
CONSTITUTION AND BY-LAWS OF THE INTERNATIONAL OUTDOOR CLUB

GENERAL MATTERS

Article 1. Name

This association shall be known as the INTERNATIONAL OUTDOOR CLUB, hereinafter referred to as the IOC.

Article 2. Objective

The IOC shall provide a framework for the sharing of a wide variety of outdoor activities by an international membership. The IOC shall not promote the views of any political or religious organization, nor shall it be affiliated with any such organizations. **As far as possible the IOC shall maintain a mix of Japanese and non-Japanese members.**

MEMBERSHIP

Article 3. Membership

There shall be two classes of membership for the IOC, namely Regular Membership, and Overseas Membership.

Article 4. Regular Membership

Any person who is twenty years of age or older shall be qualified to apply for Regular Membership. Regular Membership shall have full rights of membership as provided herein.

Article 5. Overseas Membership

Any non-resident of Japan is qualified to apply for Overseas Membership. Overseas Members shall have the same rights as Regular Members except that they shall not have the right to vote at general meetings of the IOC, or the right to be elected to the Committee.

FINANCIAL OBLIGATIONS

Article 6. Fees

The club shall be a non-profit organization. Fees shall be charged for as provided in Article 1 and 2 of the By-Laws. **Any change of fees will require a full quorum as described below in Article 7 through 10.**

MEETINGS

Article 7. General and Annual General Meetings

An Annual General Meeting of the IOC shall be held in April each year. General Meetings shall usually be held once a month.

Article 8. Notice

Written notice of meetings shall be **available** to all paid-up Regular Members of the IOC and, in case of any General Meeting at which a vote of the membership is required, notices thereof shall be given to all paid Regular Members at least 10 days prior to the date set for that meeting.

Article 9. Quorum

Thirty Regular Members or thirty percent of the Regular Members, whichever is the lower, shall constitute a quorum. No resolution may be passed at a meeting in the absence of a quorum.

Article 10. Presiding Officer

The President shall preside at all meetings of the IOC and of the Elected Committee. In the event of the absence of the President, the Vice President or an Elected Committee Member designated by that body shall preside.

MANAGEMENT AND ADMINISTRATION

Article 11. The Committee

The IOC shall have an Elected Committee consisting of **seven (7)** Regular Members elected by the membership for a term of one year. The Elected Committee shall be responsible for setting policy for the IOC and ensuring that as a minimum, President, Vice President, Treasurer, **Secretary, and Webmaster** serve the IOC at all times. The Elected Committee may elect these officers among themselves or call for their election by the membership at its own discretion.

Article 12. Duties of Elected Committee Members

The duties of the President, Vice President, Treasurer **Secretary, and Webmaster** are as follows:

a. President

The President shall exercise general supervision over the affairs and interests of the IOC. The President should be the official representative of the club and should be authorized to make payment from IOC accounts.

b. Vice President

The Vice President shall exercise the powers and duties of the President in the President's absence, and shall otherwise perform such duties and exercise such powers as the President may from time to time direct or as the By-Laws may direct

c. Treasurer

The Treasurer, acting for the Elected Committee, shall be responsible for financial affairs, and submit financial reports to the General Membership as may be required and perform such other duties and exercise such other powers as may be provided in other regulations or authorized or directed by the Elected Committee. The Treasurer shall be authorized to make payments from IOC accounts.

d. Secretary

The Secretary shall be responsible for maintaining the membership records.

e. Webmaster

The Webmaster shall be responsible for maintaining and updating the IOC website.

One of the Elected Committee Members shall be responsible for keeping tracks of IOC equipments. One of the Elected Committee Members shall be responsible for managing the events calendar over the year.

Article 13. Meeting of the Committee

The Elected Committee shall meet at the request of the President or, in the absence of the President, the Vice President, and shall meet every month. Four Elected Committee Members present at any Committee meeting shall constitute a quorum, and no business requiring a vote or resolution may be transacted in the absence of a quorum. All resolutions shall be passed by a simple majority of the Elected Committee Members, unless otherwise provided for in the Constitution. At least three days notice of all Committee meeting shall be given to the Elected Committee Members.

Article 14. Terms of Office

The term of office of the Elected Committee Members shall begin at the first Committee meeting following their election at the March General Meeting, and they shall serve until the first Committee Meeting following the election of their successors, subject to Article 15.

Article 15. Removal of Committee Members

Any Elected Committee Member may be removed by simple majority vote of the Regular Members at a General Meeting called for that purpose subject to the stipulation of Article 9. This vote shall be called for by a written petition signed by at least twenty-five Percent of the membership. Alternatively, any Elected Committee Member may be removed by a simple majority of the Elected Committee at a committee meeting, subject to Article 13.

Article 16. Vacancies

Should the President resign or be unable to serve, the vacancy of the unexpired term shall be filled by the Vice President. At the discretion of the Elected Committee, any vacant Elected Committee position may be filled by a Regular Member appointed by the Elected Committee for the remainder of that term.

ELECTIONS

Article 17. General

The President and other Elected Committee Members shall be elected by the Regular Members by written secret ballot in accordance with the procedures described in Article 6 of the By-Laws.

Each Regular Member shall have one vote for each position to be filled. The candidate receiving the most votes for a vacant position shall be elected by simple majority.

AMENDMENT TO THE CONSTITUTION

Article 18. Vote Required

Any change in the Constitution will require ratification by a two-thirds majority of those present and entitled to vote at a General Meeting of the IOC called for that purpose in accordance with the procedures described in Article 7 and 9.

ASSETS

Article 19. Assets

The assets of the IOC shall be composed of its property and any income or other assets which it may otherwise accumulate from its operations or its members. Purchase and sale or other accumulation or disposal of the principal assets of the IOC shall be at the discretion of the Committee.

Article 20. Fiscal Year

The fiscal year of the IOC shall be that period commencing on the first day of April each year and ending on the last day of March the following Year.

ADDITIONAL PROVISIONS

Article 21. Dissolution and Liquidation

The IOC may be dissolved if a resolution to do so is approved by a majority vote at a General Meeting called by notice stating such a purpose will be discussed and resolved. If any assets shall remain, after satisfaction of debts and obligations of the IOC, such assets shall be distributed among the membership or among associations with similar objectives and activities chosen at the discretion of the Elected Committee.

Article 22. Additional Rules

Additional rules of the IOC are set out in the By-Laws. The By-Laws can be amended by a simple majority of the Elected Committee provided all Elected Committee Members have been given three days notice that such a vote will be taken.

BY-LAWS

FEES

Article 1. Fees – Regular and Overseas Membership

Fees for a single membership are 3000 yens per year or 2000 yens for a 6 month membership. Annual fees are payable in advance starting from April 1st of each year. The term of the 6 month membership shall be from April to September or October to March only. Membership fees are not refunded or adjusted on a pro rata basis if the Regular Member leaves Japan during the membership year.

MEMBERSHIP

Article 2. Application for Membership

Membership will be granted immediately upon payment of the membership fee and acceptance of their membership application by the Elected Committee or its delegated appointees. People under twenty years of age may, subject to the usual restrictions and the permission of the organizer, take part in activities only under the supervision of a member who is the parent or guardian. The Elected Committee reserves the right to refuse or terminate membership for good cause.

Article 3. Membership Renewal

Members who want to renew their membership should inform the Committee before the end of March and fill the application and pay the membership fees before the end of May of the regular year. The Elected Committee reserves the right to terminate membership privileges for Members who do not respect the deadline.

Article 4. Expulsion

Membership of the IOC may be terminated if the Committee determines that the member has acted in a manner detrimental to the interests of the IOC. Such acts shall include non-payment of fees to the IOC, violations of the provisions of the Constitution or the By-Laws, or other acts or activities deemed harmful or prejudicial to the IOC. The IOC does not permit the use of the membership list or meetings of the IOC for commercial purposes.

GENERAL PROCEDURES

Article 5. Language

All General Meetings of the IOC shall be conducted in English and the publications of the IOC shall be produced in English.

Article 6. Election Procedures

The President shall appoint two (2) Regular Members who do not intend to run for a Committee position to supervise the election of the Committee. Members may stand for one position only and must state for which position they are standing. Members may propose or second one candidate only. Nominees may not propose or second candidates.

All nominations for Committee positions should be proposed by one Regular Member and second by another. All nominations shall be accompanied by the consent of the nominee before the candidacy can proceed and must be received by the appointed supervisors at least one (1) week before the day of the election.

The supervisors of the election shall check the validity of the votes returned before starting the count. The results of the election shall be announced at the same meeting. In case of a tie for any position, the newly elected Committee Members must decide on the winner at the time of the elections.

ADDITIONAL PROVISIONS

Article 7. Activities for Profit

No IOC member shall organize an IOC activity for his or her own financial profit. Profit making activities organized by third parties or IOC members shall be clearly distinguished from IOC events in the newsletter. Inclusion of commercial activities and advertising costs if any thereof shall be at the discretion of the Committee.

Article 8. Affiliation

The Committee may, where they envisage a benefit to IOC members, enter into agreement with other club or societies. Any such agreement (or its renewals) shall be no longer than one year in duration, though it may be renewed.

Article 9. Forming Separate Clubs

The IOC may, at the discretion of the Committee, split to form more than one club. Prior to such a split, the separating parts of the IOC shall be served by the IOC Committee. After such a split, the separate clubs shall be wholly independent and have separate committees, finances and responsibilities. The separate clubs shall not have the same name. The assets of the IOC shall be divided at the discretion of the IOC Committee. The separate clubs may, should they so choose, affiliate with Article 8.

Article 10. Referendums

When a Regular Member wishes to bring up an issue concerning IOC policy, he or she must first consult with the Committee. If the said Regular Member wishes to overturn the decision of the Committee, he or she is required to collect signatures of the Regular Members to request that the issue be brought up at the next Monthly Meeting. The number of signatures must constitute a quorum. Any ensuing vote must constitute a full quorum in order to be valid. Referendum passes by a simple majority.

Article 11. Rationalized System of Finances

All club revenues shall be used to pay for club operations and any expenses the Committee deems necessary to uphold the articles of the IOC Constitution. The use of the remaining sum shall be determined by the Committee after a fair and earnest solicitation for suggestion from the Regular Members.

Article 12. Committee Member Reimbursements

The IOC will pay committee members for transportation expenses incurred in travel to and from committee meetings, and to and from any other events such as general meetings or outdoor activities wherein the member is required to fulfil a specific duty associated with his or her committee member position. The IOC will pay committee members for individual expenses incurred in the case that the regular meeting room is not available, with a maximum of 500 yen per person.