

General Incorporated Association, Japan Accreditation Council for Medical Education

Articles of Incorporation

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Chapter 1: General Provisions

(Name)

Article 1 This Association shall be named the Ippan Shadan Hojin, Nihon Igaku Kyoiku Hyoka Kiko. It shall be referred to as the Japan Accreditation Council for Medical Education (Abbrev. “JACME”).

(Office)

Article 2 This Association shall establish its principal office at 1-3-11 Yushima, Bunkyo-ku, Tokyo.

Chapter 2: Purpose and Business

(Purpose)

Article 3 The Japan Accreditation Council for Medical Education (JACME) exists to strengthen and advance medical education, and to contribute to health, health care, welfare, public health and global health, by assuring the quality of medical education in Japan from an international standpoint. To accomplish this mission, the organization is designed to carry out a dispassionate and proper evaluation of medical education programs in Japan, on the basis of the schools’ founding principles and the World Federation for Medical Education (WFME) Global Standards for Quality Improvement.

(Business)

Article 4 This Association carries out the following business in order to achieve the purposes stated in the preceding Article:

- (1) Establishment and revision of medical education program evaluation standards.
- (2) Evaluation of medical education programs.
- (3) Instruction for enhancement and improvement of medical education programs.
- (4) Research for enhancement and improvement of medical education programs.
- (5) Publication of journals, academic books, etc. on medical education programs.
- (6) Collaboration with related organizations in Japan and overseas as well as collection of information on medical education evaluation in foreign countries.
- (7) Any other business necessary to achieve the purpose of this Association.

Chapter 3: Membership

(Members of the Association)

Article 5 This Association shall be comprised of the following members, and Regular Members shall

be the Association Members under the Act on General Incorporated Associations and General Incorporated Foundations (hereinafter referred to as the “Corporation Act”).

(1) Regular Members: deans or presidents of national, public and private faculties of medicine (including schools of medicine and medical sciences, and schools of medicine), medical universities and medical colleges in Japan who became members by assenting to the business of this Association; and the representatives of the following organizations supporting the development of medical doctors

①Public Interest Incorporated Association, the Japan Medical Association

② General Incorporated Association, the Japanese Medical Science Federation

③General Incorporated Association, the Japan Society for Medical Education.

(2) Support Members: An organization that became a member to support the business of this Association.

(Admission)

Article 6 A person who joins this Association as a Member shall make an application for admission in accordance with the provisions separately determined by the Executive Board.

2. Admission shall be determined by the Executive Board in accordance with the standards separately determined at the General Assembly of Association Members, and the result shall be made available to the applicant.

(Membership Fees, etc.)

Article 7 A Member shall be required to pay the amounts determined at the General Assembly of Association Members as admission fee and membership fee, to be appropriated for the expenses ordinarily accruing in the Association’s business activities.

(Voluntary Withdrawal)

Article 8 A Member may voluntarily withdraw at any time from this Association by submitting the application for withdrawal separately specified. However, the withdrawing Member must give prior notice to this Association at least three (3) months before withdrawal.

(Expulsion)

Article 9 In the event that a Member falls under any of the following, that Member may be expelled from this Association by a resolution of the General Assembly of Association Members:

(1) In the event that the Member breaches these Articles of Incorporation and any other regulations.

(2) In the event that the Member defames this Association or commits any act contrary to its purpose.

(3) In the event that there are other just causes for expulsion.

(Disqualification of Membership)

Article 10 In addition to the preceding two Articles, in the event that a Member falls under any of the following, the Member shall be disqualified:

- (1) In the event that the Member has not paid membership fees for over two (2) years.
- (2) In the event that all of the Association Members agree.
- (3) In the event that the Member is dissolved or goes bankrupt.

(Matters to be described in the Association Members' List)

Article 11 This Association shall prepare a list of the names and addresses of Association Members (hereinafter referred to as the "Association Members' List") and keep it at its principal office.

2 Notices or communications to Association Members shall generally be made to the addresses described in the Association Members' List.

Chapter 4: General Assembly of Association Members

(Composition)

Article 12 The General Assembly of Association Members shall be composed of all Association Members.

(Authorities)

Article 13 The General Assembly of Association Members shall adopt resolutions on the following matters:

- (1) The standards for admission, the amount of the admission fees, and the membership fees.
- (2) Expulsion of a Member.
- (3) Appointment or dismissal of a Director or Auditor.
- (4) Approval of the business plan including revenues and expenditures.
- (5) Amount of compensation for Directors and Auditors.
- (6) Approval of the Balance Sheet and the Profit and Loss Statement.
- (7) Amendment of the Articles of Incorporation.
- (8) Dissolution and disposition of residual assets.
- (9) Any other matters that are determined to require resolution at the General Assembly of Association Members by the laws or the Articles of Incorporation.

(Holding)

Article 14 The General Assembly of Association Members shall be held as the Annual General Assembly of Association Members within three (3) months from the end of every business year, and

shall also be held at other times if necessary. In this regard, the General Assembly of Association Members may not be held unless more than half of Association Members are present.

(Convening)

Article 15 Except as otherwise provided for in the laws, the General Assembly of Association Members shall be convened by the President based on a resolution by the Executive Board.

2 In the absence or disability of the President, the General Assembly of Association Members shall be convened by the Vice President.

3 A group of Association Members having more than 1/5 of the voting rights of all Association Members may ask the President to convene a General Assembly of Association Members by indicating the matters of purpose of the General Assembly of Association Members and the reason for convening.

(Chairperson)

Article 16 The President shall be the Chairperson of the General Assembly of Association Members.

2 In the absence or disability of the President, the Vice President shall be the Chairperson.

(Voting Rights)

Article 17 Voting rights at the General Assembly of Association Members shall be one vote per Association Member.

(Resolution)

Article 18 Except as otherwise provided for in the laws or the Articles of Incorporation, resolutions occurring at the General Assembly of Association Members shall be adopted by more than half of the voting Association Members who were present at the General Assembly of Association Members (where Association Members having more than half of the voting rights of all Association Members were present).

2 Notwithstanding the preceding paragraph, the following resolutions shall be adopted by a majority of more than 2/3 of all voting Association Members:

- (1) Expulsion of a Member.
- (2) Dismissal of an Auditor.
- (3) Amendment of the Articles of Incorporation.
- (4) Dissolution.
- (5) Any other matters provided for in the laws.

3 An Association Member may submit to the Association power of attorney or any other document certifying the proxy, and exercise the voting rights by designating another Association Member as the proxy.

4 If the Executive Board allow for an Association Member who is not present at the General Assembly of Association Members to exercise voting rights on the previously notified matters by written document or electromagnetic means in compliance with the law, then that Association Member may exercise voting rights through a voting rights exercise document.

(Minutes)

Article 19 The minutes of the proceedings of the General Assembly of Association Members shall be prepared in accordance with the laws.

2 On the minutes under the preceding paragraph, the Chairperson and one or more signatories who were appointed by the General Assembly of Association Members shall affix their names and seals or signatures.

Chapter 5: Officers

(Establishment of Officers)

Article 20 The following officers shall be established in this Association:

(1) Directors: ten (10) to twenty (20).

(2) Auditor(s): one (1) to three (3).

2 One of the Directors shall be the President and one or two of the Directors other than the President shall be the Vice President(s).

3 One of the Directors other than the President and the Vice President(s) may be appointed as the full-time Director.

4 The President under paragraph 2 shall be the Representative Director under the Corporation Act.

5 The full-time Director under paragraph 3 shall be the Executive Director.

(Appointment of Officers)

Article 21 Directors and Auditors may be appointed from among the Association Members by a resolution of the General Assembly of Association Members. In addition, they may be appointed from among the non-Association Members by a resolution of the General Assembly of Association Members.

2 The President, Vice President(s), and full-time Director shall be appointed from among the Directors by a resolution of the Executive Board. However, a full-time director may be selected by a resolution of the General Assembly by selecting a candidate for the post, and a final decision of the candidate for the post at a meeting of the Board of Directors.

3 The Auditor(s) may not concurrently assume the post of Director or Employee.

(Duties and Authorities of Directors)

Article 22 The Directors shall compose the Executive Board and execute their duties in accordance with the laws and the Articles of Incorporation.

2 The President shall represent this Association and execute its business in accordance with the laws and the Articles of Incorporation.

3 The Vice President(s) shall assist the President.

4 The full-time Director shall assist the President and the Vice President(s) and shall execute business.

5 The President and the full-time Director shall report to the Executive Board the status of the execution of their duties twice or more in each business year, with an interval of more than four (4) months.

(Duties and Authority of the Auditor(s))

Article 23 The Auditor(s) shall audit the execution of the duties of the Directors, and shall prepare audit reports in accordance with the laws.

2 The Auditor(s) may at any time request that the Directors and Employees report on business, and may investigate the Association's business and asset conditions.

(Term of Officers)

Article 24 The term of a Director shall be set at the conclusion of the Annual General Assembly of Association Members at the end of the business year, and shall end within two (2) years of appointment. A Director may be reappointed. However, reappointment shall be limited to a total of three terms, excluding the term as a full-time Director.

2 The term of an Auditor shall be set at the conclusion of the Annual General Assembly of Association Members at the end of the business year, and shall end within two (2) years of appointment. An Auditor may be reappointed. However, reappointment shall be limited to three terms.

3 The term of a Director and Auditor appointed to fill a predecessor's vacancy shall be set at the expiry of the term of the predecessor. The term of a Director who was appointed by an increase in the number of Directors shall be the same as the remaining term of the other Directors.

4 A Director or an Auditor shall retain the rights and obligations of a Director or an Auditor after resignation due to expiry or resignation until a newly appointed Director or Auditor assumes the post if the full number provided for in Article 20 is not satisfied.

(Dismissal of Officers)

Article 25 In the event that an Officer falls under any of the items below, the Officer may be dismissed by a resolution of the General Assembly of Association Members. A dismissal of an Auditor shall be made by a resolution of more than 2/3 of the vote of all Association Members at the General Assembly

of Association Members, where more than half of all Association Members are present:

- (1) In the event that an Officer breaches the obligation of duties or fails to perform his or her duties.
- (2) In the event that the execution of duties is hindered or the Officer cannot perform his or her duties due to a failure of mind and/or body.

(Compensation, etc.)

Article 26 Compensation shall not be paid to a Director or an Auditor. However, compensation may be paid to the full-time Director within the total amount separately determined by the General Assembly of Association Members.

Chapter 6: Executive Board

(Composition)

Article 27 The Executive Board shall be established in this Association.

2 The Executive Board shall be composed of all of the Directors.

(Authorities)

Article 28 The Executive Board shall execute the following duties:

- (1) Decisions on the execution of business of this Association.
- (2) Supervision of duties executed by the Directors.
- (3) Appointment and dismissal of the President, Vice President(s), and full-time Director.

(Holding)

Article 29 The Executive Board meeting shall be of two types: Ordinary Executive Board meetings and Extraordinary Executive Board meetings. The Executive Board meeting may not be held unless more than half of Directors who may vote are present.

2 The Ordinary Executive Board meeting shall be held twice in each business year.

3 The Extraordinary Executive Board meeting shall be held in the following events:

- (1) If it is deemed to be necessary by the President.
- (2) If a Director other than the President requests to convene the Executive Board meeting by indicating the matters of the purpose of the meeting.

(Convening)

Article 30 The Executive Board meeting shall be convened by the President.

2 In the absence or disability of the President, the Vice President shall convene the Executive Board meeting.

(Chairperson)

Article 31 The President shall be the Chairperson of the Executive Board meeting.

2 In the absence or disability of the President, the Vice President shall be the Chairperson.

(Resolution)

Article 32 A resolution of the Executive Board meeting shall be adopted by more than half of the Directors who were present at the Executive Board meeting where more than half of the Directors were present, unless the Director has a conflict of interest in the resolution.

2 Notwithstanding the preceding paragraph, if the requirements of the Corporation Act, Article 96 are satisfied, a resolution of the Executive Board shall be deemed to have been adopted.

(Minutes)

Article 33 The minutes of the proceedings of the Executive Board meeting shall be prepared in accordance with the laws.

2 On the minutes under the preceding paragraph, the President and Auditor present at the meeting shall affix their names and seals or signatures.

(Regulations for Operating the Executive Board)

Article 34 The matters necessary for operating the Executive Board shall separately be determined in the Regulations for Operation of the Executive Board by resolution of the Executive Board.

Chapter 7: Assets and Accounting

(Business Year)

Article 35 The business year of this Association shall commence on April 1 every year and end on March 31 of the following year.

(Business Plan and Revenues and Expenditures Budget)

Article 36 The Association's business plan and the revenues and expenditures budget shall be prepared by the President. It shall be approved by the General Assembly of Association Members after approval from the Executive Board. The same shall apply to any changes thereof.

(Business Report and Closing)

Article 37 Regarding business reports for this Association, the following documents shall be prepared by the President after the completion of each business year. These documents shall be submitted to the Annual General Assembly of Association Members with the approval of the Executive Board after being audited by the Auditor. Regarding the documents set forth in item 1, the contents shall be

reported and the documents set forth in item 3 and item 4 shall obtain approval:

- (1) Business Report.
- (2) Attached detailed statement of Business Report.
- (3) Balance Sheet.
- (4) Profit and Loss Statement.
- (5) Attached detailed statement of Balance Sheet and Profit and Loss Statement.

2 In addition to these documents, audit reports shall be kept in the principal office for five (5) years and the Articles of Incorporation and the Association Members' List shall be kept in the principal office.

(Retained Earnings)

Article 38 This Association may not distribute retained earnings.

Chapter 8: Amendment of the Articles of Incorporation and Dissolution

(Amendment of the Articles of Incorporation)

Article 39 The Articles of Incorporation may be amended by a resolution of the General Assembly of Association Members.

(Dissolution)

Article 40 This Association shall be dissolved by a resolution of the General Assembly of Association Members and any other causes provided for in the laws.

(Attribution of Remaining Assets)

Article 41 If this Association is dissolved, the remaining assets held by this Association shall be donated upon a resolution of the General Assembly of Association Members to the corporations set forth in the Act on Authorization of Public Interest Incorporated Associations and Public Interest Incorporated Foundations, Article 5, item 17, or to the national government or local governments.

Chapter 9: Committees

(Committees)

Article 42 In order to achieve the purpose and business of this Association, the Executive Board may establish committees by a resolution of the Executive Board.

2 Committees shall carry out activities for each matter of assignment by the President's order.

3 Chairs of committees shall be appointed by the President.

4 Members of committees shall be appointed by the Executive Board from among Association Members and experts.

- 5 The term of a committee member shall end within two (2) years, and a member may be reappointed.
- 6 Chairs of committees may attend the General Assembly of the Association Members and the Executive Board meetings, and report and express their opinions.
- 7 Any other matters necessary for committees shall be separately determined by the Executive Board.

Chapter 10: Method of Public Notice

(Method of Public Notice)

Article 43 Public notice of this Association shall be made by posting in a place in the principal office conspicuous to the public.

Chapter 11: Secretariat

(Secretariat)

Article 44 This Association shall establish a Secretariat to manage clerical affairs.

2 At the Secretariat, the Secretary-General and any other staff are assigned.

3 The Secretary-General shall be appointed and dismissed with the approval of the Executive Board, and any other staff shall be appointed and dismissed by the President.

4 The term of the Secretary-General shall be three (3) years and the Secretary-General may be reappointed.

5 The matters necessary for the organization and operation of the Secretariat shall be separately determined by the President by a resolution of the Executive Board.

6 An Adviser may be appointed as a person to give advice on the operation of the Secretariat.

Chapter 12: Supplementary Provisions

(Incorporating Member)

Article 45 Deleted

(Incorporating Officers)

Article 46 Deleted

(First Business Year)

Article 47 Deleted

(Matters not stipulated in the Articles of Incorporation)

Article 48 Any matters not stipulated herein shall be resolved in accordance with the Corporation Act and any other laws.

Supplementary Provisions

These Articles of Incorporation shall come into effect on December 1, 2015.

Supplementary Provisions

These Articles of Incorporation shall come into effect on June 30, 2022. However, the proviso of Article 24, Paragraphs 1 and 2, shall be calculated from the end of the FY 2023 Ordinary General Assembly of Association Members.