

(Japanese version follows English version)

FEW Japan (Not-for-Profit) Incorporated Association Articles of Incorporation

Chapter 1 General Matters

Article 1 Name

This association is called "FEW Japan (Hierigata) Ippan Shadan Houjin" in Japanese and "FEW Japan (Not-for-Profit) Incorporated Association" (the "Association") in English.

Article 2 Principal Office

This Association has its principal office in Minato-ku, Tokyo.

Article 3 Purpose

The purpose of the Association is to be a networking organization whose aim is to help English speaking professional women in Japan achieve their full professional and personal potential, and to achieve such purpose, the Association shall engage in the following activities:

1. Planning and organizing events such as meetings, seminars and workshops that advance women's empowerment
2. Community collaborations that offer social impact for women
3. Planning and organizing mentoring programs
4. Any activities relating to or supplementary to any of the foregoing items

Article 4 Public Notice

Public notices of this Association are made using the method of display in a location that the public can easily see at the principal office of the Association.

Chapter 2 Association Members

Article 5 Joining the Association

1. Individuals and entities that agree with the purpose of the Association and join the Association are made association members.
2. Individuals and companies that wish to join as association members of the Association shall apply as separately set forth by the general assembly and shall obtain the approval of all of the representative directors.

Article 6 Expenses

Association members have an obligation to pay an amount that is separately set forth by the general assembly to the Association in order for it to be applied to expenses that routinely result from the business activities of the Association.

Article 7 Voluntary Resignation

Association members may voluntarily resign from the Association at any time by providing

notification in a manner that is separately set forth by the general assembly.

Article 8 Expulsion

If an association member falls under any of the following, the association member may be expelled by a special resolution of the general assembly pursuant to Article 492 of the Act on General Incorporated Associations and General Incorporated Foundations (the "Association Act"). 1. If an association member violates these articles of incorporation or other regulations; 2. If an association member engages in an act that damages the reputation of the Association or runs contrary to the purpose of the Association; or

3. If there are other legitimate grounds to expel the association member.

Article 9 Loss of Qualification as an Association Member

In addition to the previous two articles, association members may lose their qualification as an association member if all association members agree, if an association member dies, or if an entity that is an association member dissolves.

Article 10 Rights and Responsibilities upon Losing Qualification as an Association Member If an association member loses their qualification pursuant to the provisions of the previous three articles, that person or entity will lose all rights as an association member with respect to the Association and will be exempted from any future responsibilities. However, they cannot be exempted from any current responsibilities that have not been fulfilled.

Chapter 3 General Assembly

Article 11 Type

The general assembly of the Association has annual meetings of the general assembly and special meetings of the general assembly. Annual meetings of the general assembly are held within three months of the day following the last day of the fiscal year. Special meetings of the general assembly are held when necessary.

Article 12 Resolutions

1. Except as otherwise provided under laws and regulations or under these articles of incorporation, resolutions at a meeting of the general assembly are made by a majority vote of the association members in attendance who have voting rights, provided that the association members with a majority of the voting rights are present.
2. Those association members who cannot be present at a meeting of the general assembly can exercise their voting rights in writing or can have another association member exercise their voting rights as a proxy for matters that are notified in advance.
3. In the case where a director or an association member proposes a matter that is the purpose of a meeting of the general assembly, it will be deemed that there was a resolution of the general assembly that affirmed the proposal if all association members express their agreement in writing for the proposal.

Chapter 4 Officers

Article 13 Number of Officers

1. The Association has four or more directors.
2. One or two directors are representative directors and one or two directors are assistant representative directors.
3. For directors, the total number of people made up by a certain director, their spouse, relatives of theirs within three degrees of relationship, and anyone that has a special relationship with them pursuant to Article 2-21 of the Regulation for Enforcement of the Corporation Tax Act must not exceed one third of the total number of directors.

Article 14 Appointment

1. Directors are appointed by a resolution of the general assembly.
2. Representative directors are elected from the directors by a resolution of the general assembly. 3. Assistant representative directors are elected from the directors by a resolution of the general assembly.

Article 15 Duties and Authority

1. Directors shall execute their duties in accordance with the provisions of laws and regulations and these articles of incorporation.
2. Representative directors shall represent the Association and shall execute the tasks to do so in accordance with the provisions of laws and regulations and these articles of incorporation. 3. Assistant representative directors shall execute a portion of the tasks of the Association as provided by the general assembly.

Article 16 Term of Service

1. The term of service of a director is until the end of the final annual meeting of the general assembly in the fiscal year that ends within two 2 years after their appointment.
 2. The term of service of a director that was appointed as a substitute for a director that resigned before completing their term of service is until the completion of the previous director's term of service.
3. The term of service of a director that was appointed when additional directors were brought on is until the completion of the other directors' terms of service.
4. When the number of directors falls short of the fixed number of directors set forth in Article 13, even upon the completion of such director's term of service or such director's resignation, that director will have the rights and obligations of a director until a newly appointed director takes office.

Chapter 5 Members

Article 17 Types of Members

1. The Association has the following types of members.
 - 1 Individual members
 - 2 Corporate members
2. The details relating to membership are separately determined by resolution of the general assembly.

Chapter 6 Accounting

Article 18 Fiscal Year

The fiscal year of the Association is a one-year period from July 1 every year to June 30 of the following year.

Article 19 Surplus

The Association does not distribute surplus.

Chapter 7 Amendments to the Articles of Incorporation and Dissolution

Article 20 Amendments to the Articles of Incorporation

These articles of incorporation can be amended by special resolution of the general assembly as provided under the Association Act.

Article 21 Dissolution

The Association will dissolve by a special resolution of the general assembly as provided under the Association Act or under other circumstances provided under laws and regulations.

Article 22 Ownership of Residual Assets

Upon resolution by the general assembly, any residual assets of the Association upon liquidation will be donated to an entity set forth in Article 5, Item 17 of the Act on Authorization of Public Interest Incorporated Associations and Public Interest Incorporated Foundations, the state, or a local public organization.

February 7, 2025: Confirmed by Minato Ward Legal Affairs Bureau (Article 16, Paragraphs 2 and 3 deleted)

一般社団法人 F E W J a p a n 定款

第 1 章 総則

(名称)

第 1 条 当法人は、一般社団法人 F E W J a p a n と称し、英文では FEW Japan Not-for-Profit Incorporated Association と表示する。

(主たる事務所)

第 2 条 当法人は、主たる事務所を東京都港区に置く。

(目的)

第 3 条 当法人は、日本在住経験があり、英語を話し、グローバルな視点を持つ多様な女性が、公私においてその能力を最大限に活かすための相互援助を目指したネットワーキングや、女性が安心して自分らしく過ごせるコミュニティ作りの場の提供を目的とし、その目的に資するため、次の事業を行う。

1. 女性活躍を推進するミーティング、研修セミナー、ワークショップ等のイベントの企画運営
2. 女性活躍へ貢献するコミュニティ協力や社会奉仕活動
3. 相互メンタリングの機会の創出
4. 前各号に附帯関連する一切の事業

(公告)

第 4 条 当法人の公告は、当法人の主たる事務所の公衆の見やすい場所に掲示する方法により行う。

第 2 章 社員

(入社)

第 5 条 当法人の目的に賛同し、入社した個人又は法人を社員とする。 2 当法人の社員として入社しようとする個人又は法人は、社員総会において別に定めるところにより申し込み、代表理事全員の承認を得なければならない。

(経費負担)

第 6 条 当法人の事業活動に経常的に生じる費用に充てるため、社員は、社員総会において別に定める額を支払う義務を負う。

(任意退社)

第 7 条 社員は、社員総会において別に定めるところにより届け出ることにより、いつでも任意に退社することができる。

(除名)

第 8 条 社員が次のいずれかに該当するに至ったときは、一般社団法人及び一般財団法人に関する法律（以下、「法人法」という。）第 4 9 条第 2 項に定める社員総会の特別決議によって当該社員を除名することができる。

- (1) 本定款やその他の規則に違反したとき。
- (2) 当法人の名誉を傷つけ又は目的に反する行為をしたとき。
- (3) その他の除名すべき正当な事由があるとき。

(社員の資格喪失)

第 9 条 前 2 条の場合のほか、社員は、総社員が同意したとき又は死亡し若しくは社員である法人が解散したときにその資格を喪失する。

(社員資格喪失に伴う権利及び義務)

第 10 条 社員が前 3 条の規定によりその資格を喪失したときは、当法人に対する社員としての権利を失い、義務を免れる。ただし、未履行の義務は、これを免れることはできない。

第3章 社員総会

(種類)

第11条 当法人の社員総会は、定時社員総会及び臨時社員総会とし、定時社員総会は、毎事業年度の末日の翌日から3か月以内に開催し、臨時社員総会は、随時必要に応じて開催する。

(決議)

第12条 当法人の社員総会の決議は、法令又は本定款に別段の定めがある場合を除き、総社員の議決権の過半数を有する社員が出席し、出席した当該社員の議決権の過半数をもって行う。

2 社員総会に出席できない社員は、予め通知された事項について書面をもって議決し、又は他の社員を代理人として議決権を行使することができる。

3 理事又は社員が社員総会の目的である事項について提案をした場合において、当該提案につき社員全員が書面により同意の意思表示をしたときは、当該提案を可決する旨の社員総会の決議があったものとみなす。

第4章 役員

(員数)

第13条 当法人に、理事4名以上を置く。

2 理事のうち1名以上2名以内を代表理事とし、2名以内を副代表理事する。3 各理事について、その理事及びその理事の配偶者又は3親等内の親族その他法人税法施工規則第2条の2第1項に定める特殊の関係のある者である理事の合計数は、理事総数の3分の1を超えてはならない。

(選任)

第14条 理事は、社員総会の決議によって選任する。

2 代表理事は、社員総会の決議によって理事の中から選定する。

3 副代表理事は、社員総会の決議によって理事の中から選定する。

(職務及び権限)

第15条 理事は、法令及び本定款に定めるところにより、職務を執行する。2 代表理事は、法令及び本定款に定めるところにより、当法人を代表し、その業務を執行する。

3 副代表理事は、社員総会において別に定めるところにより、当法人の業務を分担執行する。

(任期)

第16条 理事の任期は、選任後2年以内に終了する事業年度のうち最終のものに関する定時社員総会の終結の時までとする。

2 理事は、第13条に定める定数に足りなくなるときは、任期の満了又は辞任により退任した後も、新たに選任された者が就任するまで、なお理事としての権利義務を有する。

第5章 会員

(会員の種別)

第17条 当法人に、次の会員を置く。

(1) 個人会員

(2) 法人会員

2 会員に関する詳細は、社員総会の決議によって別途定める。

第6章 計算

(事業年度)

第18条 当法人の事業年度は、毎年7月1日から翌年6月30日までの年1期とする。

(剰余金)

第 19 条 当法人は、剰余金の分配を行わない。

第 7 章 定款の変更及び解散

(定款の変更)

第 20 条 本定款は、法人法に定める社員総会の特別決議によって変更することができる。

(解散)

第 21 条 当法人は、法人法に定める社員総会の特別決議その他法令で定められた事由により解散する。

(残余財産の帰属)

第 22 条 当法人が清算をする場合において有する残余財産は、総会の決議を経て、公益社団法人及び公益財団法人の認定等に関する法律第 5 条第 1 7 号に掲げる法人又は国若しくは地方公共団体に贈与するものとする。

2025年2月7日 変更 (第 1 6 条第 2 項及び第 3 項削除)

2024-2026
FEW Japan Board of Directors

2024年～2026年
理事

Representative Co-Directors / 共同代表理事

Jackie Frances Steele (スティール 若希)

Stephanie Napier (ネイピアー・ステファニー)

Deputy Representative Co-Directors / 共同副代表理事

Mahi Patki (パトキ・マヒ)

Emily Donkin (ドンキン・エミリー)

Directors / 理事

Blessing Thomas (トーマス・ブレッシング)

Emily Larcombe (ラーコム・エミリー)

Kishi Kedia (ケディア・キシ)

Yumiko Horie (堀江優美子)

Laura Staub (ストブ・ロラ)

Tomo Uchida (内田朋)

Maud Niemi (ニエミ・モード)

Diana Beketova (ベケットバ・ダイアナ)

Bree Fabig (フェビグ・ブレンダ)