

General Incorporated Association Kyoto Breast Cancer Research Network Rules of Board of Directors

(General rule)

Article 1 Based on the General Incorporated Association Kyoto Breast Cancer Research Network Articles of incorporation Article 35, necessary particulars etc. regarding the running of the board of directors meeting is set.

(Executive director)

Article 2 Executive directors may be placed at the board of directors meetings.

- 2 Executive directors are chosen from the directors with a resolution at the board of directors meeting.
- 3 Executive directors are 10 or less people.
- 4 Executive directors support the execution of representative director's duties.

(Holding a board of directors meeting)

Article 3 The board of directors meeting will be held when falls into one of the following clause.

- (1) When the representative director approves it necessary.
- (2) When there is a request of convening a board of directors meeting from a director who is not the representative director, in writing specifying the particulars of the purpose of the board of directors meeting.
- (3) When there is a request for convening a board of directors meeting by the auditor secretary or the auditor secretary calls for a board of directors meeting according to the Act on General Incorporated Associations and General Incorporated Foundations Article 101 Clause 2 or Clause 3.

(Opening and Closing a board of directors meeting)

Article 4 The order of the opening and closing of a board of directors meeting is declared by the chair.

(Duty of the chair)

Article 5 The chair must follow the order of the day and proceed with the order smoothly and also must establish an orderly floor and maintain it.

- 2 The chair must not unreasonably limit the statement of the directors.

(Particulars of report)

Article 6 Directors must report their own duty's progress situation at the board of directors meeting more than twice every fiscal year with an interval of over 4 months.

- 2 In the case where a director cannot participate in the board of directors meeting concerned due to circumstances beyond his or her control he or she must submit in writing with his or her own duty progress situation report to the board of directors meeting beforehand. In this case the chair of the board of directors meeting reports on behalf of the absent director concerned based on the report document which has been submitted.
- 3 When either a director or the auditor secretary notifies the particulars which must be reported to all the members by the director and auditor secretary, it is not necessary to report the particulars concerned at the board of directors meeting. Provided however that the report of the preceding clause is reported.

(Submission of a motion)

Article 7 The attended director may submit motions to the chair anytime as long as it will not interrupt the order of the day.

- 2 When a motion of the preceding clause should be submitted, the chair must seek judgment from the floor whether to take it up as a bill or not.

(Ban on the resubmission of bills or motions)

Article 8 The bills/motions which have been rejected or recalled must not be resubmitted at the same board of directors meeting.

(Commission discussion)

Article 9 When the board of directors meeting approves it necessary, the chair may seek for judges from the floor and select the commissioner and refer to the committee the bill and let it deliberate.

- 2 The method of commissioner selection in the preceding clause is decided by the chair by seeking the judgment of the board of directors meeting each time.
- 3 The chair must make the commissioned and referred bill to report the result of the deliberation and then take a vote.

(Voting)

Article 10 The attending directors must join the voting. However the directors who have a particular interest cannot join the vote.

- 2 In the case where the preceding clause is a provisory clause, the chair can force the directors concerned to exit the floor until the transaction is complete.

(Change of Rules)

Article 11 In the case where this rule needs changing, it may be able to do so through a resolution at a directors meeting.

Additional Clause

These rules are implemented as of 26th of September 2015.