

Tokyo Association of International Preschools (TAIP)

Constitution/ Charter

Article I: Name and Definition

Section A: Name of Association

The name of this association shall be the Tokyo Association of International Preschools (TAIP).

Section B: Definition of International Preschools

An International Preschool is defined as any school which offers an early childhood program prior to Grade One, whose primary or secondary medium of instruction is a language other than Japanese. Schools which also offer programs beyond the pre-school level may also be members, but it is understood that this organization is to serve their preschool divisions.

Article II: Mission

The mission of TAIP is to support the collective interests of the many international preschools in the greater Tokyo area in terms of networking, staff development, parent education, and publicity for the ultimate benefit of the preschoolers. TAIP does not endorse any particular program and offers equal support and opportunities for its members, regardless of the size of the school.

Support may be provided in the form of:

- (a) general publicity on behalf of all member schools in the form of both free and paid advertising
- (b) maintenance of a website and on-line directory with links to the member schools
- (c) dissemination of information about professional development opportunities for the teachers and administrators of member schools
- (d) sponsorship or co-sponsorship of professional development seminars or courses for teachers, staff and/or parents.
- (e) general sharing of information, resources, and experience through regular meetings, sponsored events, on-line and/or off-line publications, and e-groups
- (f) establishment of reciprocal agreements and/or affiliate membership with professional development organizations on behalf of the member schools
- (g) political advocacy and/or lobbying on behalf of member schools
- (h) compilation/in-sharing of data from member schools

Article III: Motto

The motto of the association shall be “Preschools for Preschoolers”

Article IV: Non-Profit Character

TAIP shall be non-profit in character. Any funds raised are to be used exclusively to support the activities of the organization.

Article V: Membership

Section A: Categories of Membership: There shall be the following categories of membership: Institutional Membership, Individual Associate Membership, and Institutional Associate Membership.

Section B: Eligibility, Application, and Benefits of Membership

- (1) Institutional Membership: Any international preschool in the greater Tokyo area, as defined in Article I, Section B, that shares and subscribes to the purposes of the association as set forth in Article II, may become an institutional member through written application by the Director of the school, acceptance by the Executive Board, and the payment of dues. All of the employees of a member school may attend sponsored events at membership rates. The Director of the institutional member school or his/her designated Representative may vote and serve on the board by election as President-Elect, or in another capacity by invitation of the President-Elect. The Director shall also receive minutes of the Directors' meetings.
- (2) Individual Associate Membership: Individuals not affiliated with member schools but supportive of the organization may join the organization as Individual Associate Members through written application, acceptance by the Executive Board, and the payment of dues. Individual Associate Members do not have voting privileges and may not attend or receive the minutes of the Directors' meetings; however, they may attend general membership meetings, they may be nominated to serve as co-Director members of the board, they may serve on committees, and they may attend events sponsored by the organization at membership rates
- (3) Institutional Associate Membership: Institutions or companies supportive of the preschools, but who are not eligible for full institutional membership may join the association as Institutional Associate Members through written application, acceptance by the Executive Board, and the payment of dues. They do not have voting privileges and they may not attend or receive the minutes of the Directors' meetings. They are, however, entitled to a link on the website under Institutional Associate Membership. Depending on the nature of the organization, they may also send representative(s) to an event at membership rates or exhibit books and educational materials or other kinds of materials at events for an additional charge, at the invitation of the sponsors of the event. Designated representatives may attend general membership meetings and may be nominated to serve as co-Director members of the board, and they may serve on committees.

- (4) Grandfather clause: Should membership eligibility requirements be amended, prior members shall remain members subject to payment of dues, provided that they continue to meet the membership requirements at the time they joined the organization, and that they continue to abide by Section D(3) below.

Section B: Term of Membership

The term of membership shall be from January 1st of one year to December 31st of the next year, beginning from January 1, 2007. Prior to that date, membership will be from the date of acceptance of application through December 31, 2006, for a single membership fee..

Section C: Renewal of Membership

Membership is automatically renewed with the payment of the dues for the subsequent year or years.

Section D: Termination of Membership:

- (1) Membership is automatically terminated if the dues are not paid for the next year by December 31st of the current year.
- (2) Membership may be terminated by a written statement from the Director of the institution with institutional membership, , individual associate member, or the representative officer of the institution with associate membership, requesting the termination.
- (3) Membership may be terminated by just cause should the member or member school fail to abide by the provisions of the Association's constitution, by-laws, ethical guidelines, and/or other criteria if and when they are adopted by the Association.

Section E: Voting Privileges

- (1) The Director (Chief Executive Officer) of each member school shall have one vote, and only one vote, regardless of the size of the school.
- (2) Only the Director or his/her Designated Representative may vote.
- (3) Authorization for representation must be in written form, specifying the designated representative either for a particular meeting or for the year.
- (4) The Director or the Designated Representative must be present at the meeting to vote on matters decided at that meeting.
- (5) In items submitted to a vote on-line, the Director or the Designated Representative may vote on-line from a pre-registered e-mail address.
- (6) Associate members shall not have voting privileges.

Article VI: Governance

Section A: Executive Board

The organization shall be governed by an Executive Board which may include a President, Immediate Past President, President-Elect, Secretary, Treasurer, Program Director, Publicity Director, Webmaster./Technology Director, and other officers as designated by the Executive Board..

Section B: Until the organization is formally inaugurated, the steering committee shall serve in place of the Executive Board. That committee shall nominate the first slate of officers, to be ratified by a simple majority vote at the inaugural meeting of the organization, along with the constitution and by-laws, whereupon the organization will officially begin.

Section C: Nomination and Election of Presidents-Elect:

The President-Elects will be elected on an annual basis from among the directors of the member schools or their designated representatives and serve his/her first year as President-Elect and the subsequent year as President. The first President-Elect shall serve as President-Elect through 2005, and as President in 2006.

Nominations may be made by any member with the prior permission of the person nominated. The Executive Board shall receive the nominations and put forth the slate of candidates two weeks prior to the Annual General Meeting, to be held in October, and the annual election will be held at that meeting.

Section D: Selection of the remaining officers:

The President-Elect shall constitute the other members of his/her Executive Board by invitation from among the directors of member schools or their designated representatives, in a slate of officers to be ratified by a simple majority vote at the annual October meeting. They shall serve in their positions for the duration of the next calendar year. However, they may serve subsequent or other terms in the same or different roles if they are invited to do so by the subsequent President(s)-Elect.

Section E: Immediate Past President, and Past Presidents:

The Immediate Past President shall serve as a voting member of the Executive Board. In the event that the current President is unable to complete his/her term, the Immediate Past President shall serve as President for the balance of the term.

Past presidents, after their year as Immediate Past President, may serve as ex-officio, non-voting members of the Executive Board, or they may serve in a different officer role if invited to do so. However, they may not be re-nominated or elected again as President unless at least three years have elapsed since their previous term as President.

Section F: Executive-Secretary

The Board may employ an Executive-Secretary and provide an honorarium for his/her services on a year-by-year basis. His/her term shall be the same as the term of the officers. If and when there is an Executive Secretary, he or she shall be a non-voting member of the Executive Board.

Section G: Mid-term vacancies.

Mid-term vacancies may be filled by invitation from the President.

Article VII: Committees

Committees may be appointed by any of the officers according to function, and committee members may include Directors, teachers, or other members of the community. Service on committees is voluntary.

Article VIII: Financial Management

Section A: Fiscal Year

The fiscal year of the association will be from January 1st of one year to December 31st of that same year.

Section B: Collection of Funds

Any funds collected by the organization are to be deposited in a single bank account under the name of the organization. The preferred method of payment is by bank transfer in the name of the organization or the individual making the transfer, so as to assure transparency of the records.

Section C: Allocation of funds:

Expenses up to an amount specified in the by-laws may be approved by the President. Expenses of more than the amount specified in the by-laws must be approved by the majority vote of Executive Board. Expenses are never to exceed the funds available in the organization's account.

Section D: Honorarium for the Executive Secretary (if any): The honorarium for the Executive Secretary will be decided on an annual basis, as specified in the by-laws.

Section E: Audit

The books will be audited by an independent auditor in September of every year.

Section F: Dues

Dues shall be decided on an annual basis, as specified in the by-laws.

Article IX: Dissolution

No part of the net income, revenue, or grants of TAIP shall inure to the benefit of any member or officer of the organization. In the event of dissolution or liquidation, remaining assets shall be transferred to an organization chosen by the Board of Directors Executive Board for charitable and educational use and with purposes similar to those of TAIP.

Article X: Amendments

These articles may be amended by a 2/3 vote of the member schools present at a general meeting. If those voting are insufficient to constitute a quorum of the total membership, those not in attendance shall be asked to vote on-line.

BY-LAWS

ARTICLE I: Address

The business address of TAIP will be the address represented by the President of TAIP until or unless an office is established for an Executive Secretary or Executive Director.

ARTICLE II: Meetings

The Annual General Membership Meeting will be held in October of every year. The exact date of the meeting will be posted on the website and circulated to all of the member schools, or prospective member schools by e-mail.

In addition, there will be at least two board meetings a year, in January and April. The board may meet more often as needed, and they may call other general meetings as they see fit.

Directors' Meetings, as distinct from General Membership or Executive Board meetings may also be called by the Board. Only the directors of institutional member schools or their designated representatives may attend the Directors' Meetings. Minutes will be taken by the Secretary of the Board and distributed only to the Directors or their designated representatives. Such meetings will be called only if and when there are matters to be discussed or decided among by the directors alone. When possible, it will be scheduled immediately before or after the Annual General Membership Meeting.

All meeting dates will be posted on the website. General Membership Meetings are open to Institutional Members, Institutional Associate Members, and Individual Associate Members of the organization, and they may also provide agenda items in advance of the meetings.

ARTICLE III: Quorum

- (a) Officers: A quorum will consist of a majority (50% plus 1) of the officers, including the President or President-Elect.
- (b) Quorum of the total membership: A quorum of the total membership shall consist of a majority (50% + 1) of the directors or designated representatives of the member schools.
- (c) General meetings: Business will be conducted by a majority of the Directors present and voting. Proxies may vote only if they have a letter from their Director indicating that they are their designated representative either for the meeting, or for the year in which the meeting takes place, or if the Director

sends an e-mail to the President from their personal e-mail address indicating same.

ARTICLE IV: Procedures

- (a) Meetings of the Association shall be conducted according to Robert's Rules of Order and/or ground rules as may be established by group agreement..
- (b) The Executive Board shall meet before and after every general meeting, and more frequently as needed.

ARTICLE V: Dues

- (a) Dues are recommended by the Executive Board for the following year and voted upon at the October meeting. They shall cover the period of January 1 of one school year to December 31 of the next, with the exception of the first payment, which shall cover from the date of acceptance of application through December 31, 2006. Membership is automatically terminated if dues are not paid by December 31 of any particular year. The first year, the steering committee shall recommend the dues, to be ratified by a majority vote at the inaugural meeting of the organization. The dues will be the same, regardless of the size of the school, as the organization will support every school equally, regardless of the size.
- (b) Method of Payment of dues: Dues are to be paid by bank transfer in the name of the organization or individual associate member.

ARTICLE VI: Use of Funds

- (a) Legitimate expenses shall include the expenses of holding meetings or seminars, stationary, copying, and mailing costs, provider and hosting services for the website, publicity or advertising expenses on behalf of the membership as a whole, the funding or partial funding of professional development workshops, for which attendees will be charged at membership or non-membership rates.
- (b) Events may be sponsored or co-sponsored with the general guideline that the cost to the members attending should be minimized, with an anticipated income of no more than 30% over the actual costs incurred going into the Association's account to support its activities.
- (c) At least one third of the income of the organization will be designated to be used for collective advertising costs and at least one third will be used for professional development.

ARTICLE VII: Conditions of Sponsorship

- (a) In the case of full sponsorship of events, TAIP will cover all of the costs and retain all of the income.
- (b) In the case of co-sponsorship, TAIP will cover half of the costs and retain half of the income.

- (c) In the case of multiple-sponsorship, the sponsors will equally share the costs and equally divide the income.
- (d) TAIP will not sponsor or participate in the sponsorship of any event in which a loss is anticipated.
- (e) Member schools hosting a professional development event may have it publicized through TAIP provided that they offer a reasonable discount to TAIP Members who attend the event.

ARTICLE VIII: Reciprocal Agreements

The Executive Board of the Association may make reciprocal agreements on behalf of the association with other similar organizations which offer workshops, conferences or seminars, whereby the members of each organization may attend each other's events at member rates.

ARTICLE IX Membership in other Organizations

The Executive Board may purchase associate or institutional membership in another professional development organization for TAIP on behalf of the member schools on an annual basis, subject to availability of funds and perceived benefits of membership.

ARTICLE X: Duties of Officers

(a) The President

The function of the President will be to prepare the agenda, to preside at the meetings, to field membership inquiries and applications, and to authorize expenditures of up to 100,000 yen. Expenditures exceeding this amount must be approved by the Executive Board. He/she shall also be the "owner" of a closed but un-moderated e-group for the Executive Board. He/she shall also invite prospective members to join the organization and pursue affiliation with similar organizations on behalf of the total membership.

(b) Immediate Past President

The function of the immediate Past President is to advise the President and to provide continuity on the board. He/she will serve the balance of the term of the President should the President resign.

(c) President-Elect

The function of the President-Elect shall be to assist the President, to preside at meetings in the absence of the President, and to maintain and update the membership list by category of membership. He or she will also compile and archive the data from the annual membership survey, and be the "owner" of a closed but un-moderated e-group for the Directors of all of the member schools. At the Annual General meeting in the October of his/her year as President-Elect, he or she shall nominate the other members of the Executive Board who would serve during his/her term as President.

- (d) Secretary: The function of the Secretary will be to take attendance at meetings, to take and disseminate the minutes, and to maintain the archives of the organization.
- (e) Treasurer: The function of the Treasurer will be make a report on the financial standing of the organization at each meeting, having received a statement of accounts (income and expenses) from the Executive Secretary, or having prepared such a statement in the absence of an Executive Secretary. He or she will also send bank transfer information, and issue statements or receipts as needed.
- (f) Webmaster/Technology Director: The function of the Webmaster/ Technology Director will be to design and maintain the website and field on-line inquiries.
- (g) Program Director: The function of the Program Director shall be to plan and oversee any conferences, workshops, seminars, or events sponsored or co-sponsored by the association, with the assistance of a program committee if needed. This shall include inviting Associate Institutional Members to present or exhibit at events as possible in consultation with the school or other venue providing the facilities. The Program Director may name a Co-Director. The function of the Program Co-Director shall be to work with the Program Director in all of his/her capacities, with a division of tasks to be worked out by the parties themselves.
- (h) Publicity Director: The function of the Publicity Director will be to publicize the organization in the wider community, and to oversee both paid and free advertising on behalf of all of the member schools, with expenditures approved by the President. The Publicity Director may name a Co-Director. The function of the Publicity Co-Director shall be to work with the Publicity Director in all of his/her capacities, with a division of tasks to be worked out by the parties themselves.
- (i) Officers as a whole: The officers as a whole, together with the Executive Secretary (if any) , shall constitute the authorized representatives of the organization for purposes of social or political advocacy, and they shall fulfill or assure the fulfillment of the functions of the Executive Secretary in the absence of an Executive Secretary or until an Executive Secretary has been put in place. Also, they shall prepare a budget and/or expenditure guidelines for the subsequent year based on the current account balance and anticipated income.

ARTICLE XI: No Compensation for Officers:

Officers shall be officers on a volunteer basis only: They shall accrue no income from the organization or its activities.

ARTICLE XII: Duties and Compensation of the Executive Secretary

If and when there is an Executive Secretary, the duties and compensation will be defined in the by-laws.

ARTICLE XI11: Collection of Data

- (a) An annual collection of data from the member schools shall include the following information:
 - 1. Total number of students enrolled in the preschool program classified by the nationality of the parent(s), as of November 1st.
 - 2. Other items as agreed upon by the Executive Board.
- (b) Schools may elect not to participate in the survey, but the results of the survey will be reported only to the schools that do participate.
- (c) The data will be summarized and aggregate numbers (with no breakdown of the data by school name indicated) will be distributed to the directors of all participating member schools by e-mail prior to the January meeting.
- (d) The data will not be published on the web site, but may form the basis for general statements about the membership as a whole.
- (e) The purpose of collecting the data is so that trends may be noted in the total numbers and nationality distribution of the students over time.
- (f) Directors of member school may make other on-line surveys of the member schools, but participation is voluntary, with the general rule that only those that participate will receive the results of the survey.

ARTICLE XV: Use of the Website

The website shall have the following pages:

- (a) Home page with basic introduction and invitation to the organization
- (b) Membership pages with direct links to websites of the member schools, organizations, or individuals belonging to the organization in alphabetical order on each page.
- (c) Events/calendar pages announcing coming events.
- (d) Constitution and By-laws Page
- (e) Workshop/seminar registration forms
- (f) On-Line membership application form page.
- (g) A list of current officers.
- (h) Others as decided by the Executive Board

ARTICLE XVI: Fixed Agenda Items

The following are the fixed agenda items for the scheduled meetings:

January Board Meeting:

Inauguration of officers for the current fiscal year.
Minutes of Previous Meeting
President's Report
Treasurer's Report
Reports of the other officers as needed
Executive Secretary Report

Discussion of compiled report on membership data
Other business

April Board Meeting:

Minutes of Previous Meeting
President's Report
Treasurer's Report
Reports of the other officers as needed
Executive Secretary Report
Review of Current School year
Other business

October General Membership Meeting:

Minutes of Previous Meeting
President's Report
Treasurer's Report
Reports of the Publicity Directors
Report of the Program Directors
Executive Secretary Report
Election of President-Elect for subsequent year.
Presentation of slate of officers for subsequent year
Presentation of budget for subsequent year.
Decision on dues for subsequent year.
Honorarium of the Executive Secretary for the subsequent year.
Circulation of Membership Data Survey to Directors of Member Schools
Other business

An October Directors' Meeting/Board Meeting open to all of the Directors of Member Schools will be held either immediately after or immediately before the Annual General Membership Meeting, if needed, with agenda provided by the Executive Board

ARTICLE XVII: Equal Membership Benefits

Any member school is an equal member regardless of the size of the school. Any published publicity funded by the organization must be for all of the schools together.

ARTICLE XVIII: Amendment of the By-Laws

These by-laws may be amended by a majority vote of the member schools at a Directors' meeting. If those voting in favor are insufficient to constitute a quorum of the total membership, those not in attendance shall be asked to vote on-line.

(Note: The above constitution and by-laws were ratified in March, 2005)