

Bylaws of ExpEther Consortium

Section 1. Purpose of Bylaws

These Bylaws set forth the Purpose, activities, term, membership, organization and management, regarding this Consortium.

Section 2. Definitions

"Bylaws" mean these bylaws of ExpEther Consortium

"Consortium" means ExpEther Consortium which purpose, activities, term, membership, organization and management are set forth in these Bylaws.

"Member", "Chairperson", "Administrator" and "Secretary Office" mean a member, chairperson, administrator and secretary office of this Consortium, which commission and authority are set forth in these Bylaws.

"ExpEther" means interconnection technology enabling disintegration structure and modular structure with ease in a variety of devices or systems, such as computers, networks or embedded systems, developed by NEC Corporation.

"Universities" means universities, higher professional schools, public research organizations, government-affiliated corporations, independent administrative legal entities or benevolent corporations, performing researches.

"Legal Entities" mean legal entities or public entities.

"General Meeting" means general meeting of this Consortium, set forth in Subsection 10 (4) and Section 12.

"Effective Date" means ,2008.

Section 3 Purpose of this Consortium

ExpEther has potential to bring epoch-making architecture for computers, networks or embedded systems. By using ExpEther, these devices/systems are able to obtain high performance and variable new functions with a cost relatively low, because ExpEther is open-based technology. For that purpose, it is necessary for academy and industries to cooperate in research and development by sharing technical information for understanding and evaluating ExpEther.

The purpose of this Consortium ("Purpose") is to disseminate ExpEther and help researchers, developers and users to build or evaluate new systems using ExpEther technology with spreading the technology.

Section 4 Activities

This Consortium performs the activities below regarding ExpEther for the Purpose.

- (1) Investigation of conditions to become an ExpEther user.
- (2) Introducing the ExpEther technologies to third parties.
- (3) Drawing up of brief data sheet and application note.
- (4) Development/sales introduction.

- (5) ExpEther Promotion, such as marketing, seminars, exhibitions or introduction to third parties.
- (6) Other activities required for the Purpose.

Section 5 Term

The term of the activities in this Consortium is two years from the Effective Date ("Term"). The Term may be extended upon voting at a General Meeting set forth in Section 12.

Section 6 Membership

A Legal Entity set forth below who agrees to the Purpose and activities of this Consortium is entitled to be a Member, provided that such Legal Entity takes the procedure set forth in Section 8:

- (1) who is a University having intention to contribute for the Purpose upon its scholarship.
- (2) who is a Legal Entity recognized as an entity who has technologies which may enable contribution to or growth of this Consortium,
- (3) who uses an ExpEther embedded system, prototype or product.
- (4) who validates with evidence that its system, prototype of product works better in combination with ExpEther, and such combination is recognized to be beneficial for the Purpose

Section 7 Member's Rights and Obligation

- (1) Members shall observe each provision of these Bylaws.
- (2) A Member will enjoy information regarding the results of the Consortium's activities, provided that the Member observes provisions of these Bylaws.
- (3) Every member has one voting right to vote for each issue at General Meetings set forth in Section 12.

Section 8 Admission and representative

- (1) An entity who desires to be admitted to join this Consortium has to fill in the application form to be submitted to the Secretary Office.
- (2) A Member's admission to this Consortium shall be approved subjecting to resolution at interim General Meeting after each member's evaluation of the applying entity from a view point of meeting the criteria set forth in Section 6
- (3) The result to the application shall be sent to the applying entity by the Chairperson.
- (4) The entity approved to join the Consortium shall notify to the Secretary Office, (a) the name of the entity's representative and (b) the name of the representative selected for this Consortium in the entity ("Consortium Representative").
- (5) When a Member desires to change its Consortium Representative, it shall promptly notify such name of its new Consortium Representative to the Secretary Office.

Section 9 Resignation and expulsion

- (1) A Member who desires to resign this Consortium may resign this Consortium at any time upon written notification of resignation to the Secretary Office.

(2) The Members may disaffiliate a Member from this Consortium upon voting in an interim General Meeting set forth in Section 12 (6), when such Member is recognized having dishonored or disturbed activities of this Consortium.

Section 10 Organization

(1) This Consortium has, as board members, one chairperson ("Chairperson") and one administrator ("Administrator").

(2) The Chairperson preside over this Consortium. The Chairperson may assign a vice-chairperson to assist his commission.

(3) The Administrator operates this Consortium with assisting the Chairperson.

(4) Each issue to be determined in this Consortium set forth in these Bylaws shall be determined by voting in general meeting of this Consortium ("General Meeting").

(5) This consortium has a secretary office ("Secretary Office") for purpose of smooth and efficient operation of this Consortium.

Section 11 Board members

(1) Dr. Hideharu Amano who is a professor of the department of science and engineering, Keio University is the Chairperson.

(2) Dr. Toshiyuki Kano who is a general manager of System Platforms Research Laboratories, NEC Corporation is the Administrator.

(3) The Chairperson or Administrator may be changed upon approval through voting at a General Meeting.

Section 12 General Meeting

(1) The issue regarding this Consortium set forth below may be approved (or not approved) through voting at a General Meeting.

- activity plans
- activity reports
- amendment of these Bylaws
- other issues recognized to be desired to be determined

(2) The members of General Meeting are the same as the Members of this Consortium.

(3) The chairperson of a General Meeting ("GM Chair") is the Chairperson of this Consortium.

(4) The GM Chair may assign a vice-chairperson who assists his commission.

(5) Each subject to be determined at a General Meeting shall be subject to Robert's Rules.

(6) Besides regular General Meeting to be convened once a year within two months from the end of every fiscal year, interim General Meeting(s) may be convened when the Chairperson recognized to be necessary to hold. Such interim General meeting(s) shall be, as a general rule, held by means of electric communication method, such as e-mail, WEB and telephone conference system.

(7) Secretary Office shall submit a report summarizing the General Meeting after the meeting ("Report") to the GM Chair and vice-chairperson (only when such vice-chairperson is assigned by the GM Chair) and the

Chairperson (only when the GM Chair is different from the Chairperson), which shall be signed by the GM Chair, vice-chairperson and the Chairperson and shall be filed by the Secretary Office..

Section 13 Secretary Office

- (1) The Secretary Office shall treat clerical jobs regarding such matter, determined by the Chairperson, passed a resolution at a General Meeting or defined in these Bylaws.
- (2) The Secretary Office shall post Reports of General Meetings on the WEB pages of this Consortium, and notify, as well, every Member the contents of the Reports via appropriate communication method, such as electric communication methods.
- (3) The Secretary Office shall be located in Amano Laboratory of Keio University.
- (4) The address of this Consortium is the same as the address of the Secretary Office.
- (5) The Secretary Office may delegate its service regarding this Consortium to a third party upon consent of the Chairperson and Administrator.

Section 14 Amendment

These Bylaws may be amended by approval through voting at a General Meeting.