



**Association des Parents d'Élèves du Kansai**  
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## **Association des Parents d'Élèves du Kansai (APEK)**

### **BYLAWS**

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**Log of updates to the bylaws:**

October 31st 1992: First draft

October 31st 1993: Amendment n° 1

March 28th 1994: Amendment n° 2

October 22nd 2001: Amendment n° 3

October 22nd 2002: Amendment n° 4

October 30th 2005: Amendment n° 5

February 3rd 2007: Amendment n° 6

October 19th 2008: Amendment n° 7

October 20th 2013: Amendment n° 8

October 25th 2015: Amendment n° n° 9

November 26th 2017: Amendment n° 10

November 18th 2018: Amendment n° 11

April 14th 2019: Amendment n° 12

November 10th 2019: Amendment n° 13 (articles 1, 2, 4, 6, 7, 8, 10, 12, 14, 17, 19, 24, 25, 26, 27, 28, 29).

November 29<sup>th</sup> 2020: Amendment n° 14 (articles 1, 2, 4, 6, 7, 8, 10, 12, 14, 17, 19, 23).

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## **I. Purpose, description, term**

Article 1: The stated purpose of the *association des parents d'élèves du Kansai* (APEK) is "the promotion of the French language and education in western Japan". APEK shall take every possible action to achieve that goal, with a primary focus on the creation and management of the *Lycée français international de Kyoto*. This may include the creation of other education-oriented structures in the greater Kansai area as well.

Article 2: The French consulate in Kyoto (8 Izumidono-chô, Yoshida, Sakyô-ku, Kyôto 606-8301, JAPAN) will act as the official head office of the *association des parents d'élèves du Kansai*. The association's administrative address will be:

Association des Parents d'Élèves du Kansai

600-8065 Kyoto-shi,

411 Motoshinmeicho Tominokojidôri Gojo agaru Shimogyô-ku (Japan).

The school board may choose to relocate its head office to a location of its choosing at any time. However this change can only be implemented if ratified by the general assembly.

Article 3: The *association des parents d'élèves du Kansai* is created for an unlimited duration.

## **II. Operational framework**

Article 4: Association membership is automatically granted to parents or legal guardians whose children are currently enrolled in the *Lycée français international de Kyoto (LFIK)* and conditional upon timely payment of all tuition and membership fees for the ongoing school year. A member is defined as being one family as opposed to a single individual (one LFIK family = one APEK member).

Article 5: APEK also includes beneficent and honorary members. Beneficent members are individuals who have made a donation to the LFIK. Honorary members are elected by the general assembly upon nomination by the APEK bureau.

Article 6: Membership is terminated when one of the following conditions is met:

- Resignation.
- Death or legal impediment.
- Exclusion by the school board for serious offences. The board may not exclude a member without a preliminary hearing. Said member may also appeal the board's decision in front of the general assembly.
- If tuition and membership fees remain unpaid after two successive written notices.
- When the family's child or children is, or are, no longer enrolled in the LFIK.

Under no circumstance will the family whose membership has been terminated be eligible for a refund.

Article 7: The APEK's general assembly occurs once a year. On that day, APEK members elect **6 to 9 representatives** to their **board of directors**. Once elected, this board convenes and assigns the following titles and responsibilities:

- It elects its **bureau**: a president, a treasurer and a secretary.
- It creates any other position that may be required for the proper management of the APEK and the LFIK.

Two members of the same family may not be board members at the same time. APEK employees and anyone employed, managing or owner of a LFIK service provider are not eligible either.

Article 8: The **bureau** is the executive branch of the **APEK board of directors**. It monitors and processes every decision taken by the **school governing body**. The bureau is required to provide the governing body with detailed reports of its activity.

Access to contact information of LFIK families is strictly restricted to bureau members. Employees whose function requires so may also access this information.

Article 9: Should the board need to fill a vacant position before the end of its mandate, it does so by appointing one of the members of the association. This replacement member has to be unanimously approved by the board. The next general assembly will determine whether this replacement is final or not.

Article 10: Board members are elected for a two-year mandate. They elect their president, treasurer and secretary for a one-year mandate after each annual

general assembly. The status of honorary member is granted for one year and tacitly renewed afterward.

Article 11: Elections are conducted by secret ballot. Each candidacy is individual.

Article 12: The LFIK governing body is entrusted with all decisions pertaining to the school. Only **APEK board** members are given voting power. The **LFIK governing body** also includes an **advisory board** composed of:

- The French Consul, who is Kyoto-based.
- The embassy cultural advisor, who is Tokyo-based.
- The school principal.
- The head of the school administrative services.
- Any other person whose presence the board deems necessary.

The president issues invitations to the governing body's meetings. Should he found himself incapable of doing so, another board member may issue the invitations on his behalf. Any vote or deliberation requires either the presence or representation of a majority of APEK board members. A board member may choose to be represented by another board member during a meeting. One board member can only represent one extra member. The chosen representative can only vote on behalf the other member if the matter at hand has previously been presented, in writing, to all members including the absent party. When appropriate, decisions are submitted to a vote and validated by the majority of the votes expressed on that day. Should a proposition receive an equal number of opposing votes, the president's vote will count as two votes. Minutes for each meeting are approved by the board at the beginning of the following meeting and subsequently archived. The APEK board of directors processes the demands of the APEK and reports to its members on the day of the general assembly. The APEK will then vote to approve the board's decisions and budget proposal.

Article 13: The president is required to meet with the LFIK governing body two to three times each trimester during the school year. If needed, the governing body may issue a demand for a meeting to the president. This demand has to be signed by a majority of board members. The president is then obligated to accept this demand. The APEK bureau and board of directors may have private meetings but they are obligated to invite the other members of the LFIK governing body if a vote is to take place.

### **III. General assembly**

#### Article 14:

a) APEK members are invited to the annual general assembly that takes place between October 1st and November 30th each year.

b) Each member may cast his vote on the day of the general assembly. He may choose to vote:

- In person during the general assembly.
- By proxy.

Proxy votes are limited to two a member. Proxy forms must be given to the APEK bureau before voting begins to be valid.

The general assembly will only take place if at least 40% of active APEK members are present either physically or by proxy. Should the quorum not be reached, APEK members will be given a date for a new general assembly within a week. That second assembly will take place within two weeks of the original assembly and will not require a minimum attendance.

The general assembly is headed by the president or, in his absence, either one of the two other bureau members or, as a last resort, an honorary member.

Article 15: The board of representatives creates an order of business for the general assembly, it must include every question that was submitted in writing by APEK members at least four weeks before the date of the assembly.

On the day of the general assembly, the president gives his annual report and the treasurer his budget report. The duties of the general assembly are:

- To validate the budget report for the previous school year by vote.
- To validate the new budget for the ongoing school year by vote.
- To sign off on the exiting board.
- To vote on the proposed strategic plan for the ongoing year.
- To debate the various points listed in the order of business.
- To elect its new board members.

Article 16: APEK members are informed of the next general assembly at least one month in advance through a message that includes:

- The date, time and place of the assembly.
- A call to candidates for the election of new APEK board members.
- An invitation to submit questions to be added to the order of business.

Article 17: The replacement of departing board members is done as follows:

- All active APEK members may stand as candidates.
- All candidacies must be submitted to the secretary of the board at least three weeks before the day of the general assembly.
- Two weeks before the general assembly, the secretary of the board releases the list of candidates to the members of the association. This list details the names, and occupations of all candidates.
- The members of the association are provided with a proxy vote form and the latest draft of the order of business.
- Members who wish to announce their candidates after the deadline has passed may still do so by introducing themselves on the day of the general assembly.
- Exiting board members may submit their candidacy as well.
- At the time of the vote, candidates may briefly address the assembly, introduce themselves and explain the reasons for their candidacy.
- Candidates are elected by a majority vote. Should any of the candidates fail to reach the required number of votes, a second general assembly will be set as detailed in article 14 b).

Article 18: An extraordinary general assembly may be scheduled by the APEK board of directors or requested in writing by at least a third of the members of the association. Such a request is to be addressed to the president of the association. Members must be notified at least two weeks in advance of the date and order of business of the extraordinary general assembly.

#### **IV. Finances**

Article 19: Revenues for the association include:

- Tuition fees.
- Subsidies and scholarships from the AEFÉ.
- Members' fees.

- Donations that the association may or may not accept to receive.
- Fundraising.

All revenues are to be immediately transferred to the association's bank account and cannot, under any circumstances, be distributed to any of its members.

Article 20: The bureau of the association has to implement a set of financial regulations. The school governing body must validate them by a vote.

Article 21: The president and the treasurer decide on the delegation of signature for banking services. This delegation of signature is clearly stated in a written document.

Article 22: The treasurer compiles the annual budget report on August 31st of each year. The governing body approves the budget report before submitting it to the general assembly. The association's books are made available to auditors and association members.

## **V. Bylaws and termination of the association**

Article 23: Amendments to the bylaws must be put to a vote during the annual or an extraordinary general assembly. Amendments to the bylaws or termination of the association require a least 40% of APEK members to be present or represented (as specified in article 14b). Such motions must be approved by a majority of at least two third of members physically present or represented. In the event that a two third majority is not reached, a second assembly will be scheduled (as specified in article 17). The motions will then put to a simple majority vote.

Should the association be unable to function and meet in general assembly for a period of over six consecutive months, the French Consul-General is to nominate three prominent figures among members of the association. The French Consul-General and these three individuals will rule on the devolution of the association's assets.

## **VI. Code of ethics of APEK representatives**

Article 24 : All conversations and exchanges are strictly confidential. Any disclosure or announcement to a given person or set of persons must first be approved by the board.

Article 25 : Bureau members (President, treasurer, secretary) may under no circumstances benefit from products or services they offer or provide. This rule applies regardless of whether they do so as an individual or through an entity they either manage or may benefit from, financially or otherwise. Furthermore, the use of APEK- or LFIK-related means of communication is strictly restricted to APEK and LFIK business. They may not be used to promote personal activities or services, complimentary or other.

In order to avoid any conflict of interest, these restrictions also apply to normally permissible communication forum such as posting boards.

Article 26 : Non-bureau board members may only offer a product or a service within the context of a tender, regardless of whether they do so as an individual or as the representative, manager or employee of a given entity. Board members are required to disclose all conflicts of interest and relationships they may have with an entity that provides or offers a services to the LFIK. These disclosures must be made to the school governing body.

Except within the context of a tender, board members may not in any way promote their personal interests or their relatives'.

Article 27 : APEK representatives are required to abide by every rule and regulation in effect in the LFIK.

Article 28 : The board may, on occasion, instruct one or many persons to act as an APEK ambassador, representative or spokesperson. These individuals may or may not be elected APEK members or school employees. The terms of their assignment must be clearly defined by the governing body of the school. Under no circumstances are those individuals to exceed those terms. They are furthermore required to disclose any potential conflict of interest before taking on an assignment.

Article 29 : The board is bound by every document pertaining to the running of the APEK and LFIK and the present code of ethics in particular.

Should a board member run afoul of a rule or code, the board may impart a penalty upon that person. Depending on the gravity of the offence, the perpetrator may be given a one-time formal warning or be dismissed from the board with or without notice. Only the bureau or a group comprising at least one third of all board members may initiate a disciplinary hearing.



Once the perpetrator has argued his case in front of the governing body of the school, the board votes to implement or not a disciplinary action. Issuance of a warning or dismissal from the board requires a minimum of a two third majority vote. The perpetrator may not participate in this vote. APEK members are immediately informed of the dismissal and the reasons for it.

As unlawful behaviors may cause prejudice to the APEK and the LFIK, they also constitute a motive for dismissal from the board.

*Approved on November 29th, 2020 during the general assembly.*

*In Kyoto, Japan.*