

Biocommunity Kansai Rules and Regulations

Article 1 (Name)

The name of this organization is hereby established as follows:

Name: Biocommunity Kansai (hereinafter referred to as “the Organization”)

Romanization: Biocommunity Kansai

Abbreviation: BioCK

Article 2 (Purpose)

The organization’s vision is to “create the ultimate ecosystem in the field of biotechnology based in the Kansai region,” with the aim of “expanding bio-first thinking and creating an international urban bio-community in order to realize a sustainable society.”

Article 3 (Activities)

1. To achieve the objectives of the preceding article, this organization shall undertake the activities necessary to resolve the materialities listed in the following items:

1.1 Fostering Innovation

1.2 Promoting Network Formation

1.3 Disseminating Information domestically and internationally

2. In undertaking the activities stipulated in the preceding paragraph, we will comply with the Foreign Exchange and Foreign Trade Law and other relevant laws and regulations with respect to economic security, including prevention of outflow of sensitive technologies, strengthen export controls, and otherwise ensure the economic security of the country.

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We will the following.

3. In undertaking the activities set forth in paragraph 1, we will take appropriate measures in accordance with the Cabinet Office’s “Policy for Ensuring Research Integrity” (appropriate disclosure of information by researchers, strengthening management at universities and research institutions, and confirmation at the time of application by the public funding agencies).

Article 4 (Business Year)

The fiscal year of the Organization shall commence on April 1 of each year and conclude on March 31 of the following year. The first fiscal year shall begin on the date of establishment and conclude on March 31 of the following year.

Article 5 (Commissioners)

1. The members of this organization will be representatives from the following corporations and organizations who agree with the purpose of this organization and who participate and cooperate in its

activities.

- 1.1 Universities, National Institutes, etc.
 - 1.2 Prefecture/Municipality
 - 1.3 Corporations and organizations that do not fall under any of the preceding items
2. Membership of this organization will be determined by the submission of a letter of acceptance of appointment based on a request for appointment in the name of the chairperson. Organizations that have ethical problems or relationships with antisocial forces, etc., are excluded from participation. Furthermore, if an equivalent relationship is recognized after participation, membership will be terminated.
3. Upon the resignation as a member of this organization, a notice of resignation must be submitted to the chairperson of the committee.

Article 6 (Officers)

The Organization will have the following officers:

1. Chairperson
2. At least one Vice Chairperson
3. At least one Executive Supervisor
4. An Executive Director and a Deputy Executive Director

Article 7 (Duties of Officers)

1. The Chairperson shall oversee the overall activities of the Organization and achieve its objectives.
2. The Vice Chairperson shall assist the Chairperson. If the Chairperson is unable to act, the Vice Chairperson shall act in their place.
3. The Executive Supervisor shall promote the overall activities of this organization in cooperation with committee members and related organizations for the smooth implementation of the promotion plan undertaken by this organization and for the optimization of the overall activities.
4. The Executive Director and Deputy Executive Director shall assist the Executive Supervisor.

Article 8 (Election of Officers)

Officers shall be elected by a vote of the Committee as provided in Article 18.

Article 9 (Term of Office of Officers)

The term of office of the officers will be from the date of their assumption of office until the next regular committee meeting of the following fiscal year. This will be automatically extended if the activities of the Organization continue.

Article 10 (Dismissal of Officers)

Officers may be removed by resolution of the Committee.

Article 11 (Resignation of Officers)

An officer may resign by submitting a written notice to the Committee as provided in Article 18. However, if the number of officers is insufficient to fill the fixed number specified in Article 6, they shall continue to serve as officers and perform their duties following their resignation until a newly appointed officer assumes office.

Article 12 (Advisors)

1. The Organization may have Advisors.
2. The Advisor shall provide advice and recommendations on the activities of the Organization.
3. Advisors shall be appointed by the chairperson.
4. The advisor may resign upon application.

Article 13 (Network Organizations)

1. The Network Organization will be established in this organization according to the definition of the Cabinet Office.
2. The Network Organization is responsible for the coordination and collaboration functions of the Organization.
3. The Network Organization cooperate with this organization to achieve the goals of this organization.
4. The NPO Kinki Bio-Industry Development Organization and the Urban Innovation Institute will jointly serve as the Network Organizations.

Article 14 (Partner Organizations)

1. The Organization may have Partner Organizations.
2. The Partner Organizations will cooperate with this organization to achieve the objectives of this organization.
3. The Executive Supervisor will approve the Partner Organization based on the application.
4. The Partner Organization may, upon application, leave the Partner Organization.

Article 15 (Subcommittees)

1. Subcommittees are established to substantiate the promotion of innovation in the organization's activities.
2. The subcommittees will consist of representatives and implementation officers from leader institutions appointed by the chairperson, and implementation officers from industry, government, and academic institutions who support the themes and initiatives of each subcommittee.
3. The Leader Organization is responsible for organizing subcommittees, managing meetings, formulating the five-year plan, promoting activities, managing the budget, and reporting progress to the secretariat.
4. A subcommittee may be dissolved upon application by the representative.

Article 16 (Secretariat)

1. The Organization shall have a Secretariat, which is responsible for the following matters:
 - 1.1 Promoting smooth cooperation among committee members to promote activities
 - 1.2 Liaison and coordination with relevant ministries, commissioners, and agencies
 - 1.3 Work to promote the activities of this organization
2. The secretariat will be jointly managed by a person appointed by the NPO Kinki Bio-industry Development Organization and the Urban Innovation Institute.

Article 17 (Conference)

1. The organization will have Conferences consisting of the following:
 - 1.1 Committee
 - 1.2 Officer's meeting
2. For the meeting body referred earlier, minutes shall be prepared after the meeting.

Article 18 (Committee)

The Committee will operate as follows

1. The Committee shall consist of regular and ad-hoc committees and shall be composed of members.
2. The Committee will vote on the following matters and advise on the activities of the Organization:
 - 2.1 Appointment and dismissal of officers
 - 2.2 Dissolution of the Organization and Disposal of Residual Assets
 - 2.3 Important matters concerning the management of this organization
3. The Executive Supervisor shall report on the activities of this organization to the committee.
4. The regular committee meetings will be held at least once a year.
5. An extraordinary meeting of the Committee may be held when deemed necessary by the Chairperson.
6. The Committee will be convened by the Chairperson.
7. The chairperson of the Committee shall act as the chairman of the Committee. However, if the Chairperson is unable to attend, the Vice Chairperson shall act for the Chairperson.
8. The Committee shall be formed with the attendance of a majority of its members.
9. The agenda shall be decided by a majority of the voting rights of the Committee members present at the meeting. However, any committee member who has a special interest will be excluded from voting on respective matters.
10. Notwithstanding the provisions of the preceding two paragraphs, if all the members of the Committee express their consent to the resolution in writing or by electromagnetic record, the resolution shall be deemed to have been adopted.
11. A member who is unable to attend a meeting of the Committee may delegate another member to exercise voting rights as their proxy on matters notified in advance. The attendance of the proxy will be deemed as attendance under Paragraph 8.

Article 19 (Board of Directors)

The Board of Directors will operate as follows:

1. The Board of Directors shall consist of regular and extraordinary meetings of the Board of Directors, and shall be composed of the officers.
2. The Board of Directors shall vote on the following matters:
 - 2.1 Approval of activity plan and budget
 - 2.2 Approval of activity reports and financial statements
 - 2.3 Expulsion of advisors and collaborating organizations
 - 2.4 Establishment and Amendment of these Terms and Conditions
 - 2.5 Other matters related to the management of the Organization
3. The regular meeting of the Board of Directors will be held at least once a year.
4. Extraordinary meetings of the Board of Directors may be held when deemed necessary by the Chairperson.
5. The chairperson shall convene the board meetings.
6. The chairperson shall preside at the meetings of the Board of Directors. However, if the Chairperson is unable to attend, the Vice Chairperson shall act for the Chairperson.
7. A meeting of the Board of Directors will be held with a majority of the Board members present.
8. The agenda will be decided by a majority of the votes of the officers present at the meeting. However, any officer with a special interest in the resolution will be excluded from voting on the respective matter.
9. Notwithstanding the provisions of the preceding two paragraphs, when all the officers have expressed their consent in writing or by electromagnetic record, the resolution will be deemed to have been adopted.
10. An officer who is unable to attend a meeting of the Board of Directors may delegate another officer to exercise voting rights as their proxy for matters for which they have been notified in advance.

Article 20 (Activity Plan and Budget)

Documents describing the activity plan and income and expenditure budget of the Organization shall be prepared by the Executive Supervisor and approved by the Board of Directors.

Article 21 (Activity Report and Settlement of Accounts)

The Executive Supervisor shall prepare an activity report and financial statement for this organization, which will be approved by the board of directors.

Article 22 (Supplementary Provisions)

Matters necessary for the implementation of these Rules and Regulations shall be determined separately by the Executive Supervisor.

By-laws

1. The committee members, officers, and secretariat at the time of establishment of this organization will be shown in the attached sheet.
2. This Agreement shall be revised and become effective on October 1, 2021.
3. This Agreement shall be revised and become effective on February 25, 2022.
4. This Agreement shall be revised and become effective on June 22, 2022.