

**CONSTITUTION
OF
THE JAPAN-SWISS SOCIETY**



日本イスイス協会

THE JAPAN-SWISS SOCIETY

**STATEMENT ON THE PURPOSE
OF ESTABLISHMENT OF
THE JAPAN-SWISS SOCIETY**

Although cordial relations have always prevailed between Switzerland and Japan since the diplomatic relations with each other entered into about eighty years ago, there has never existed any institution associating the peoples of the two countries such as the one now being established. The peoples of Switzerland and Japan, have, besides many things in common, their own traditions and cultures, on which mutual understanding can be cultivated further. We believe that better understanding will contribute towards the promotion of the already existing close ties between the two countries and their peoples.

It must be mentioned that Japanese people have a great deal to learn from the humanitarian achievements of the peace-loving people of Switzerland.

Prompted by such ideas as mentioned above, we have decided to establish The Japan-Swiss Society. It is our earnest desire that those interested in the purpose of this Society as provided in its Statute, will join it for the successful accomplishment of its mission.

Tsuneyoshi Takeda, President

April 1955.

THE JAPAN-SWISS SOCIETY CONSTITUTION

Chapter I Name and Address

Article I

The name of Society shall be the Japan-Swiss Society.

Article II

The Head Office shall be established in Tokyo, and, if possible, Branch Offices shall be established in other cities.

Chapter II Objectives and Activities

Article III

The objectives of the Society shall be to cultivate mutual friendship and the exchange of culture between people of Japan and Switzerland.

Article IV

The Society shall, in order to achieve the above mentioned objectives, engage in the following forms of activity:

1. Have lectures, exhibitions, hold contests, concerts, etc.
2. Introduce publications of papers and journals concerning Swiss ideals, learning economic affairs, national life, arts and industries.
3. Invite distinguished persons as speakers and exchange faculty members.
4. Establish connections with the Swiss-Japan Society in Switzerland with the object of exchanging information in regard to matters in which the two Societies are interested.
5. Establish and manage a Japan-Swiss Club House.
6. Establish and maintain friendly Japan-Swiss relations and undertake anything which might be deemed appropriate by the Directors of this Society.

Chapter III Membership

Article V

The members shall consist only of those of Japanese and Swiss nationality.

Article VI

Those who desire to become a member shall file an application and shall be recommended by at least one member and shall require the approval of the Board of Directors or a Membership Committee appointed by the Board of Directors.

A member who wishes to withdraw shall notify the Board of Directors, in writing.

Article VII

The members shall be classified in three groups as follows:

1. Regular Members

- a. Individuals
- b. Family Members (Members and Their Spouses)
- c. Juridical Persons or Firms (Corporate Person)

2. Sustaining Members

- a. Individuals
- b. Family Members (Members and Their Spouses)
- c. Juridical Persons or Firms (Corporate Person)

3. Honorary Members

The corporate person has a voting right of one vote, though two persons are admitted as members. — Honorary members shall have no vote. — The annual dues of the Regular and Sustaining Members shall be decided by the Board of Directors.

Article VIII

The Board of Directors may expel a member by affirmative votes representing the majority of all the directors, for any of the following reasons:

1. Violation of the Constitution or regulations of the Society.
2. Conduct damaging to the reputation of the Society or contrary to the object of the Society.
3. Any other due reason similar to Item 1 and 2 above.

The relevant member shall be informed of the reason for the expulsion at least one week prior to the decision of the Board of Directors and shall be given the opportunity to defend him (her) self at the Board of Directors meeting.

The result of the decision of the Board of Directors shall be notified to the relevant member.

The expelled person shall not be permitted to claim previous payments and shall not have any claim against the property of the Society.

Article IX

The membership of a member who despite reminder is in default with membership fee payments shall end automatically after one year of default, unless otherwise decided by the Board of Directors.

CHAPTER IV Officers and Staff

Article X

The officers of the Society shall be as follows:

President: one person

Vice President: within four persons

Standing Directors: within two persons

Directors: within twenty persons

Auditors: within two persons

Article XI

Directors and Auditors shall be elected at a General Meeting.

The term of office shall be two years, and they shall be eligible for re-election. The current Presidents of both Swiss Chamber of Commerce and Industry in Japan and Swiss Club Tokyo shall be automatically

invited to become ex-officio members of the Board of Directors of the Society for the term of their respective offices.

The same applies to a representative in the Board of Directors of the Society from the Swiss Embassy, who is appointed by the Swiss Ambassador.

Article XII

The president, the Vice Presidents and Standing Directors shall be elected by the Board of Directors from among themselves.

Article XIII

The President shall represent the Society and control its business. The Vice Presidents shall assist the President and in case of absence, his place shall be filled by a Vice President.

Standing Directors shall manage routine affairs, and in case of the absence of both the President and Vice President, their places shall be filled by one of the Standing Directors.

The Directors shall constitute a Board and manage the affairs of the Society.

Auditors shall manage business affairs according to the relevant laws and regulations

Article XIV

The Society may appoint Honorary Presidents and Vice Presidents from both countries. Honorary Presidents and Vice Presidents shall have only an advisory voice and no vote within the Board of Directors.

The Ambassador of Switzerland to Japan shall be automatically invited to become Honorary President.

Honorary Vice Presidents can be appointed by a majority vote of the General Meeting.

Honorary Members are entitled to all the privileges of Regular Members except voting rights and are exempt from payment of dues.

When an Honorary President or an Honorary Vice President leaves Japan, his (her) term of office as such officer shall end.

Article XV

A number of consultants who shall assist the President when necessary may be recommended by the officers of the Society.

Article XVI

A number of salaried staffs may be hired by the Board of Directors.

Chapter V Conferences

Article XVII

Conferences shall consist of two groups:

1. The General Meeting
2. The Board of Directors

The President shall call the meetings and act as Chairman.

An Ordinary General Meeting shall be convened once a year, in the Spring, and Extraordinary General Meeting shall be convened whenever the Board of Director deem it necessary to do so, or whenever demanded by more than one tenth of the total number of the members of the Society.

Article XVIII

It shall be the business of the General Meeting to decide on any amendment of the Constitution, to resolve on the adoption of the budget of income and expenditure for the ensuing year, to pass on the final statement of account for this year that has come to an end, and to decide on any other important matters.

Notice to convene a General Meeting shall be sent by ordinary mail to each member resident in Japan by posting the same to his permanent or temporary residence or address which he has notified to the Society, at least two weeks prior to the date of the General Meeting.

Article XIX

Methods of procedures shall be determined at all conferences by the

majority of votes of attending members.

In the event of a draw in voting, the Chairman shall have the deciding vote.

A member who is not present at a conference may exercise his right of vote by appointing a proxy who must himself be a member of the Society and who moreover must have the right to vote at the conference in question.

Article XX

On very urgent subjects and in case of emergency, the President can put such subjects up for voting by circular letter sent to every member. The written reply of the members shall replace the vote of a meeting.

Article XXI

The Society may have some committees. The members of the Committers will be appointed by the Board of Directors.

The Chairman of a committee will be elected by the committee members and if necessary they may hold a meeting occasionally. The resolutions passed by the committee must be approved by the President.

Chapter VI Property and Accounts

Article XXII

Property consists of the following:

1. Assets listed under separate cover which were possessed when the Society was established.
2. Members' dues.
3. Contributions.
4. Income derived from property held by the Society and all other miscellaneous income.

Article XXIII

Rules relating to the management and disposal of property shall be described by the Board of Directors.

Article XXIV

Income statements and inventory at the end of the financial year shall be submitted to the Board of Directors by the Secretary, for approval within three months from the end of the financial year to which the final account in question relates.

Article XXV

The financial year shall commence on the first day of April and terminate on the thirty-first day of March of the year following.

Chapter VII Dissolution and Change of Constitution

Article XXVI

The Constitution may be amended only at a General Meeting with the approval of at least two thirds of the attending members.
Such amendments require the approval of the competent authorities.

Article XXVII

In the event that the Society is dissolved, the remaining assets shall be contributed to an organization similar in purpose, subject to the approval of three-quarters of the votes at the General Meeting and subject to the approval of the competent authorities.

THE JAPAN-SWISS SOCIETY

(As amended at October 11, 2022 General Meeting)