

Regulations of the Personnel Committee

Article 1 (Purpose)

The purpose of the regulations is to establish the Personnel Committee and stipulate general regulations of its operation in order to maintain the fairness of personnel management

Article 2 (Scope of Application)

All matters concerning the Personnel Committee shall be governed by these regulations, except as stipulated in related law and enforced rule or bylaw.

Article 3 (Composition)

1. The Personnel Committee is composed of the General Director (G.D.) and Directors that the G.D. appointed among full-time Directors, which are named Committee Members.
2. The Chairman of the Personnel Committee shall be the G.D. and be responsible for all operations.
3. There shall be one Secretary to manage the administration of the Personnel Committee, and the Secretary will be a Personnel Department Head (or Team Leader).

Article 4 (Function)

The Personnel Committee shall review and determine the following matters:

1. Appointment of important positions;
2. Matters concerning commendation and disciplinary action; and
3. Matters to be considered as desired by the G.D.

Article 5 (Calling the Meeting)

1. The Chairman shall request for a meeting of the Personnel Committee if necessary.
2. In the absence of the Chairman, there shall be a successor to be chosen by the consent of Directors in accordance with prescribed order of ranking.
3. Each Committee Member may request the Chairman for a meeting of the Personnel Committee, with the document explaining the agenda and its reasons.

Article 6 (Agenda)

1. Each Director or Department Head (or Team Leader) shall submit agendas to be considered by the Personnel Committee to the Secretary of the Committee two days in advance.

2. The Secretary shall summarize those requested items and conclude final agendas after obtaining the Chairman's consent.
3. If it is necessary to consider prior reviews, the Secretary shall attach them in the agendas on the notification of the Committee meeting to be sent to each Committee member.

Article 7 (Notification of the Committee meeting)

When holding the Personnel Committee meeting, notification shall be made to each Committee Member one day ahead of the meeting by email or word of mouth. Provided, that notification period can be shortened in case of emergency.

Article 8 (Attendance of Those Related)

1. The Chairman of the Personnel Committee may have the relevant Directors or Employees attend at the meeting and listen to their opinions if necessary.
2. The Personnel Director can attend the Personnel Meeting and state his/her opinion.
3. The Auditor and Law-abiding guardian can attend the Personnel Meeting and state their opinions.

Article 9 (Decision-Making Method)

1. The Personnel Committee shall open with the presence of a Majority of Committee Members and decisions shall be made by an affirmative vote of a majority of members. In case of a tie, the Chairman shall decide the issue.
2. The Committee Member who has a particular interest concerning resolution agenda shall not have the right vote as far as that resolution is concerned. In this case, the member concerned will not be counted in the Committee Members.
3. For urgent items to be decided among agendas, the Chairman can make a written resolution without holding the meeting or get confirmation later.
4. Resolution method by written resolution follows the same as Paragraph 1 and 2.

Article 10 (Disposal of Resolution)

1. The items decided in the Personnel Committee shall be effective immediately, and the Personnel Director shall execute it. In the absence of the Personnel Director, the Personnel Department Head (or Team Leader) shall execute it.
2. If the item shall be executed urgently even though the item requires the resolution of the Personnel Committee, such item can be executed first after consultation with the Chairman of the Personnel Committee without taking a resolution of the Committee. However, the item shall be obtained consent at the following Personnel Committee.

Article 11 (Review of Decision)

If there was found a mistake among the decided items of the Personnel Committee or the G.D. recognized the decided item was unfair, a decision can be made to request a new resolution.

Article 12 (Meeting Minutes)

1. The Personnel Committee shall record the contents and results of the meeting in the meeting minutes (Attachment 2) and have the Chairman and present members sign it.
2. When the committee wishes to have a written resolution according to Paragraph 3 of Article 8, it shall be prepared with the meeting minutes (Attachment 3) including the suggested draft agenda and shall be sent to each Committee Member for their resolution.

Article 13 (Records and File Keeping)

All meeting minutes shall be kept on file in order of each meeting, be marked with noticeable titles and be filed together with the relevant draft agenda of the Personnel Committee.

(Attachment 1) – Notification of holding the Committee Meeting

(Attachment 2) – Meeting minutes of the Personnel Committee

(Attachment 3) – Meeting minutes of written Personnel Committee