

Articles of the CPIJ

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Chapter 1: General Regulations

Article 1 (Organization's Name)

The name of the organization is defined as the "City Planning Institute of Japan". (CPIJ thereafter)

Article 2 (Office Location)

The location of the office of CPIJ is Ichibancho 10, Chiyoda-ku, Tokyo, Japan.

Article 3 (Branches)

According to the resolution of the Board of Directors, CPIJ can establish its branches in the required areas.

Chapter 2: Purpose and Activities

Article 4 (Purpose)

The purpose of CPIJ is to contribute to the improvement of the academia, society and the culture. CPIJ is established with the aim to provide an opportunity to the specialists, who are working on city planning issues as well as related academic societies that could accordingly introduce their research and exchange their knowledge.

Article 5 (Activities)

In order to achieve the purpose mentioned in the Article 4, CPIJ carries out the following activities:

- (1) Publishes original magazines and academic books.
- (2) Organizes research conferences and city planning related lectures.
- (3) Investigates and performs research on city planning issues.
- (4) Promotes exchange and cooperation with related academic societies, public institutions, and civil organizations.
- (5) Encourages research and awards prizes for research achievements and services.
- (6) Propose ways for planning cities.

- (7) Performs other activities that are needed to attain its purpose.

Chapter 3 (Members)

Article 6 (Classification of Members)

1. CPIJ classifies its members to following groups:
 - (1) Regular members: This group consists of individuals with academic experience as well as corporate bodies that are involved in city planning related issues.
 - (2) Student members: Undergraduate and graduate students, except doctoral course, or students who belong to any similar academic level who are studying on city planning related issues are included at this group.
 - (3) Supporting members: This group consists of those members who support the activities of CPIJ individually or in groups.
 - (4) Honorary members: Individuals who particularly contributed to the progress of city planning and are nominated in the General Meeting are included at this group.
2. Regular members can become employee of CPIJ based on the civil law.

Article 7 (Admission)

1. Any individual who is willing to become member must submit the application for admission to the President of CPIJ and be approved by the Board of Directors. Individuals nominated by honorary members don't need to have their admission procedure as mentioned above and could become members with their approval.
2. Corporate bodies, defined as the regular members, must decide their representatives for exercising their rights to CPIJ (referred as regular member representative thereafter) and report to CPIJ simultaneously from their admission. The same procedure holds when they change their membership from regular members to representatives.

Article 8 (Membership Fee)

1. Members must pay the membership fee according to the detailed guidelines of CPIJ.
2. Honorary members don't need to pay the membership fee.
3. If paid, the membership fee cannot be reimbursed under any circumstances.

Article 9 (Qualification Change)

The admission procedure is based on the professional progress of the individuals and therefore changes in their qualifications are followed by the changes in membership status.

Article 10 (Lost of Membership)

Members would lose their membership for following matters:

- (1) When members withdraw from CPIJ.
- (2) In case of death, losing institutional position, and dispersion of the corporations that members or group members belonged to.
- (3) Sentence of incompetence and quasi- incompetence.
- (4) In case that member is dismissed.

Article 11 (Withdrawal)

Members who would like to withdraw from CPIJ must submit the "Application for Withdrawal" to the President of CPIJ as well as list the reasons for their withdrawal. Afterward, the Board of Directors approves their withdrawal.

Article 12 (Discharging Members)

If members are subject of the following matters, the President of CPIJ has the right to dismiss them with a prior approval of the Board of Directors.

- (1) When members violated the honor of CPIJ or were involved in the activities that violate CPIJ's principles.
- (2) When members failed to pay the membership fee for more than 2 years.

Chapter 4 (Executives, Councilor and Staff)

Article 13 (Officials)

1. CPIJ appoints the following officials:
 - (1) One president.
 - (2) Two or three vice presidents.
 - (3) More than 20 but less than 24 directors (including the president, vice presidents)
 - (4) Three auditors.
2. From the appointed directors about five to seven are then elected as executive directors.
3. One special director appointed from the groups of directors.

Article 14 (Election of Executives)

1. Directors and auditors are chosen from regular members at the General Meetings, whereas the president and vice presidents are appointed by all regular members from the newly elected directors' list.
2. The special director and executive directors are elected by mutual voting among directors.
3. The number of directors that have kinships or special relationships among them should not exceed one third of the number.
4. Directors can't be in the same time auditors and otherwise, auditors can't be directors.

Article 15 (Duties of the Directors)

1. The President manages and represents the activities of CPIJ.
2. Vice Presidents assist the President and if the President encounters an accident or can't carry out his duty, they will proceed on his behalf as the President had prior decided.
3. Special Director supports the President and Vice Presidents and is in charge of assisting the CPIJ meetings. However, if the Special Director is not present then the President nominates one of the directors with the Special Director's role.
4. Regular directors support President and the Vice Presidents. They are engaged in their daily activities according to the decisions of the Board of Directors and manage matters that are decided by the General Meetings.

5. The Board of Directors, which consists of several Directors decide and execute matters based on the general regulations, except for those matters which are under responsibility of the General Meetings.

Article 16 (Duties of the Auditors)

1. Auditors supervise the properties and the work of the CPIJ as following:
 - (1) Audit the properties of CPIJ.
 - (2) Audit the duties of the Directors.
 - (3) If auditors find some dishonest behavior about property and duty, they should report to the General Meeting, Directors' Meeting or to the Ministry of Education.
 - (4) For reporting purposes Auditors can call for special General Meetings to report their findings.
2. Auditors can attend directors' meetings and can give their opinions. However, Auditors don't have the voting rights when decisions are taken.

Article 17 (Term of Service of the Officials)

1. Near half of directors are elected every two years. However, reappointment is permitted.
2. If a director stops its duty for some reasons, the service term has to be taken over by an alternative director. The alternative directors will have their terms terminated according to the remaining term of the director that stopped the duty. This termination rule is valid for the directors that join after the election of the Board of Directors.
3. Directors continue to execute their activities until successors take up their posts even if their service term is over.

Article 18 (Discharge of the Officials)

The president can discharge directors with the agreement of more than three fourth of the directors and also more than half of the officials in case when:

- (1) Physical and mental situations of the officials are not adequate for performing their work, and
- (2) The officials' duties don't comply or violate the status of their assignments.

Article 19 (Remuneration for the Directors)

- (1) Directors could receive remunerations.
- (2) Remunerations for the directors are decided by the President following approval of the Board of the Directors.

Article 20 (Members of the Council)

1. CPIJ elects 75 to 100 members for its Council.
2. All the members of the Council are elected from the regular members at the General Meetings.
3. Members of the Council organize meetings based on the inquiries of the President and provide recommendations as requested.
4. The tenure term of the members of the Council is 2 years. However, reappointment is allowed.

5. The President decides to create the Council Committee that is organized by the Members of the Council.
6. More than a third of the members of Council Committee should be present when taking decisions. However, members of the Council Committee can be considered participants at the meeting in case that they have acknowledged their opinions in advance in written forms.

Article 21 (Secretariat)

1. CPIJ establishes the secretariat, which consists of several people for dealing with its activities.
2. The President has the authority to appoint or dismiss the secretariat's personnel.
3. Secretariat's personnel receive remunerations

Chapter 5 (Meetings)

Article 22 (Meetings of the Board of Directors)

1. President gathers the Board of Directors more than four times annually.
2. The meetings of the Board of Directors will be preceded by the establishment of a special board of directors. In addition, if one third of the existing directors argue with obvious reasons for additional gatherings they would ask the President, who therefore will demand the establishment of a special board of directors within 30 days.
3. The chairman of the Board of Directors must be the President.

Article 23 (Decisions of the Board of Directors)

1. Unless two thirds of existing directors are present at the meeting of the Board of Directors, neither could the meeting proceed, nor could any decisions be taken. However, directors can be considered participants at the meeting in case that they have acknowledged their opinions in advance in written forms.
2. Proceedings at the Board of Directors are decided by the approval of more than half of directors, except of particular cases written in other articles. If there is the same number of approvals and objections, the chairman has the right to decide the matter.

Article 24 (Matters for Decisions by the Board of Directors)

In addition to the particular subjects written in other articles, the Board of Directors decides on the following subjects:

1. Implementation of activities.
2. Admission and withdrawal of the members.
3. Administration of the possessed properties.
4. Other important subjects.

Article 25 (Structure of the General Meetings)

General Meeting is organized by regular members as Article 6 (1).

Article 26 (Organizing the General Meetings)

1. Common General Meetings are requested by the President once a year within two months after the business year has finished.

2. Special General Meetings are decided by the meetings of the Directors who are gathered by the President.
3. A meeting should be scheduled by the President within 30 days, if more than a tenth of the regular members ask to hold a meeting stating the subject which should be discussed.
4. General Meetings are announced to the CPIJ members at least ten days prior in written forms, where the subjects of the meeting, the time, the date, and the place are stated.

Article 27 (The Chairman of the General Meeting)

The chairman of the common General Meetings is elected among the regular members who attend the meeting.

Article 28 (Decisions of the General Meetings)

1. The meeting cannot be held unless the majority of the existing regular members attend the meeting. However, members can be considered participants at the meeting in case that they have acknowledged their opinions in advance in written forms or if their decisions are entrusted to other members.
2. Section 2 of Article 23 also applies to the proceedings of the General Meetings. In this case, read it changing "directors" to "regular members".

Article 29 (Matters for Decisions by the General Meetings)

The General Meetings decide on the following subjects in addition to the particular subjects written in other articles:

- (1) The report of financial related activities and the balance of audit.
- (2) The financial related plans for activities of CPIJ and the balance of budget.
- (3) The list of properties possessed by CPIJ.
- (4) About some subjects that at least one tenth of the regular members submitted for discussion for the General Meetings. These subjects for discussion should be submitted at least 30 days before the start of the General Meetings.
- (5) Other subjects that are considered as necessary by the Meetings of the Directors.

Article 30 (Information to Members)

All members should be informed on the summaries of the proceedings and the subjects that are decided by the General Meetings.

Article 31 (Proceedings)

For all meetings, the chairman and two representatives (elected by meeting) are in charge for the meeting's attendance, proceed by sealing the official forms and archiving them at the appropriate places.

Chapter 6 (Committees)

Article 32 (Committees)

1. CPIJ establishes committees that are necessary for administrating the affairs of CPIJ and accomplishing the activities written in article 5.

2. The establishment and abolition of committees are decided by the Board of Directors.
3. The chairman, vice-chairman and the members of the committees are decided by the Board of Directors. The President requests the selected members to join the committees.

Chapter 7 (Properties and Accounting)

Article 33 (Structures of Properties)

Properties of CPIJ are following:

- (1) Properties that were possessed originally by the former CPIJ, which are registered in the list of properties of CPIJ.
- (2) Membership fee.
- (3) Income generated by CPIJ activities.
- (4) Income generated by CPIJ properties.
- (5) Contributions in money and kind.
- (6) Other type of incomes.

Article 34 (Classification of Properties)

1. Properties of CPIJ are classified as basic properties and properties for investment.
2. Basic properties consist as following:
 - (1) Properties which are written in the part of the basic properties that were possessed originally by the former CPIJ prior to the establishment of the newly CPIJ.
 - (2) Contributions in money or in kind are designated as basic properties.
 - (3) Properties which are determined as basic properties by the Board of Directors.
 - (4) Properties for investment are properties that are not basic properties.

Article 35 (Management of Properties)

The properties of CPIJ are managed by the President. The cash that is classified within the basic properties list is kept by the President in a safe mode as decided by the meetings of the Board of Directors.

Article 36 (Restrictions on Disposition of Basic Properties)

Alienation, exchange, mortgaging, and investments of the basic properties are not permitted. However, when there is an inevitable reason for the accomplishment of activities of CPIJ, it is possible to dispose only some part of the basic properties. This case requires the approval of three quarters of the current directors and half of the current regular members as well as the authorization of the Minister of Education, Culture, Sports, Science and Technology.

Article 37 (Finance of Expenses)

Expenses for accomplishing the activities of CPIJ are financed by the properties for investment.

Article 38 (Plans of Activities and Balance of Budget)

1. The plans of the activities of CPIJ as well as its balance of budget must be drawn up by the President, approved by the Board of Directors and the General Meetings, and

reported to the Minister of Education, Culture, Sports, Science and Technology before the commence of the business year. The same procedure is followed when changing the plans of activities and the balance of budget.

2. If the budget cannot be made due to unavoidable circumstances, regardless the regulations of the proceedings, the President can manage the income and expenditures by referring the budget of the previous year, until the budget will be approved by the Board of Directors.

3. The income and the expenditures in case when the budget is not allocated as described in the above situation, are regarded as income and expenditures of the new budget.

Article 39 (Balance of Audit)

1. CPIJ's balance of audit must be made by the President. Afterwards, auditors must give their opinions on the balance of audit of CPIJ, the list of properties, the balance sheet, the report of business, and the state of changes of members, which must be approved by the Board of Directors and the General Meetings, and reported to the Minister of Education, Culture, Sports, Science and Technology within three months once the business year ends.

2. If there are differences in the balance of audit of CPIJ, some or all of them may be incorporated into basic properties, and the rest of them are brought to the next year, with the decision of the Board of Directors and the approval of the General Meetings.

Article 40 (Long-term Loans)

CPIJ cannot obtain loans without the approval of three quarters of the current directors and half of the current regular members as well as the approval of the Minister of Education, Culture, Sports, Science and Technology, except for short-term loans that should be repaid within the business year.

Article 41 (Duties, Burdens and Other Matters)

CPIJ cannot undertake important matters without the approval of the Board of Directors and the General Meetings, except the cases mentioned in the article 36 and 40.

Article 42 (Business Year)

The business year of CPIJ starts every April 1st and ends on March 31st of the coming year.

Chapter 8 (Changes of Articles and Dissolution)

Article 43 (Changes of Articles)

These Articles cannot be changed without the approval of three quarters of the Board of Directors and half of the current regular members as well as the approval of the Minister of Education, Culture, Sports, Science and Technology.

Article 44 (Dissolution)

1. CPIJ cannot dissolve without the approval of three quarters of the Board of Directors and half of the current members as well as the agreement of the Minister of Education, Culture, Sports, Science and Technology.

2. Surpluses of properties which are generated by the dissolution of CPIJ are transferred to the charitable organizations, whose purpose is closer to the purpose of CPIJ, with the approval of three quarters of the Board of Directors and half of the current members as well as the approval of the Minister of Education, Culture, Sports, Science and Technology.

Chapter 9 (Supplement)

Article 45 (Provision of Statements)

1. CPIJ should provide the following statements in its office. However, this doesn't apply when CPIJ provides alternative documents by other laws.

- (1) Articles of the CPIJ.
- (2) List of members.
- (3) List with personal histories of the officers and other staffs.
- (4) List of properties.
- (5) Statement of assets and liabilities.
- (6) Account book of income and expenditure supported with evidence.
- (7) Documents about the proceeding of the Board of Directors and the General Meetings.
- (8) Official correspondence with the government offices.
- (9) Budget of income and expenditure and the business plan.
- (10) Statement of income and expenditure and a business report.
- (11) Balance Sheet.
- (12) Calculation of the increase or decrease of assets.
- (13) Other necessary documents.

2. The documents of from No.1 to No.5, No.7, and from No.9 to No.12 in the preceding order should be preserved permanently. The documents of No.6 are should be kept for a period of more than ten years. The documents of No.8 and No.13 should be preserved for more than one year.

3. The documents and the list of officers of No.1, No.2, No.4, and from No.9 to No.12 of the list of the documents are opened for public inspection.

Article 46 (Setting of Regulation)

Detailed regulations on functioning of these articles are decided based on specific guidelines with the approval of the Board of Directors and the General Meeting.

Additional Rule (The approval of 37th Common General Meeting: November 5, 2004)

Article 1

Modifications of the Articles of Associations were enforced since the day of approval of the Ministry of Education, Culture, Sports, Science and Technology.

Article 2

Foreign members become regular members automatically since 2005 as defined by Article 6, paragraph (1).