

The Japan Patients Association

Articles of Association

Chapter 1, General Provisions

(Name)

Article 1, The Corporation shall be referred to as the Japan Patients Association.

(Office)

Article 2, The Corporation puts its principal office in Toshima-ku, Tokyo.

Chapter 2, Purpose of Business

(Purpose)

Article 3, The Corporation shall be an association organization of patient organizations such as intractable diseases, long-term chronic diseases, childhood chronic diseases, aiming at the national center of the Japanese patient movement under the philosophy of "Declaration of Formation".

Through campaigns coordinated with member organizations, the corporation shall be organized to socially solve the problems of patients and families in need of medical care.

The corporation aims to realize a social security system that is truly affluent, respecting patients and families as human beings, with emphasis on cooperation between patients' and their families' own experiences and national campaigns including medical professionals.

(Business)

Article 4, In order to achieve the purpose set forth in the preceding Article, the Corporation shall conduct the following projects.

- 1 Project aiming to investigate causes of intractable diseases and establish treatment methods
- 2 Project on dissemination and enlightenment of knowledge on disease prevention and treatment
- 3 Project aiming to realize various needs such as medical care, welfare, family welfare, work, education, social participation, information etc.
- 4 Business related information exchange activities, strengthening the understanding and solidarity among member organizations
- 5 Business related to investigation research, policy recommendation and training activities of the corporation's objectives and issues
- 6 Projects necessary to support the aim of the national center of the Japanese patient movement
- 7 Business related to the publication of the company's activities, information provision and advertising activities
- 8 Business such as consultation projects, goods placement, introduction of books and materials in accordance with the purpose of our corporation
- 9 Business necessary for the sound development and establishment of the corporation's fiscal finance
- 10 Other necessary business to achieve the purpose of the corporation

Chapter 3 Member Organizations

(Corporate members etc.)

Article 5, Membership organizations that constitute the corporation shall be national organizations by disease and individual associations of patient associations in prefectures and shall be employees under the law concerning general incorporated foundations and general foundation corporations with this affiliated organization.

(Member)

Article 6, Organizations wishing to join this corporation shall submit a prescribed application form for membership to the representative director and obtain approval from the board.

(Arbitrary Withdrawal)

Article 7, We can resign from the member group anytime optionally by submitting a predetermined notice of withdrawal to a Director Representative.

(Omissions)

Article 8, When a member group can't correspond to any of the following, we can omit the member group concerned off the list by resolutions decided at a general meeting.

- (1) When articles of association or other rules are violated.
- (2) When the honor of our corporation or an act against it is carried out.
- (3) When there are other legitimate reasons that result in member list omissions.

2 When a member is omitted as per the foregoing. The member group concerned is contacted beforehand and is allowed their day in court before a final decision is made.

(Loss of Qualification)

Article 9, when a member group can't correspond to any of the following other than Article 7 and 8, they lose their qualification.

- (1) When the payment of dues didn't continue for more than three years.
- (2) When, regardless of the fate of the corporation, all member groups agree to follow Article 29.
- (3) When the member group concerned was dissolved.

2 When a member group has lost qualification by rule of the foregoing paragraph, they lose corporation rights and duties and are subject to non-observance status.

3 Even if a member group loses the qualification in our corporation, dues, other financial contributions and/or goods will not be returned.

(Associate Participation)

Article 10, Our Corporation accepts the associate participation of a group with similar goals and purpose of our corporation.

2 The associate participation group attends and participates in the events that our corporation sponsors i.e. the General meeting and directors meeting. However, they cannot join the decision process or become an officer.

3 Groups submit prescribed "participation applications" to the Director Representative in hopes of creating an association. Final participation requires board of directors approval.

4 Groups can submit a prescribed "notice of withdrawal" to the Director Representative in order to resign from the associate participation group optionally.

(Cooperation Member)

Article 11, In support of our finances, our corporation recruits a wide range of "cooperation members" in order to expand our network base, improve our profile and further disseminate our information.

(Dues)

Article 12, A General meeting resolution confirmed the obligation of participation groups, associate participation groups and the cooperation members to pay annual dues.

2. The dues contribution of the foregoing paragraph assumes the guidelines stipulated in Article 27.

Chapter 4, General Meeting

(Constitution)

Article 13, The General Meeting requires mandatory participation by all member groups.

(Resolutions)

Article 14, The following were confirmed:

1. Dues amount
2. Membership omission policy
3. Recruitment and dismissal of directors or inspectors
4. Expense and reward compensation for directors and inspectors
5. Creation of activity report, business report, and P&L
6. Activity program, business plan and capital budget
7. Various approvals of standard documents
8. Change of articles of association
9. Dissolution and disposal of remaining assets
10. Disposal approval of non-essential property
11. Articles of association review and adjustments as per ordinances and legal procedure

(Timing)

Article 15, The General meeting timing is within three months of fiscal year end and if extenuating circumstances demand, a supplementary meeting is held

2. This members' general meeting (foregoing paragraph) is held in accordance with prescribed legal requirements.

3. The administration of the general meeting is determined by resolution of the board of directors.

(Convene)

Article 16, The Director Representative convenes the General Meeting based on a resolution of the board of directors unless laws and ordinances require otherwise.

2. We determine the General Meeting purpose and the call. However, member groups with more than one-fifth of voting rights can request the call of the general meeting to the Director Representative.

3. When there is a request following the foregoing paragraph, the Director representative must convene a general meeting within four weeks.

4. We must notify member organizations in writing, listing the place, purpose and deliberation matters, date and time of the meeting, within one week of the meeting day.

(Chairperson)

Article 17, The general meeting chairperson is the Director Representative or appointee of the Director Representative.

(Voting Rights)

Article 18, The number of voting rights of member groups at the general meeting is as follows:

Constitution number of the member group

Two voting members per 3,000 group members or less

Three per 3,001 to 5,000

Four per 5,001 to 10,000

Five per 10,001 to 30,000

Six per 30,001 or more.

2. By way of a resolution of the board of directors, the particular voting rights have been decided.

(Resolution)

Article 19, A member group having the majority of the voting right of all member groups attends the general meeting unless laws and ordinances or this certification of incorporation has particular bearing and causes the resolution of the general meeting by the majority of member group voters in attendance.

2. Regardless of the rule of the foregoing paragraph, the following resolutions represent a plus fifty percent decision by all member groups and two-thirds of the voting right of all member groups.

(1) Striking off a member groups' name

(2) Dismissal of the Inspector

(3) Change of the articles of association

(4) Corporate dissolution

(5) Disposal of indispensable property

(6) Matters which were established in other laws and ordinances

(The Meeting Minutes)

Article 20, The minutes of the general meeting, are created following established laws and ordinances.

2. The chairperson and the minutes' signatories (2 persons elected at the general meeting), sign and seal the minutes.

Chapter 5, Officers

(Officers Determination)

Article 21, The officers in our corporation are determined according to the following parameters.

(1) More than ten but less than 20 directors

(2) More than one inspector as required

2. Officers; the Directors, the Director Representative, Director Vice-Representatives and Managing Director.

(Election of the Officers)

Article 22, By resolution at the general meeting, directors and the inspectors are chosen.

2. We established the need for electing directors and inspectors by a Board of Directors resolution.

3. The Director Representative, Director Vice-Representatives and Managing Director are elected by the board of directors.

(Directors' Mandate)

Article 23, In accordance with established laws and ordinances, the Director Representative, represents our corporation and carries out all prescribed duties.

2. The Director Vice-Representatives assist the Director Representative regarding said duties.

3. The Managing Director summarizes the duties of our corporation and deals with the execution of those duties based on a resolution of the board of directors.

4. The Directors divide their duties as per corporate laws and ordinances.

(Inspector Authority and Duties)

Article 24, The inspectors review the execution of directors' duties and file reports as per established laws and ordinances.

2. The inspector can request business reports at any time and investigate situations regarding corporation duties and property.

(Term of Office)

Article 25, Upon election of the Directors at the general meeting, (fiscal year end) the term of office is two years.

2. Similarly, upon election of the Inspectors at the general meeting, (fiscal year end) the term of office is two years.

3. In the case of filling a vacant directors or inspectors position, the term of office conforms to the predecessors' original term.

4. Incumbent directors or inspectors must continue their duties and obligations should they retire or for other discontinuance reasons until the newly elected person officially takes office. Article 21 has precedence in this situation.

(Officer Dismissal)

Article 26, Director and Officers may be dismissed by resolution at the general meeting.

(Rewards)

Article 27, Although Directors and Inspectors are non-paying positions, rewards are given periodically as established through general meeting resolution.

Chapter 6, Board of Directors

(Constitution)

Article 28, Establishment of corporate board of directors.

2. The board of directors consists of directors.

3. Under the board of directors, we can facilitate sectional meetings addressing specific problems and creating specialized committees to solve issues.

(Authority)

Article 29, Board of Directors perform the following:

1. Deciding and execution of corporate duties

2. Supervision of the directors' duties

3. Recruitment/dismissal of Director Representative, Vice Representatives and Managing Directors

4. Enrollment approval of member groups and associate participation groups

(Convene)

Article 30, The Director Representative shall convene board of directors meetings.

2. When the Director Representative is not available, missing or has had an accident, the next in line shall convene meetings as required.

(Chairperson)

Article 31, The Director Representative will assume the chairperson responsibilities at the board of the directors meetings.

2. When the Director Representative is not available, missing or has had an accident, the next in line shall assume the chairperson responsibilities.

(Resolution)

Article 32, Regarding resolutions, the majority of Directors rule. Directors with a conflict of interest regarding the resolution must abstain.

2. Regardless of the foregoing paragraph, Japanese Corporate Law Article 96 "Omission of Resolution at a Council Meeting" takes precedence.

(The Minutes)

Article 33, The minutes are compiled as per established corporate laws and ordinances.

2. The attending Directors and Director Representative must sign and seal the minutes.

Chapter 7, Secretary Society

(Constitution)

Article 34, Our Corporation has established a Secretary Society.

2. The Secretary Society consists of one person representing each member group.

(Role)

Article 35, Secretary Society members meet to gather and exchange information and opinions, regarding relevant problems and suggest action plans that are then presented at the general meeting.

1. Confirmation of an activity report, a business report, action program and the business plan

2. Confirmation of a revised budget and the provisional budget

3. Confirmation of changes to the articles of association

4. Confirmation of matters that should be discussed at the general meeting

5. Office work is governed by prescribed laws and ordinances, with the exception of confidential matters entrusted to the board of directors.

(Convene)

Article 36, The Director Representative convenes the Secretary Society meeting more than two times a year.

(The Chairperson)

Article 37, The Secretary Society Chairperson is appointed by the Director Representative or their proxy.

2. When the Director Representative is not available, missing or has had an accident, the next in line shall assume the chairperson responsibilities.

(Resolutions)

Article 38, The majority of Secretary Society members must attend the meetings and resolutions must be decided by a majority of them.

2. The Board of the Directors establish the resolutions specifically relating to the administration of the Secretary Society.

(The Minutes)

Article 39, The minutes are compiled following the board of directors and Secretary Society proceedings.

2. The Chairperson or proxy signs and seals the minutes.

Chapter 8, Secretariat

(Establishment of the Secretariat)

Article 40, A secretariat was established to handle administrative duties of the corporation.

2. A Secretary General and required staff is employed.

3. The Director Representative recruits/dismisses the Secretary General and staff.

4. The Director Representative establishes the requirements and organization of the secretariat as per resolution of the board of directors.

Chapter 9, Assets and Accounts

(Fiscal Year)

Article 41, The fiscal year begins every April 1 and concludes March 31 the following year.

(Business Plan and Cash Budget)

Article 42, The business plan, budget, financing and projected capital expenditures are listed and presented by the Director Representative and submitted to the board of directors no later than a day before the start of the fiscal year. Any changes must be completed as per the same timeline.

2. The plan is utilized and referenced for the particular fiscal year until expiration and is available for general reading at the main office.

(Business Report and Settlement of Accounts)

Article 43, The Director Representative is responsible for providing the business report and settlement of the accounts. Then the Inspector reviews the information prior to approval by the board of directors as per resolution. The report and account must include the following:

- (1) Business Report
- (2) Business Report, detailed finances
- (3) Balance sheet
- (4) Income statement (net worth increase and decrease check)
- (5) Detailed statement including, net worth increase and decrease review of the balance sheet and income statement
- (6) List of Property

2. All documents are retained for a five year period including the articles of association and member group list and are made available for general reading at the main office. The following are also included:

- (1) Inspection Report
- (2) List of Directors and Inspectors
- (3) Director and Inspectors rewards allotment
- (4) Summary of extraordinary expenditures including values and their administration

(Surplus Fund)

Article 44, Surplus Funds are reinvested into the corporation and not distribute to individuals.

Chapter 10, Articles of Association Changes and Dissolutions

Article 45, Any changes and dissolutions of the articles of association are determined by resolution at the general meeting.

(Dissolution)

Article 46, Our corporation can be dissolved by a reason established by resolution or other laws and ordinances at the general meeting.

(Reversion of Remaining Assets)

Article 47, Should dissolution occur, the remaining assets after corporate settlements, shall be donated to a corporation as per Article 5, 17 governing the authorization of nonprofit foundations, public interest foundations, and nonprofit organizations of similar business or a country or a local public

entity as per decided by a general meeting resolution.

Chapter 11, Method of Notification

(Method of Notification)

Article 48, All relative corporate information and documentation is publicly posted at our main office.

Chapter 12, Supplementary Rules

(Commission)

Article 49, Other than changes to the article of association, all administrative and corporate edict are established by the Director Representative and decided by resolutions by the board of directors.

Additional clauses

1. These articles of association take effect on the registration day according to the general corporate establishment procedure.

2. The first fiscal year of our corporation was from the established registration date to March 31, 2012.

3. (Omission)

4. (Omission)

5. Before the established registration date, member groups were allowed to join the JPA ("an arbitrary group"), regardless of the Article 6 provision.

6. Our corporation shall succeed all the rights and duties that belonged to the arbitrary group.

7. When an ante was paid to the arbitrary group, it was also considered paid to the corporation upon registration.

8. Any additional circumstances, situations or conditions etc. not covered by these articles of association are subject to the laws and ordinances governing corporate registration.

The Japan Patients Association

Articles of Association Detailed Enforcement Regulations

(December 6, 2014 some revisions)

(April 4, 2015 some revisions)

Chapter 1, Administration of the General Meeting

(Purpose)

Article 1, The administration of the general meeting is as per Article 15, Clause 3.

(Document Participation)

Article 2, If councilors cannot attend a general meeting, they can submit a detailed document stipulating their suggestions and/or opinions.

The document must arrive at the secretariat within one week preceding a general meeting.

(Agenda)

Article 3, The general meeting agenda is sent to each member group before the meeting as a general rule. Resolutions and appeals are the exception.

(Administration)

Article 4, The administration of the general meeting should be decided by majority representation or the administration can be determined by vote if a majority of the members agree.

(The Secretariat)

Article 5, The board of directors is responsible for the administration of the general meeting and the office work.

Chapter 2, Voting Rights at the General Meeting

(Purpose)

Article 6, The voting rights are established as per Article 18 Clause 2.

(Voting Rights Use)

Article 7, The number of councilors determine the voting rights and reflect the opinions from member groups at the general meeting.

2. Councilors are established by the most recent number of membership registries.

Chapter 3, Election of Officers

(Purpose)

Article 8, The election of officers is as per Article 22, Clause 2.

(Officer Selection Committee)

Article 9, An officer selection committee was established to streamline the officer candidate elections.

2. The selection committee is comprised of the Director Representative, Director Vice-Representative, Managing Director and one member from the National Organization of Diseases and one other from the Prefectural Intractable Disease Organizations.

The chairperson is decided by mutual election.

3. The selection committee officer term is until the next general meeting and re-election is possible at that time.

(Role of the Officer Selection Committee)

Article 10, The officer selection committee must elect officers as per Article 21.

(Qualification and Limitations of the Officer Candidate)

Article 11, The qualification and the limitation are as follows.

1. The officer candidate must be elected by a voting rights councilor as per the articles of association, Article 10 and 18.

2. An inspector candidate cannot be chosen by member groups that already have a director candidate.

(Determining the Officer Ballot)

Article 12, The officer ballot is determined after member groups present their officer candidates to the officer selection committee. After which the candidates are deliberated with the board of directors prior to selection at the general meeting.

2. The election of the officer candidate must reflect and represent a balance between the national organization of diseases and the prefectural intractable disease organizations.

3. The aforementioned balance between national and prefectural organizations reflect the attention to designated intractable disease, long-term chronic disease, infant chronicity identification illness in consideration of patient demographics.

4. The elected patient group coalition consists of one representative each from Hokkaido and Tohoku, Kanto, Chubu and Tokai, Hokuriku and Kinki, Chugoku and Shikoku, and Kyushu and Okinawa, a total of (6) blocks.

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5. The blocking of patient groups representing the metropolitan and districts are according to the following list.

(Current Member Organizations Only)

Block name	Metropolis and districts name
Hokkaido · Tohoku	Hokkaido, Aomori, Iwate, Miyagi, Akita, Yamagata, Fukushima
Kanto	Ibaraki, Tochigi, Gunma, Chiba, Kanagawa, Niigata, Yamanashi
Chubu, Tokai	Nagano, Gifu, Shizuoka, Aichi, Mie, Toyama
Hokuriku, Kinki	Shiga, Kyoto, Osaka, Hyogo, Nara, Wakayama
Chugoku, Shikoku	Okayama, Hiroshima, Tokushima, Kagawa, Ehime, Kochi
Kyushu	Fukuoka, Saga, Nagasaki, Kumamoto, Oita, Miyazaki, Okinawa

6. When a director representing one of the blocks is elected, a supplement block director can assume responsibility of the vacated position.

(Determining the Officer Ballot)

Article 13, The following outlines the determination of the officer ballot for the board of the Directors.

1. The officer candidate attaches a letter of recommendation from their organization and shall notify the officer selection committee by submitting a predetermined report.

2. The officer selection committee takes responsibility for the recommendation of the officer candidate however isn't responsible for the initial recommendation from the candidates' organization.

3. Regarding officer selection, a gender and age balance is recommended if possible. In addition, the selection of Director Representative, Director Vice-Representative and Managing Director, must reflect the current balance of national and organizational illnesses focus, patient groups, metropolis and district units coalitions.

(Officer Elections)

Article 14, The officers shall be elected from among the list of candidates created by the Board of Directors selection committee.

2. If no eligible Officer candidate is chosen, the Board of Directors shall report the lack of progress at the general meeting and a decision will be made at that time.

(Secretariat)

Article 15, The board of directors is responsible for the administration of the Officer Selection Committee.

Chapter 4, Support and Cooperation Dues (Ante)

(Purpose)

Article 16, The contributions, support and cooperation dues as set forth in article 12 of the Articles of Incorporation are provided in this chapter.

(Contribution Scale A)

Article 17, A member organization shall annually contribute a minimum of one percent or more based on their annual general accounting figures. However, the minimum amount of the contribution is 20,000 yen.

(Contribution Scale B)

Article 18, Associate members shall contribute a minimum of 5,000 yen per year.

(Supporting Organizations Dues)

Article 19, Supporting Organizations shall contribute at least 20,000 yen a year but are encouraged to make additional contributions.

(Cooperative Dues)

Article 20, Individuals who support the purpose of this association are asked to contribute at least 3,000 yen a year and are encouraged to make additional contributions if possible.

(Effort Obligation)

Article 21, Member and associate groups must work toward the healthy development and establishment of the society's finances.