

[English translation for the sake of convenience. Original written in Japanese language.]

**Camera and Imaging Products Association
Rules on the Establishment and Management of
Project Council**

**Camera and Imaging Products Association
General Incorporated Association**

Chapter I General provisions

Article 1 Purpose of the rules

1. The rules stipulate the establishment, improvement or abolition, and methods of action etc. of the project council and its subsidiary organizations within the Camera and Imaging Products Association (hereinafter “CIPA.”)
2. The rules shall be special provisions on Rules on the establishment and management of committees and working groups separately stipulated by the Board of Directors, and these rules shall take precedence in respect of the project council and its subsidiary organizations.

Article 2 Establishment of project council and projects

1. In accordance with Article 39 of CIPA’s Articles of Association, a project council (hereinafter ‘the project council’) shall be established as a consultative body to the Board of Directors, and projects (hereinafter ‘PJ’) shall be established as subsidiary organizations to the project council.
2. The items for consultation at the project council shall be as follows:
 - (1) When immediate decisions are required;
 - (2) When the content of the matter being deliberated over extends across several committees;
 - (3) When a special obligation of confidentiality is imposed.

Article 3 Chair, vice chairs and members of the project council

1. The Board of Directors may, by its resolution, appoint a chair, vice chairs and a few members (hereinafter ‘the project council members’).
2. The term of office of the chair and vice chairs shall be two years. The reelection of the chair and vice chairs shall not be precluded.
3. Notwithstanding the preceding paragraph, the Board of Directors may, by its resolution, dismiss the chair or vice chairs at any time.

4. The chair shall coordinate the activities of the project council in accordance with the requests of the Board of Directors.
5. The vice chairs shall assist the chair, and act on behalf of the chair in accordance with his or her instructions.

Article 4 Establishment of new project, and improvement or abolition of projects

1. The Board of Directors may, by its resolution, establish new PJ under the project council, abolish existing PJ, or change their titles, purposes and terms.
2. The chair and vice chairs of the project council may, with regard to new PJ, summarize the title, purpose, chief or when necessary sub-chiefs, candidate members required to achieve the purposes of the PJ, and an approximate estimate of the expenses for its activities, and propose their establishment, or with regard to existing PJ, propose their abolition, or the change of their title, purpose or term etc, to the Board of Directors.

Article 5 Project chiefs, sub-chiefs and members

1. The Board of Directors may, by its resolution, appoint chiefs, sub-chiefs and members for each PJ (hereinafter 'PJ members').
2. The term of office of PJ members shall be for the duration of the PJ.
3. Notwithstanding the preceding paragraph, the Board of Directors may, by its resolution, dismiss the chiefs or sub-chiefs at any time.
4. The chief shall coordinate the activities of the PJ in which he or she is in charge of.
5. The sub-chief shall assist the chief, and act on behalf of the chief in accordance with his or her instructions.
6. The chief may summarize the title, purpose, candidate members necessary in order to achieve the purpose of a PJ and an approximate estimate of the expenses for its activities, and propose these to the project council.

Article 6 Role of the secretariat

1. The secretariat shall conduct the general affairs of the project council and the PJ.
2. The secretariat shall support the chair, vice chairs and the chief and sub-chiefs of each PJ in order to ensure the smooth management of the project council and PJ.

Chapter II Activities of the project council

Article 7 Role of the project council

1. The project council shall deliberate on items submitted for consultation by the Board of Directors, and hold responsibility for summarizing their results and reporting on them to the Board of Directors.
2. Notwithstanding the preceding paragraph, the project council may, in order to protect the interests of CIPA members, with the consent of the Representative Directors, deal with urgent matters without waiting for the deliberations of the Board of Directors, and deliver an ex-post facto report to the Board of Directors.

Article 8 Holding of project council meetings

The members of the project council may, when deemed necessary, hold a project council meeting.

Article 9 Attendance at project council meetings

1. The members of the project council shall have the right to attend the deliberations of the project council, and shall fulfill their obligations.
2. The chair, upon consultation with the vice chairs and when it is deemed necessary, may permit the participation at meetings of third parties other than project council members, and request these third parties to provide opinions or explanations.

Article 10 Deliberations of the project council

The chair may, upon consultation with the vice chairs, proceed with the deliberations of the

project council by discussions via e-mail or other appropriate methods.

Chapter III Project activities

Article 11 Role of projects

1. The PJ shall deliberate on items submitted for consultation by the Board of Directors, and hold responsibility for summarizing their results and making suggestions to the project council about the content of their reports to the Board of Directors.

Article 12 Holding of project meetings

PJ members may, when deemed necessary, call a PJ meeting.

Article 13 Attendance at project meetings

1. PJ members themselves shall have the right to attend the deliberations of the PJ, and shall fulfill their obligations.
2. The chief, upon consultation with the sub-chiefs and when it is deemed necessary, may permit the participation at meetings of third parties other than PJ members, and request these third parties to provide opinions or explanations.

Article 14 Deliberations over projects

The chief may, upon consultation with the sub-chiefs, proceed with deliberations over PJ by discussions via e-mail or other appropriate methods.

Chapter IV Expenses for project activities

Article 15 Expenses for project activities

1. CIPA Members with affiliates who are PJ members shall, with regard to the expenses necessary to fund the activities of the PJ in which they participate, bear the cost of expenses for PJ activities stipulated in Annex 1 in order to cover expenses other than those stipulated as being under general management by the Board of Directors.

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2. The chair and vice chairs of the project council shall draft plans after discussion with the relevant PJ chiefs and sub-chiefs concerning any changes to the amounts that should be borne as expenses for PJ activities, and propose these to the Board of Directors.
3. The Board of Directors shall implement changes in the amounts of expenses for project activities by its resolution.
4. In cases where the changes in the preceding paragraph are made, the Representative Directors shall immediately make the appropriate revisions to Annex 1 in order to reflect the relevant configuration.
5. Participant Members shall pay the amount of expenses calculated in accordance with the method of payment stipulated at the end of Annex 1.

Chapter V Supplementary provisions

Article 16 Revision of rules

Amendments to these rules shall be made by the Board of Directors.

Effective as of January 27, 2009

Revised on May 24, 2011

Schedule I

Schedule I (Expenses for project activities)

Project	Project expenses (monthly)
Camera & Photo Imaging Show Project	¥0
Lithium-ion Battery PSE Project	¥0
PictBridge General Project	¥0
Photo Aid Project	¥0

- 1) The amount of the expenses for activities that the Participant Members shall bear the cost for, shall be the total of the amounts indicated in the chart above configured for each PJ.
- 2) The expenses for project activities shall be for each calendar month, and no calculations on a monthly pro-rata basis shall be made. The amounts are regardless of the actual number of days on which meetings were held or any other circumstances of the PJs.
- 3) The Participant Members shall pay CIPA by bank transfer the amount for the next month's expenses for project activities by no later than the last day of the previous month. Members whose participation starts in the middle of a calendar month shall, shortly after participating, pay the relevant month's expenses for project activities.

Effective as of January 27, 2009

Revised on May 24, 2011