

**AGENDA FOR THE SECOND JALT ORDINARY GENERAL MEETING OF 2010
OF NPO THE JAPAN ASSOCIATION FOR LANGUAGE TEACHING**

Aichi Industry and Labor Center in Nagoya, Room 1003
Sunday, November 21, 2010; 15:50 – 16:50

Agenda

Item 1. Appointment of the Chair

Item 2. Approval of elected Directors and Auditor

Item 3. Amendment of Article 24-3 of the Constitution (Convening the General Meeting)

Current

In the event of convening the General Meeting, written notice of date, place, purposes and agenda of the Meeting shall reach JALT members at least 5 days before the General Meeting.

Proposed (*additions underlined and in italics*)

In the event of convening the General Meeting, written or online notice of date, time, place, purposes and agenda of the Meeting shall reach JALT members at least 5 days before the General Meeting.

Item 4. Amendment of Article 28-2 of the Constitution (Voting at General Meeting)

Current

Any JALT member, who is forced to be absent from the General Meeting due to circumstances beyond control, may entrust his or her vote to another JALT member on the announced agenda items.

Proposed (*additions underlined and in italics*)

Any JALT member, who is forced to be absent from the General Meeting due to circumstances beyond control, may vote in writing or through electronic forms or may entrust his or her vote to another JALT member on the announced agenda items.

Item 5. Amendment of Article 29(1)2 of the Constitution (Minutes of General Meeting)

Current

1 The following items shall be covered in the minutes of the General Meeting:
1.2 Number of attendants (including proxy)

Proposed (*additions underlined and in italics*)

1 The following items shall be covered in the minutes of the General Meeting:
1.2 Total number of JALT members and the number of attendants including proxy (the number of the proxy votes in writing or through electronic forms should be appended).

Item 6. Amendment of Article 33-3 of the Constitution (Convening the Executive Board Meeting)

Current

The President shall send a written notice at least 15 days prior to the holding of the Meeting indicating the date, hour, place, purposes, and the agenda to be discussed.

Proposed (*additions underlined and in italics*)

The President shall send a written or online notice at least 15 days prior to the holding of the Meeting indicating the date, time, place, purposes, and the agenda to be discussed.

Item 7: Amendment of Article 36 (2) of the Constitution (Voting at Executive Board Meeting)

Current

Any Director, Chapter President, or Special Interest Group Coordinator who is forced to be absent from the Meeting due to the circumstances beyond their control, may vote in writing on announced agenda items.

Proposed (*additions underlined and in italics*)

Any Director, Chapter President, or Special Interest Group Coordinator who is forced to be absent from the Meeting due to the circumstances beyond their control, may vote in writing or through electronic forms or may entrust his or her vote to another JALT member on announced agenda items.

Item 8: Amendment of Article 37-1(2) of the Constitution (Minutes of the Executive Board Meeting)

Current

- 1 The following items shall be covered in the minutes of the Executive Board Meeting:
 - 1.2 Quorum of directors, and number and names of attending Directors, Auditor, Chapter Presidents and Special Interest Group Coordinators, including proxy (the proxy vote(s) in writing should be appended.).

Proposed (*changes underlined and in italics*)

- 1 The following items shall be covered in the minutes of the Executive Board Meeting:
 - 1.2 Total number of Directors, Auditor, Chapter Presidents and Special Interest Group Coordinators and the number and names of attendants, including proxy (the number of the proxy votes in writing or through electronic forms should be appended).

平成 22 年度第 2 回通常総会

日時：平成 22 年 1 月 21 日（日）午後 3 時 50 分—午後 4 時 50 分

場所：名古屋市愛知県産業労働センター 1003 号室

議題：

第 1 号議案：議長選出

第 2 号議案：選出された理事と監事の承認

第 3 号議案：定款第 24 条 3 項の変更(総会の招集)

変更前：

総会を招集する場合には、会議の日時、場所、目的及び審議事項を記載した書面により、開催の日の少なくとも 5 日前までに通知しなければならない。

変更後：

総会を招集する場合には、会議の日時、場所、目的及び審議事項を記載した書面又は電磁的方法により、開催の日の少なくとも 5 日前までに通知しなければならない。

第 4 号議案：定款第 28 条 2 項の変更(総会での表決権等)

変更前：

やむを得ない理由により総会に出席できない正会員は、あらかじめ通知された事項について、他の正会員を代理人として表決を委任することができる。

変更後：

やむを得ない理由により総会に出席できない正会員は、あらかじめ通知された事項について、書面若しくは電磁的方法をもって表決し、又は他の正会員を代理人として表決を委任することができる。

第 5 号議案：定款第 29 条 1 項(2)の変更(総会の議事録)

変更前：

出席者数 (表決委任者がある場合にあっては、その数を付記すること)

変更後：

正会員総数及び出席者数 (書面若しくは電磁的方法による表決者又は表決委任者がある場合にあっては、その数を付記すること。)

第 6 号議案：定款第 33 条 3 項の変更(執行役員会の招集)

変更前：

執行役員会を招集するときは、会議の日時、場所、目的及び審議事項を記載した書面により、開催の日の少なくとも 15 日前迄に通知しなければならない。

変更後：

執行役員会を招集するときは、会議の日時、場所、目的及び審議事項を記載した書面又は電磁的方法により、開催の日の少なくとも 15 日前迄に通知しなければならない。

第 7 号議案：定款第 36 条 2 項の変更(執行役員会の表決権等)

変更前：

やむを得ない理由のため執行役員会に出席できない構成員は、あらかじめ通知された事項について書面をもって表決することができる。

変更後：

やむを得ない理由のため執行役員会に出席できない構成員は、あらかじめ通知された事項について、書面若しくは電磁的方法をもって表決し、又は他の正会員を代理人として表決を委任することができる。

第 8 号議案：定款第 37 条 1 項(2)の変更(執行役員会の議事録)

変更前：

執行役員会構成員総数、出席者及び出席者氏名（書面表決者にあつては、その旨を付記すること。）

変更後：

執行役員会構成員総数、出席者数及び出席者氏名（書面若しくは電磁的方法による表決者又は表決委任者がある場合にあつては、その数を付記すること。）

<<<<<<<<< END OF November 2010 OGM Agenda >>>>>>>>>

**MINUTES OF THE FIRST ORDINARY GENERAL MEETING OF 2010
OF NPO THE JAPAN ASSOCIATION FOR LANGUAGE TEACHING**

2010 年度第 1 回通常総会 / The June 2010 Ordinary General Meeting

・日時：2010 年 6 月 27 日（日）午後 3：00 - 5：00

Date: Sunday 27 June 2010, 3:00 p.m. - 5:00 p.m.

・場所：国立オリンピック記念青少年総合センター、センター棟 416 号室

Place: National Olympics Memorial Youth Center, Room: 416

議案 / Agenda

Nathan Furuya elected as chair

Masahiko Goshi and Emi Itoi appointed as signatories

第 1 号議案 平成 21 年度事業報告 / Item 1. Business Report (2009/04/01 - 2010/03/31)

Advertisement and Associate Members

The number of advertisements increased slightly from 47 to 49 in 2009. Associate Members seems to be holding steady and is at 49 currently.

Conference Attendees

The conference attendees were better than we had budgeted for with a total of 1678 attendees.

Unanimously accepted

第 2 号議案 平成 21 年度決算報告 / Item 2. Financial Report (2009/04/01 - 2010/03/31)

JALT Financial Report, 1 April 2009 to 31 March 2010

For the year ended 31 March 2010, JALT had total revenues of ¥70,739,823, total expenses of ¥71,595,124, and thus a net loss of ¥855,301. The fund balance consequently decreased from ¥27,986,826 to ¥27,131,525.

As for financial position, JALT's total assets are ¥58,864,422. Liabilities are ¥31,732,897, and the Fund Balance is, as above, ¥27,131,525.

Compared to the previous year, Revenues were up by .41%, Expenses decreased by .45%, and the Net Loss was 41.79% less than before.

Assets decreased by 4.27%, while Liabilities decreased by 5.28%; in brief, we paid off liabilities more quickly than last year, and thus we have less in both Assets and Liabilities.

For next year we anticipate much lower expenses and revenues that are comparable to this year.

Expenses

SIG accounts payable includes money held in reserve (anything over ¥500,000)

Income

Other includes donations from chapters. Last year we passed a 3 million yen shortfall, so we added a 3 million yen amount to "Donations," rather than cut the chapter grants.

Submitted by Kevin Cleary, Director of Treasury, 15 June 2010

Unanimously accepted

第 3 号議案 平成 21 年度監査報告 / Item 3. Audit Report (2009/04/01 - 2010/03/31)

Audit Report

Based on the relevant articles of the NPO JALT Constitution, I performed the following duties for the period of April 1, 2009 to March 31, 2010.

1. Inspection of the status of business conducted by the directors;
2. Inspection of the status of assets of NPO JALT;
3. Auditing of the activity report made by the Director of Programs;

4. Auditing of the inventory of assets, balance sheet and statement of the revenues and expenditures made by the tax accountant and audited by the independent auditor.

As a result of the performance, I have found no important facts indicating violation of the NPO-JALT Constitution with regard to the business or assets of JALT and submitted the Auditor's Report including the recommendations for the improvement in the accounting practices.

Tadashi Ishida, JALT Auditor, June 15, 2010

監査報告

当監事は、特定非営利活動法人全国語学教育学会定款の規定に従って、平成 21 年 4 月 1 日から平成 22 年 3 月 31 日までの当学会に関して、次に掲げる職務を行いました。

- (1) 理事の業務執行の状況の精査
- (2) この法人の財産の状況の精査
- (3) 企画担当理事の作成したこの法人の事業報告書の監査
- (4) 税理士が作成し、独立監査人の公認会計士が監査したこの法人の財産目録、貸借対照表及び収支計算書の監査

上記職務を行った結果、当監事は、この法人の業務又は財産に関し、定款に違反する重大な事実を認定しませんでした。したが、会計実務の改善勧告を含む監事報告書を提出しました。

平成 22 年 6 月 15 日

特定非営利活動法人全国語学教育学会
監事 石田正

Independent Auditor's Report

We have examined the balance sheet of NPO The Japan Association for Language Teaching("JALT") as of March 31,2010, and the related statement of income and fund balance for the year then ended, all expressed in Japanese yen.

Our examination was made in accordance with auditing standards, procedures and practices generally accepted and applied in Japan and, accordingly, included such tests of the accounting records and such other auditing procedures as we considered necessary in the circumstances.

In our opinion, the financial statements referred to above present fairly the financial position of JALT as of March 31, 2010, and the results of its operations for the year then ended in conformity with accounting principles and practices generally accepted in Japan applied on a consistent basis.

Kimichiro Kuramochi, Certified Public Accountant, June 15, 2010

独立監査人監査報告書

平成 22 年 6 月 15 日

公認会計士 倉持公一郎

平成 22 年 3 月 31 日現在の法人の貸借対照表及び関連する平成 21 年度の収支決算書と正味財産残高を精査しました。

精査は日本で受け入れられ、適用されている監査基準、手続き及び慣行に準拠して実施されました。それゆえ、状況によって必要と考えられる会計記録の試査及び他の監査手続きが含まれています。

私は上記の財務諸表は平成 22 年 3 月 31 日現在の法人の財産の状態を適正に表示しており、平成 21 年度の会計処理は日本で一般に受け入れられている会計原則と慣行に準拠し、かつ、前事業年度と同一の基準に従って継続的に適用されていることを認めます。

Unanimously accepted

第 4 号議案 平成 22 年度事業計画 / Item 4. Business Plan (2010/04/01 - 2011/03/31)

Advertisement and Associate Members

For 2010 we have reworked the ad packages to fit in with the bi-monthly TLT and also to make them more attractive for Associate Members with smaller budgets. Due to the current economic situation and the fact that The Language Teacher has gone bi-monthly, we expect advertising to be down some overall.

Also, with a more expensive and rather small conference venue we do not expect to get as much revenue from the EME.

Unanimously accepted

**JALT FISCAL YEAR APRIL 2010-MARCH 2011 PROVISIONAL BUDGET 2010 Draft Budget
From April 2010 to March 2011**

Revenues (Income plus interest)	Amount	Totals
Regular (2200)	20,000,000	
.Overseas (60)	600,000	
Student (90)	400,000	
Group (125)	1,000,000	
Joint (80)	680,000	
AM (50)	7,000,000	
Local (?)	<u>0</u>	
Total Membership Revenue		29,680,000
CnfMbr Regular	20,000,000	
CnfMbr Student	0	
ConfMbr Junior	300,000	
ConfMbr AM	700,000	
Donation	0	
Equipment	500,000	
Workshop	200,000	
Construction Display	6,000,000	
Handbook-CD	0	
Hndbk/TLTJly Ads	500,000	
Banquet, PrezRecep (IFF)	100,000	
Conference Grant	500,000	
Miscellaneous	<u>0</u>	
Total Conference Revenue		28,800,000
TLT Advertising	1,600,000	
JJ Advetising	0	
Other (web) Advertising	100,000	
Member List Sales	200,000	
Yomiuri Package Ad Sales	<u>400,000</u>	
Total Advertisement Rev		2,300,000
TLT Subscriptions	2,600,000	
JJ Subscriptions	200,000	
TLT Sales	80,000	
JJ Sales	0	
CD-ROM, Binder, Label	<u>50,000</u>	
Total Publications and Subscriptions		2,930,000
External Donation/Grant	0	
Interest Earned	10,000	
Miscellaneous Income	<u>200,000</u>	
Total Other Revenue		<u>210,000</u>
TOTAL REVENUES		63,920,000

Expenses	Amount	SubTotals	Totals
Chapter Grants	8,000,000		
SIG Grants	0		
Research Grants	<u>300,000</u>		
Total Grants			8,300,000
Communications	350,000		
Equipment	670,000		
Operations (rent)	2,500,000		
Staff	<u>13,500,000</u>		
Total Central Office			17,020,000
Postage	30,000		
Communications	100,000		
Travel to JCO	500,000		
Travel to Intl Conferences	500,000		
Hotel while at JCO	200,000		
Hotel while at Int Conferences	0		
ChapSIG Travel	0		
Supplies	200,000		
Advertising (Yomiuri)	500,000		
Copies/printing	0		
Miscellaneous	<u>100,000</u>		
Total Administration			2,130,000
EBM Travel/Hotel	2,500,000		
EBM Hotel	<u>700,000</u>		
BoD Travel	300,000		
BoD Hotel	<u>80,000</u>		
BoD Miscellaneous	50,000		
Pub Board Travel/Hotel	100,000		
Pub Board Hotel	50,000		
Pub Board Miscellaneous	<u>20,000</u>		
Total Meeting		<u>170,000</u>	
Consultants	2,500,000		
			3,800,000

Internet Web Administrator	900,000		
Web Server Fee	144,000		
Database (Splash)	800,000		
Bank charges/VISA Card	1,300,000		
Depreciation/ Removal	600,000		
Corporation Tax	70,000		
Misc. Tax Expenses	<u>300,000</u>		
Total Services and Fees			6,614,000
TLT Printing	4,000,000		
TLT Layout	2,000,000		
TLT Postage	1,000,000		
JJ Printing	1,000,000		
JJ Layout	500,000		
JJ Postage	300,000		
Pub Board-Expenses	100,000		
Misc. Expenses	<u>20,000</u>		
Total Publication			8,920,000
TLTJly/CFP/Hndbk.Procdngs Input	600,000		
TLTJly/CFP/Hndbk.Procdngs Layout	900,000		
TLTJly/CFP/Hndbk.Procdngs Printing	<u>1,500,000</u>		
Total Conference Handbook Expenses		3,000,000	
Conf Planning Travel	300,000		
Conf Planning Hotel	200,000		
Conf Planning Postage	10,000		
Conf Planning Supplies	<u>100,000</u>		
Total Conference Planning		610,000	
Conf. Site Rental	6,000,000		
Conf. Construction	2,800,000		
Conf. Honoraria	450,000		
Conf. Party Reception	600,000		
Conf. Insurance	100,000		
Conf. Travel	550,000		
Conf. Hotel	1,200,000		
Conf. Supplies (food)	200,000		
Conf. Helper Labor	1,000,000		
Conf. Publicity	500,000		
Conf. Miscellaneous	<u>100,000</u>		
Total Other Conference Expenses		<u>13,500,000</u>	
Total Conference Expenses			<u>17,110,000</u>
Total Revenues			63,920,000
Total Expenses			63,894,000
Total Gain/Loss			26,000

Unanimously accepted

第 6 号議案 その他の重要事項 / Item 6. Other important Issues

1. 動議 2010 - 2 - 11 : JALT 事務局就業規則承認 (提案者 キース シンシア、副理事長
及び総務委員会代表)

MOTION 2010-2-11: Recommendation of Approval of JALT Office Regulations (proposed by Cynthia Keith, Vice President, on behalf of the Administrative Committee)

Withdrawn

2. National Election Nominations

Candidates for 2011 - 2012 National Board of Directors

President: Kevin Cleary	Director of Membership: Judith Buzz Green
Vice President: Nathan Furuya	Director of Public Relations: Michael Stout
Director of Records: Aleda Krause	Director of Program: Steve Cornwell
Director of Treasury: Oana Marie Cusen	Auditor: Caroline Lloyd

Candidate statements will be online on the JALT website and in the July/August TLT. Ballots will also be included in the TLT. Please show your support and send in your votes!

Ann Mayeda, 2010 NEC Chair

Announcement

Collection of Electronic/Digital Proxies and Power of Attorneys

Due to recent upgrades to NPO Law, we are now able to revise our constitution to allow for the sending and receiving of Proxies and Power of Attorneys by electronic/digital format (via the web and through email). We will be sending out more information about this in the coming months to help you understand the process involved. Please keep an eye out for this information as the support of all members will be required to make this small but very important change.

キャロライン・ロイド Caroline Lloyd, 全国語学教育学会理事長 JALT National President