay the expenses of the amount prescribed by the general meeting of members.

**(List of members)**

Article 8 The society shall prepare a list of members stating the name and address of the member and prepare it in the principal office of the society.

② Notification or demand to the member of this society shall be made to the address stated on the member register or to the residence the member n

**(Withdrawal)**

Article 9 Members leave the society due to the following reasons.

1. An offer to leave the member himself / herself. However, an offer to leave the society shall be made one month in advance, but when there are unavoidable reasons, you can leave the society at any time.

2. death

3. Total member's consent

4. Expulsion

② The expulsion of members can be made by resolution of the general meeting of members only when there are just reasons. In this case, it shall be in accordance with Article 30 of the Act on General Incorporated Corporation and General Foundation Incorporated (hereinafter referred to as "Corporate Act") and Item 1 of Article 49, Paragraph 2.

**Chapter 3** General Meeting of Society Members**(Invited)**

Article 10 The General Meeting of Regular Members of the Society shall be convened within two months from the day following the end of each business year, and the temporary staff general meeting shall be convened as necessary.

② The general meeting of members shall be convened by the representative director by decision of a majority of the directors, except when there are other provisions in the law. When there is an accident or obstacle in the representative director, another director calls this in a predetermined order.

③ In order to convene a general meeting of members, a notice of convocation shall be issued to members one week before the date of the meeting. However, the convocation notice does not need to be written.

**(Omission of convocation proceedings)**

Article 11 The General Meeting of Members may hold without consultation procedures when all members agree.

**(Chairman)**

Article 12 The Chairman of the General Meeting of Members shall be the representative director. Provided, however, that if there is an accident or hindrance to that person, the other directors shall take the place in accordance with a predetermined order.

**(Method of Resolution)**

Article 13 Resolution of the General Meeting of Members shall be made with a majority of voting rights of the attending members, unless otherwise stipulated in laws and regulations or the Articles of Incorporation.

**(Omission of Resolution of General Meeting of Members)**

Article 14 In the case where a proposal is made by a director or a member regarding matters to be resolved by the General Meeting of Members, when all of the members have expressed their intention to consent in writing by the proposal, a member stating that the proposal is to be passed It shall be deemed that there was a resolution of the general meeting.

**(Proxy exercise of voting rights)**

Article 15 Members may exercise their voting rights with the member of the society as an agent. However, in this case, a document evidencing the authority of representation shall be submitted for each member general meeting.

**(Minutes of General Meeting of Members)**

Article 16 With regard to the proceedings of the General Meeting of Members, minutes shall be prepared describing matters stipulated by laws and regulations, signed or stamped by the chairperson and attendance director, and shall be provided at the principal office of the society for ten years.

**Chapter 4 Directors and Representative Directors**

**(Number of Directors)**

Article 17 The number of directors of the corporation shall be three or more

**(Method of Appointment of Directors)**

Article 18 The appointment of the director of this society shall be made by a majority of the voting rights of the member who attended by a majority of the voting rights of all members at the general meeting of members.

**(Representative Director)**

Article 19 When there are two or more directors in the society, one director shall be selected by mutual election of directors.

**(Term of director)**

Article 20 The term of office of a director shall be until the conclusion of the regular meeting of members regarding the last of the business year ending within two years after the election.

② The term of office of the person appointed as substitute for the director who retired before the term of office shall be the same as the remaining term of the term of office

of the predecessor.

③ The term of office of the director appointed by the increase shall be the same as the remaining term of the term of office of other office director.

**(Remuneration etc.)**

Article 21 The profit benefit received from the society as remuneration, bonus, and other duties for the execution of duties shall be determined by a resolution of the general meeting of members.

**Chapter 5 Calculation**

**(Business year)**

Article 22 The business year of the society shall be from April 1 every year to March 31 of the following year.

**(Submission of calculation documents etc. to the annual regular member meeting etc)**

Article 23 The representative director or the director shall submit to the annual regular meeting of the regular member the calculation documents (balance sheet and profit and loss statement) and the business report every fiscal year.

② In the case of the preceding paragraph, the calculation documents shall be approved by the general meeting of member and the director shall report the details of the business report to the regular meeting of regular member.

**(Preservation of financial statements etc)**

Article 24 The society makes the balance sheet, income statement, business report and supplementary schedules for each business year to the principal office for five years from the day one week prior to the day of the annual regular meeting Shall be provided.

(Non-payment of surplus)

Article 25 The society shall not distribute surplus.

**Chapter 6 Dissolution and Liquidation**

**(Grounds for dissolution)**

Article 26 The society shall be dissolved due to the following reasons.

1. Resolution of the general meeting of members
2. What members lacked
3. Merger (when the society disappears due to the merger)
4. Determination of commencement of bankruptcy proceedings
5. Court order to dissolve

**(Attribution of residual assets)**

Article 27 When there is residual asset when the corporation is dissolved, it belongs to Oita prefecture.

**Chapter 7 Supplementary Provisions**

**(Name and address of member at establishment)**

Article 28 The name and address of the member at the time of establishment of this society are as follows.

Masanori Sugisaka, 3661-8, Oaza Shimohanda, Oita City, Oita Prefecture

Takao Ito, 13-3-1, Kai 5, Ube City, Yamaguchi Prefecture

**(Director at Incorporation and Representative Director)**

Article 29 The director at the time of incorporation of the society and the representative director at the time of establishment shall be as follows.

Founding Director, Masanori Sugisaka

Founding Director, Takao Ito

Founding Director, Makoto Sakamoto

Establishment representative director, Masanori Sugisaka  
3661-8, Oaza Shimohanda, Oita City, Oita Prefecture

**(First business year)**

Article 30 The first business year of the society shall be from the date of establishment of this society to the end of March 31,

**(Matters not stipulated in the articles of constitution)**

Article 31 All matters not stipulated in these articles of constitution shall be as stipulated by corporate law and other laws and regulations.

In establishing the Robot Artificial Life Society of the General Association, Masanori Sugisaka who is a representative of the society at the time of constitution, and founding director Takao Ito, Justice scrivener Chikanobu Yano, prepares these Constitution, which is an electromagnetic record, and makes a digital signature.

2017, 10, 11

Members at time establishing of Robot Artificial; Life Society

Masanori Sugisaka

3661-8, Oaza Shimohanda, Oita City, Oita Prefecture

Takao Ito

13-3-1, Kai 5, Ube City, Yamaguchi Prefecture

The incorporation preparation agent of the constitution, Judicial scrivener,  
Chikanobu Yano