

Bylaws of Japan Association of Translators

Contents

Section I. General Definitions.....	3
1. Bylaws.....	3
2. Members In Good Standing.....	3
3. Officers	3
4. The JAT Mailing Lists.....	3
5. Times and Dates	3
Section II. Membership	3
1. Classes of Membership	3
2. Joining, etc.....	4
3. Dues.....	4
4. Payment Options	4
5. Termination	5
6. Disqualification and withdrawal.....	5
7. Reinstatement	5
8. Non-refund of dues	5
Section III. Elections	6
1. JAT may hold elections for Officers once a year.	6
2. Election Timeline	6
3. Eligibility to be a Candidate.....	6
4. Voting, Determining Winners, and Term Assignments.....	8
5. Nominating Committee	8
6. Announcement of Candidates and Timing of Online Elections.....	8
Section IV. Officers	9
1. Responsibilities.....	9
2. Dismissal of Officers	9
3. Board Meetings	9
4. Board Meeting Schedules and Procedures	10
Section V. Ordinary and Extraordinary General Meetings.....	11
Section VI. Accounts, Budgets, Expenses and Honoraria	11
1. Accounts and Budgets	11

2.	Travel Expenses for Directors Attending the Mid-year F2F	12
3.	Honoraria and other Expenses for Officially Recognized JAT Events and Publications	12
4.	Authorization for Expenses	13
Section VII.	Committees	13
Section VIII.	Conferences.....	13
1.	IJETs	13
2.	PROJECTs	14
Section IX.	The JAT Mailing Lists.....	14

Section I. General Definitions

1. Bylaws

These Bylaws are established under the provisions of Article 55 of the Articles of Incorporation of the Japan Association of Translators (JAT), hereinafter referred to as the "JAT Articles of Incorporation."

2. Members In Good Standing

A member who is "in good standing" is a member who has conformed to all membership requirements, including payment of necessary dues.

3. Officers

"Officers" is the collective term for both Directors and Auditors. While Directors are members of the Board of Directors (Board), Auditors are not. However, Auditors attend Board meetings and are allowed to speak.

4. The JAT Mailing Lists

"JAT Mailing Lists" is the collective term for official member communications digital media operated by JAT, including mailing lists and forums.

5. Times and Dates

The time zone used throughout these Bylaws is Japan Standard Time (JST). Dates set for the completion of certain actions run through 23:59:59 JST on the date in question.

Section II. Membership

1. Classes of Membership

There is only one class of membership: individual member.

2. Joining, etc.

The provisions of Chapter II Articles 6 through 11 of the JAT Articles of Incorporation apply to joining and other membership matters.

3. Dues

- 3.1. Dues are set at 10,000 yen/year and are the same for all members, except as provided for in Section II.4.3 below.
- 3.2. Memberships last for one or two years, beginning on the date on which the initial payment is received.

4. Payment Options

- 4.1. JAT offers two payment options one-year and two-year.
- 4.2. One-year payment option:

Those who choose this option pay 10,000 yen/year.

- 4.3. Two-year payment option:

Current members who choose this option pay 18,000 yen and members who renew during the grace period referred to in Section II.4.5, returning members, and new members who choose this option pay 19,000 yen.

- 4.4. All payments must be made in cash or through an electronic payment system.
- 4.5. For renewals, there is a grace period of one month from the renewal date, during which time certain privileges will be suspended, including but not limited to the following:

- eligibility to participate in elections under the provisions of Section III.3 if the grace period coincides with the election period;
- access to member-only website content;
- access to mailing lists; and
- membership rates for JAT events.

However, the renewal date and the individual's status as a member in good standing remain the same provided payment is made by the end of the grace period.

5. Termination

5.1. The provisions of Article 11 (Expulsion) of the JAT Articles of Incorporation will apply to a member who is found to have engaged in unprofessional or other conduct unbecoming a member as referred to in Section II.5.2 below. The Board may propose and vote on a motion to submit a written record of the alleged unprofessional or other conduct unbecoming a member to the member in question, together with two weeks' warning that it will initiate proceedings to terminate his or her membership unless said member resigns, or either refutes the record or undertakes in writing to cease such behavior forthwith and makes restitution, to the Board's satisfaction.

5.1.1. If the member resigns, or either refutes the record or undertakes in writing to cease such behavior forthwith, to the Board's satisfaction, as provided in Section II.5.1, the Board will take no further action.

5.1.2. If the member refuses to resign, or is unable or unwilling to either refute the record or undertake in writing to cease such behavior forthwith, to the Board's satisfaction, as provided in Section II.5.1, the Board will propose and vote on a motion to terminate the member's membership.

5.2. "Unprofessional or other conduct unbecoming a member" as referred to in the preceding paragraph includes, but is not limited to, the following:

5.2.1. Ad hominem attacks or potentially libelous and/or unsubstantiated accusations against JAT, other members, clients, etc.

5.2.2. Conduct in violation of the provisions of Section IX below.

5.2.3. Gross misrepresentation of skills and/or qualifications

6. Disqualification and withdrawal

The provisions of Articles 9 and 10 of the JAT Articles of Incorporation apply to disqualifications and withdrawals, including non-payment of dues under Article 9 (3).

7. Reinstatement

7.1. In the event of termination for non-payment of dues, the membership may be reinstated upon payment of the prescribed dues.

7.2. In the event of termination under the provisions of Section II.5, the Board will review and act upon any application for reinstatement as appropriate.

8. Non-refund of dues

No refunds of dues will be made under any circumstances.

Section III. Elections

1. JAT holds elections for Officers annually. The election procedure shall follow Section

III. 2 to 6. Election Timeline

Approximately two months before elections are scheduled each year, the Board will appoint an Election Committee consisting of at least three persons who have been JAT members in good standing for at least one year to initiate election preparations.

2.2. The President will report to the membership on the state of JAT and announce the election approximately one month in advance.

2.3. The Election Committee determines the election timeline and announcements based on the Ordinary General Meeting (OGM) timing for that year and the guidelines in the Election Manual as approved by the Board.

2.4. The Board will present the nominations of Officers to the next OGM for ratification. At the end of the OGM, the current Officers step down and the new Officers take office unless the provisions of III.2.5 come to apply.

2.5. If for some reason the next OGM does not ratify the nominations to Officer positions, the current Officers will remain in office until new Officers are chosen by a new election or other procedure as agreed by majority vote at the OGM or a separate Extraordinary General Meeting (EGM)

2.6. Once the OGM or EGM ratifies the nominations, they will be reported to the governing authority (東京都庁, the Tokyo Metropolitan Government) and the registry (東京法務局渋谷出張所, the Shibuya Office of the Tokyo Legal Affairs Bureau). After the registry registers the new Officers, the Board will destroy electronic voting records and disband the Election Committee. However, a record of voting tallies will be stored and/or backed up at an appropriate virtual location (website server, etc.).

2.7. Officers-elect are added to the Board communications forum as soon as possible after the election results are announced and encouraged to familiarize themselves with ongoing discussions and any relevant history. Current Officers may establish and specify message threads in which incoming Officers can comment with the aim of a smooth handover to the next Board, such as determining roles and portfolios. Full participation in the Board communications forum and the right to vote are granted only after the nominations to Officer positions are ratified at the OGM or EGM.

2.8. Immediately following approval of new officers at the General Assembly, the new officers will elect JAT President of the Board and issue minutes reflecting the election of the President of the Board.

3. Eligibility to be a Candidate

3.1. JAT members running for the position of Director must have been JAT members in good standing for

the entire year preceding the end of the candidacy registration period. The provisions of Article 13.5 of the JAT Articles of Incorporation apply to candidates for the position of Auditor.

- 3.2. Candidacy statements must be accompanied by the candidate’s full name, gender, nationality, address of current residence, primary telephone number, and primary JAT e-mail address. Candidacy statements of candidates running for a first term must be accompanied by the full name, primary JAT e-mail address, and an endorsement statement from one endorser. No endorsement is required for candidates running for a second term.
- 3.3. With the exception of the Auditors and members of the Election Committee, any JAT member in good standing may endorse any number of candidates up to the number of seats available for Director and Auditor, respectively. This means that candidates may endorse each other, and that Directors may endorse candidates in their capacity as individual members of JAT.
- 3.4. Endorsers must be members in good standing as of the date on which they submit their endorsement statement(s) and voters must be members in good standing as of the date on which they receive their balloting instructions from the Webmaster.
- 3.5. No person may serve as an officer for more than two terms in any three consecutive terms as specified by Article 15.3 of the JAT Articles of Incorporation. There are three possibilities as indicated in the following diagram.

a. Two consecutive terms

b. First term, followed by a second term two fiscal years later

c. First term, followed by a second term one fiscal year later

(Each term starts after elected officers are approval by the OGM, and lasts until the new board is approved by the OGM and takes office two fiscal years later.)

	term 1	term 2	term 3	
a	serve	serve		
b	serve			serve
c	serve		serve	

- 3.6. A partial term served as an Officer is considered one full term when calculating term limits, except in the case of substitutes as described in Section III.4.7 below.

4. Voting, Determining Winners, and Term Assignments

- 4.1. The number of votes each member may cast for Director(s) and Auditor(s) will be equal to the number of Directors and Auditors to be elected. Members do not need to vote for that many candidates but may not vote for more than that many.
- 4.2. Members may not vote for any candidate more than once.
- 4.3. The candidates receiving the highest vote totals and at least ten percent of the total number of votes cast for the office for which they stood will be declared elected. In the event of a tie that needs to be broken, each Director may cast one additional vote for one of the tied candidates. In the event of a tie among the Directors, the President decides.
- 4.4. As many candidates as necessary to bring the total number of Directors to minimum 6, maximum 12 will be elected each year. The number of directors to be elected will be announced at the time when the election committee is formed.
- 4.5. As many candidates as necessary to bring the total number of Auditors to two will be elected each year.
- 4.6. Should the number of candidates elected during the election be insufficient to satisfy the provisions of Section III.4.4 and III.4.5 above, the Board may nominate the required number of Officer candidates for ratification by the OGM. Such Officers will serve a normal full term.
- 4.7. Should an Officer resign during his/her term of office, the Board may appoint an interim substitute to serve the remainder of the term, preferably from among the higher-ranking losing candidates in the most recent election. Should this substitute decide to run in a future election, the period served will not count towards his/her term limit.

5. Nominating Committee

The board may establish a nominating committee, separate from the election committee, to identify potential candidates for the Board of Directors and to encourage potential candidates to run for election. The nominating committee will include outgoing Board member(s), and past Board member(s) who do not plan to run for election. In addition, the committee will include at least one NES and one NJS. The Board will form a nominating committee after deciding on its formation at the mid-term face-to-face meeting of the Board.

6. Announcement of Candidates and Timing of Online Elections

The names of candidates and the holding of the online election will be announced in a timely manner so that the Board can present the nominations of Officers for ratification along with the announcement of online absentee voting to approve business reports, settlement of accounts and the budget.

Section IV. Officers

1. Responsibilities

- 1.1. After the OGM has ratified the nominations, the Directors will designate a President, Vice President, and such other members as are necessary to ensure the smooth functioning of the Association. Among the specific duties to be assigned are those of managing the Association's finances, maintaining membership rolls, publicizing the Association's activities, and liaising with JAT committees and other professional organizations.
- 1.2. The Board must ensure that all records required by Law and other rules and regulations are kept for the required statutory period.
- 1.3. The Auditors are responsible for ensuring the Directors abide by the JAT Articles of Incorporation, these Bylaws, and all other relevant laws and regulations, and for monitoring JAT's finances.
- 1.4. Other responsibilities
 - 1.4.1. Approval of SIG Handbook and other manuals
 - 1.4.2. The Board may create or adopt handbooks or manuals for committees from time to time. Any changes to be made in the existing handbooks or manuals need approval of the Board.

2. Dismissal of Officers

- 2.1. The provisions of Article 17 (解任) of the JAT Articles of Incorporation will apply to Officers who are deemed obstructive or incompetent. The Board may propose and vote on a motion to submit a written record of the alleged obstructive or incompetent behavior to the Officer in question, together with two weeks' warning that the Board will initiate proceedings calling for a vote of the membership to remove said Officer, unless said Officer resigns, or either refutes the record or undertakes in writing, to cease such behavior forthwith to the Board's satisfaction.
- 2.2. If said Officer resigns, or either refutes the record or undertakes in writing to cease such behavior forthwith and makes restitution, to the Board's satisfaction, as provided in Section IV.2.1, the Board will take no further action.
- 2.3. If said Officer refuses to resign, or is unable or unwilling to either refute the record or undertake in writing to cease such behavior forthwith, to the Board's satisfaction, as provided in IV.2.1, the Board will call on the membership to vote for the removal of said Officer at a physical or virtual (online) General Meeting, or a combination of both.

3. Board Meetings

- 3.1. There are two types of Board Meetings: Face-to-Face Board Meetings and Remote Board Meetings. Articles 32 through 37 of the JAT Articles of Incorporation apply to both types of meeting. However,

if it is impossible to comply with the provisions of Article 37.2 of the JAT Articles of Incorporation on obtaining Directors' seals and signatures, such as in the case of Remote Board Meetings, other appropriate measures will be taken to validate the minutes.

3.1.1. Face-to-Face Board Meetings

Officers are physically present and the meetings usually take place within a single day.

3.1.2. Remote Board Meetings

Officers in various locations communicate continuously throughout the year via media such as Internet discussion boards, meeting systems, forums and telephone conferencing ("communications media").

3.2. All Officers must make every reasonable effort to participate in Board meetings, to stay informed on issues involving the Association, to respond promptly to calls for votes, and to cooperate in enabling the Association to fulfill its purposes.

4. Board Meeting Schedules and Procedures

4.1. Face-to-Face meetings

4.1.1. Typically, there are three Face-to-Face meetings (F2F) each year, the pre-OGM, post-OGM, and mid-year F2Fs. Typically, the pre- and post-OGM F2Fs will take place before and after the OGM. The mid-year F2F will usually take place approximately midway between OGMs. Officers attending F2Fs will be reimbursed for expenses as provided for in Section VI.2.

4.1.2. The exact dates for the mid-year F2F and any other F2F meetings that may be necessary should be discussed and scheduled as soon as possible after the OGM ratifies the Officers for the year, so as to give Officers time to make arrangements to attend.

4.2. Remote Board Meetings

4.2.1. Remote Board meetings are ongoing throughout the year. Directors hold discussions, propose and second motions and vote on important matters as appropriate using the communications media. They will also make every effort to reach and execute decisions promptly.

4.2.2. At an appropriate time, a Director may propose a motion. If and when that motion is seconded by another Director, an electronic vote will be initiated by the Director(s) responsible for the voting mechanism.

4.2.3. A vote passes when a majority of all Directors votes for it.

4.2.4. Votes close on the seventh day after the start of voting, or whenever all Directors have voted, whichever is sooner. The results of the vote will be made available to Officers, and reported to the membership as appropriate.

4.2.5. The President shall periodically report on the activities of the continual remote meetings of the Board to the membership, and these reports, including the results of all votes, will serve as minutes of the remote meetings.

Section V. Ordinary and Extraordinary General Meetings

1. The OGM will be held between April and June each year. All Directors and Auditors will make every reasonable effort to attend.
2. To ensure that General Meetings of the Association (OGMs or EGMs) are quorate in accordance with Article 26 of the JAT Articles of Incorporation, members who cannot attend the meeting may vote online using a system available to all members, submit a written absentee ballot, or appoint a member as proxy in accordance with Article 28 of the JAT Articles of Incorporation or the Auditors as proxies.
3. General Meetings will be convened in accordance with Articles 24 and 25 of the JAT Articles of Incorporation. In particular, at least twenty-one days' notice of the meeting's date, time, place, purpose and agenda will be given in accordance with Article 24.3 of the JAT Articles of Incorporation. Appropriate deadlines for submissions of online and absentee ballots and appointing proxies will also be established in advance to allow enough time for members' votes to be tabulated for inclusion in votes at the meeting.
4. A notice such as the following and a link to the Bylaws and the JAT Articles of Incorporation must be prominently displayed on all signup and renewal forms: "As a JAT member, you agree to follow the Articles of Incorporation and the Bylaws of the Association. For details, see Articles of Incorporation and Bylaws on jat.org/about/jat_organization."

Section VI. Accounts, Budgets, Expenses and Honoraria

1. Accounts and Budgets

- 1.1. Each year, the Directors must draw up accounts and budgets in accordance with the JAT Articles of Incorporation, approve them, and submit them to the Auditors for review.
- 1.2. The audited accounts and budgets must be submitted to the OGM for approval.

2. Travel Expenses for Directors Attending F2Fs

- 2.1. For attending the mid-year F2F or F2Fs before/after an OGM held separately from an IJET, JAT will pay:
 - 2.1.1. Round trip economy travel from home to the meeting by the most direct route.
 - 2.1.2. If traveling by train, “economy” includes a seat reservation, but excludes additional benefits such as first class, “green car,” and sleeper fares.
 - 2.1.3. If traveling by personal vehicle (e.g., car), base mileage allowances (as defined by the relevant tax authority) plus parking expenses (for a maximum two nights at the hotel where the Officer is staying).
 - 2.1.4. Reasonably priced accommodation for two nights near the meeting location
 - 2.1.5. Taxi to and from the meeting when necessary
- 2.2. For F2Fs held before/after an OGM held in connection with an IJET, JAT will pay:
 - 2.2.1 Reasonably priced accommodation before/after the IJET necessitated by the meetings.
 - 2.2.2 Officers will not be reimbursed for accommodations during IJET or for travel fees.
- 2.3. Officers must submit their receipts to the Treasurer to be reimbursed. However, should any officer use public transportation locally receipts are not necessary.

3. Honoraria and other Expenses for Officially Recognized JAT Events and Publications

- 3.1. The organizing committees of officially recognized JAT events may pay an honorarium in accordance with the “Honorarium and travel reimbursement policy statement” approved by the Board. An honorarium may also be paid for articles submitted to officially recognized JAT publications in accordance with this policy statement.
- 3.2. The committees may reimburse actual transportation costs up to a maximum of 10,000 yen per committee member and/or speaker in accordance with this policy statement.
- 3.3. The committees are responsible for budgeting for and reporting on events and activities within three months after events, including honoraria, travel expenses, venues, equipment and administrative costs, in conformity with the Directors’ responsibilities under Section VI 1.1.
- 3.4. The committees must obtain the Board’s prior approval for expenses that were not included in the budget or exceed those mentioned in Section VI 3.1 and 3.2 above.
- 3.5. The committees may set admission fees at their discretion and act freely within their approved budgets without seeking further Board approval, except when expenses that were not included in the original budget arise.
- 3.6. The Board delegates operational responsibility to the committees in accordance with the relevant handbooks.

4. Authorization for Expenses

- 4.1. Expenses for Board-approved projects can only be approved by majority vote of the Directors.
- 4.2. However, the President and Treasurer may jointly approve ad hoc expenses not exceeding 50,000 yen for Board-approved projects.
- 4.3. The President and Treasurer, in turn, may jointly designate a point person for Board-approved projects to approve ad hoc expenses not exceeding 30,000 yen.
- 4.4. Receipts and/or other documentary evidence must be provided for the expenses referred to in Section VI.4.1 through 4.3 above.

Section VII. Committees

1. In addition to the Election Committee, the Board may establish such other committees as appropriate to assist in conducting the affairs of the Association. Examples of such committees include the Tokyo Activities Committee (TAC), the Kansai Activities Team (KAT) and JATLAW.
2. The Board will designate Committee Chairs who will serve at the Board's discretion. The Board will re-designate Chairs for all existing committees when it takes office and when Chairs need to be replaced for any reason.
3. Committee members will be invited by, and serve at, the discretion of the Chair. In principle, committee membership is limited to JAT members, but when appropriate, the Chair may invite non-members to participate on a voting basis. The Board may remove a Committee member at any time at its own discretion.
4. Committees must report their activities to the member of the Board who serves as a liaison in a timely manner, so as to enable Directors to fulfill their obligations.
5. The Board may disband committees.

Section VIII. Conferences

1. IJETs
 - 1.1. The Board will arrange for the holding, usually between April and June each year, of an International Japanese-English Translation (IJET) Conference as a JAT event organized by a JAT committee.
 - 1.2. Parties interested in organizing and holding an IJET Conference are invited to submit their bids in accordance with the current IJET Handbook as approved by the Board.
 - 1.3. IJET Conferences are numbered in sequence (IJET-23, IJET-24, etc.).

- 1.4. The Board selects the venue and delegates operational responsibility to an organizing committee that will organize and conduct the IJET in accordance with the IJET Handbook.
- 1.5. In principle, the site of the conference alternates between Japan and English-speaking countries.

2. PROJECTS

- 2.1. The Board may also arrange for the holding of PROJECTS (PROfessional Japanese-English Conferences on Translation).
- 2.2. The provisions of Section VIII.1.2, and 1.4 will apply, with "PROJECT Handbook" replacing "IJET Handbook."

Section IX. The JAT Mailing Lists

1. JAT Mailing Lists are for the exclusive use of JAT members in good standing and non-members granted access for special purposes, collectively called List Users.
2. The content of all JAT Mailing Lists are collectively and individually subject to the rules and conditions delineated in the Terms of Use.
3. Any of the JAT Mailing Lists may be monitored and moderated by moderators appointed by the Board, who will be responsible for monitoring the content of the JAT Mailing Lists to determine compliance with the Terms of Use established by JAT, and to satisfy any law, regulation, or authorized government request on behalf of the Board.
4. The JAT Webmaster will administer all JAT Mailing Lists on behalf of the Board.
5. Except in cases where action is taken under Section II.5, offenders against these rules will be subject to the following penalties, which will be applied at the discretion of the JAT Webmaster, Moderators and/or Board:
 - 5.1. First offense: The Moderators issue a private warning to the Member and notify the Board of this warning.
 - 5.2. Second offense: The Moderators issue a public warning to the Member on the relevant JAT list, with further notification to the Member by e-mail.
 - 5.3. Third offense: The Moderators will put the Member on moderated status. All messages from the Member will be reviewed by a moderator and only published on approval.
 - 5.4. Offense while on moderated status: The Moderators revoke the Member's posting rights.
 - 5.5. The Moderators may refer a Member who falls under 5.1, 5.2 or 5.3 above to the Board for action at any stage.

- 5.6. The Moderators may immediately impose moderated status for a period of six months on Members who are issued at least one warning yearly or multiple warnings within one year and/or are the subject of multiple complaints received from the general membership regarding the member's posts. If the Member in question again merits warning and/or becomes the source of complaints for posts following the six months of moderated status and restoration to full privileges, his or her posting privileges may be revoked and his or her membership referred to the Board for review.
6. Members are responsible for ensuring their comments are true and fair, and the Board and/or the Moderators have the right, at their sole discretion, to edit, refuse to post, or remove any material submitted to, or posted on, the JAT Mailing Lists.

(Amended as of April 2018)