



## **CHAPTER VI (ADVISORY COUNCIL)**

### **Article 41 (Advisory Council Organization)**

#### **Section 1 (Selection)**

The Board of Directors shall appoint the Chairperson and two (2) members of the Advisory Council. The Chairperson of the Advisory Council shall appoint the remaining two (2) members. All appointments shall be reported to the Board of Directors.

#### **Section 2 (Composition)**

The Advisory Council shall consist of former Presidents and former Chairpersons who have completed their terms. The core membership of the Council shall be limited to five (5) members, with additional members appointed as necessary. Only the five (5) core members, as reported to the Board of Directors, shall be allowed to participate in joint meetings.

#### **Section 3 (Term)**

The term of office for each member of the Advisory Council shall be two (2) years, beginning on January 1st and ending on December 31st of the year in which the member's term or the remaining term of the predecessor ends. Members may be reappointed for subsequent terms.

#### **Section 4 (Independent Functioning)**

The Advisory Council shall function as an independent and neutral committee within the Corporation.

#### **Section 5 (Role)**

The primary role of the Advisory Council is to mediate conflicts and disputes within the Corporation and to provide strategic advisory support for the Corporation's growth and long-term sustainability.

#### **Section 6 (Regulations)**



For efficient operation, the Advisory Council may establish its own internal regulations, subject to approval by the Board of Directors. These regulations must not conflict with the Corporation's Bylaws, which shall take precedence in the event of a conflict.

## **Article 42 (Responsibilities)**

### **Section 1 (Role in General Assembly)**

The Chairperson of the Advisory Council shall serve as the Chairperson of the General Assembly if the President or Chairperson is unable to serve as the Chairperson. If the General Assembly cannot be convened due to procedural defects, lack of quorum, or other unavoidable reasons, the Advisory Council shall hold a joint meeting with the Board of Directors to resolve the agenda items of the General Assembly.

### **Section 2 (Role in Presidential Election)**

In the event that no candidate for President is registered, as specified in Section 3 (Election of President in the Absence of Registered Candidates) of Article 75 (Cancellation of Election) of the Bylaws, the Advisory Council shall hold a joint meeting with the Board of Directors to nominate a presidential candidate. The nomination shall require a two-thirds (2/3) majority vote of the registered Directors and Advisory Council members.

### **Section 3 (Role in Inauguration Ceremony)**

The Chairperson of the Advisory Council or, if absent, the eldest senior member of the Advisory Council shall administer the "Oath of Office" at the President's inauguration.

### **Section 4 (Role in Asset Distribution)**

In the event that the assets of the Corporation are to be distributed as specified in Article 9 (Dedication of Assets) of the Bylaws, the Advisory Council shall hold a joint meeting with the Board of Directors to determine the asset distribution.

## **Article 5 (Role in Conflict and Dispute Resolution)**

The Advisory Council shall serve the role of mediating and resolving conflicts and disputes arising within the Corporation. In performing this role, the Advisory Council shall propose



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resolutions through meetings with the relevant parties and, when necessary, convene joint meetings with the Board of Directors to derive appropriate solutions.

### **Article 6 (Role in Strategic Advisory)**

The Advisory Council shall serve the role of providing strategic advisory support for the Corporation's sustainable development. Such advisory input shall offer key direction for achieving the Corporation's long-term vision and objectives, and shall be carried out in consultation with the Board of Directors.