

Basic Agreement on Integration of Corporations and
Universities

October 14, 2022

Tokyo Medical and Dental University

Tokyo Institute of Technology

Basic Agreement on Integration of Corporations and Universities

National University Corporation Tokyo Medical and Dental University and National University Corporation Tokyo Institute of Technology (hereinafter referred to as "both corporations") agree to integrate the two corporations (hereinafter referred to as the "corporate integration"). Tokyo Medical and Dental University and Tokyo Institute of Technology (hereinafter referred to as "both universities"), which were established by each corporation respectively, will also be integrated (hereinafter referred to as the "university integration"). The details of this "Basic Agreement on Integration of Corporations and Universities" (hereinafter referred to as the "Basic Agreement") are as follows.

As Designated National University Corporations selected by the Ministry of Education, Culture, Sports, Science and Technology, both corporations are expected not only to lead university reform efforts, but also to develop world-class educational and research activities in an internationally competitive environment, outside the framework of the domestic competitive environment, and thereby contribute to the growth of society and creation of innovation. Based on the roles played by both corporations, both corporations aim to forge a vibrant future together with society as a center of international excellence in education and research through an unparalleled integration of Designated National University Corporations and the establishment of a new university (hereinafter referred to as the "integration").

1. Integration and Timing

- (1) Both corporations agree to integrate the two corporations and the two universities. (The integrated corporation shall hereinafter be referred to as the "integrated corporation" and the integrated university shall hereinafter be referred to as the "New University".)
- (2) Both corporations aim to complete the corporate integration and the university integration as soon as possible, with the goal of doing so by the end of the fiscal year 2024.
- (3) In the university integration following the corporate integration, the degrees, curricula, and admission capacity of the two universities shall remain

unchanged, and any reorganization involving changes in these matters shall be carried out promptly after the university integration.

2. Purpose of the Integration

The purpose of the university integration is to create a new type of university, which no other university has been able to achieve, by taking advantage of the traditions and innovations of both universities.

Until now, both universities have led the development of industry and the progress of medicine through the cultivation of human resources who can skillfully apply knowledge and technology related to science, engineering, medicine, and dentistry in a wide range of fields. On the other hand, humanity is facing a variety of challenges such as the deterioration of the global environment, emerging and re-emerging infectious diseases, and an aging society with a declining birthrate, all of which were unimaginable in the past. It has also been pointed out that further unknown problems may occur in the future. Society expects universities to play a greater role in bringing together their knowledge to solve these global issues.

Therefore, in order to forge a vibrant future together with society, both corporations will be integrated and a New University established as a center of international excellence in education and research.

Under pioneering governance, the integrated corporation and the New University will further acquire external resources, and integrate and utilize the expanded resources at a high level to dramatically enhance the educational and research environment as well as the training environment for students and faculty members.

The New University has the following goals:

(1) It is essential that both universities continue to strengthen their priority fields and strategic areas that are highly regarded by society. To this end, the New University will respect research that answers fundamental questions, and while academically deepening the traditional science and engineering and medical

and dental sciences of both universities, it will create a free-spirited educational and research environment in which researchers can conduct research rooted in their interests.

(2) On the other hand, there are limits to what each academic field can do on its own to address diverse social issues, and it is not enough for academic fields and departments to work together. Therefore, the New University will establish a mechanism for collaboration that transcends the boundaries of fields and departments. In other words, it will combine the wisdom of science and engineering and medicine and dentistry, which are the strengths of both universities, respectively. It will also utilize ideas from a wide range of perspectives, including the liberal arts, humanities, and social sciences, as well as the fine arts, all of which both universities emphasize, and combine various academic fields with unconventional thinking. The synergistic effects of these efforts will lead to the development of convergence science¹, which will lead to changes in people's behavior and society. As a starting point, a new educational and research organization will be established as soon as possible. The fruits of this convergence science will be widely disseminated through joint development with society and reflect the new comprehensive knowledge obtained in the process of next-generation educational and research activities, thereby contributing to decarbonization and total healthcare, and contributing to the realization of a prosperous and sustainable society in which each individual can feel a sense of diverse well-being.

(3) Through an educational system that organically links liberal arts education with specialized education and continuously cultivates knowledge and abilities, the New University will provide students with advanced expertise in various fields of natural science, cultivate advanced problem-solving skills through research activities, and develop highly specialized human resources, especially doctoral students, who will help identify and lead the way to solutions to issues facing modern society that truly need to be addressed.

(4) The New University will achieve a high degree of diversity, inclusiveness, and equity for all constituents, building a place for the creation of knowledge and the development of human resources that is open to the world.

¹ Science that develops based on comprehensive knowledge acquired through the convergence of science and engineering, medicine and dentistry, informatics, liberal arts, humanities, and social sciences.

3. Target Organizational Culture of the New University

To achieve the above objectives, the New University will completely do away with the closed organizational culture that Japanese universities have tended to fall into in the past and build a creative space that is open to society at large, with diverse members who have a renewed sense of equanimity through working in an environment emphasizing "free and equal human relationships," which should be fundamental to academia. To serve as the cornerstone of such a new university organizational culture, this integration aims to create mechanisms and systems in order to realize the following environment.

(1) All members respect each other's expertise and different roles, and take pride in their duties and tasks. In addition, regardless of position or status, all members can freely exchange opinions, engage in lively discussions, and work together to promote better learning, education, research, and social contributions.

(2) Members can tackle research goals that are long-term or short-term, basic or applied, concerning breakthroughs or improvements; work toward the creation of new academic fields and innovation; take on challenges without fear of failure; and create new knowledge through collaboration and mastery of their specialties.

(3) Members will be able to maintain a balance between their own lives and the activities of the university, and take on new challenges and contribute to society with a sense of freedom and spontaneity based on their own sense of well-being.

4. Name and Location of the Main Office of the Integrated Corporation and the New University

(1) The name of the integrated corporation and the New University shall be decided promptly.

(2) The location of the main office of the integrated corporation will be determined to be in Tokyo.

5. Preparation for the Integration

- (1) An "Integration Preparatory Committee" will be established to discuss matters necessary for the integration.
- (2) The Integration Preparatory Committee shall have joint chairpersons, who shall be the heads of both corporations.
- (3) The details of the preparatory structure for the integration, including the Integration Preparatory Committee, shall be determined separately under the heads of both corporations.

6. Selection of the Head of the Integrated Corporation

- (1) The head of the integrated corporation shall be selected from among persons of high character and academic excellence, who have the necessary leadership skills and organizational management experience and skills to preside over the integrated corporation.
- (2) The selection of the head of the integrated corporation at the time of corporate integration will be conducted according to the following procedures, the details of which will be worked out in the future.
 - The selection of the head of the integrated corporation shall be made at the newly established joint meeting of both corporations (hereinafter referred to as "Joint Meeting"). The members of the Joint Meeting shall be selected in equal numbers from the members of the President Selection and Supervisory Councils of both corporations (so that there will be an equal number of external members). The chairperson of the Joint Meeting shall be elected by the members from among themselves.
- (3) Other details, such as the selection method of the head of the integrated corporation after the corporate integration, will be worked out in the future.

7. Executive Directors of the Integrated Corporation at the time of Corporate Integration

The Executive Directors of the integrated corporation at the time of the integration will be determined in the future.

8. Finance and Budget Execution of the Integrated Corporation

The budget amount allocated to each educational and research organization in the budget compilation of the integrated corporation during the 4th Mid-term Target Period will be based on the budget amount allocated to each educational and research organization in both corporations before the integration.

9. Employment of Faculty Members and Staff

All faculty members and staff who are currently employed by both corporations at the time of the corporate integration shall become faculty members and staff of the integrated corporation as of the effective date of the corporate integration unless they are issued a separate personnel announcement.

10. Existing Business Plans of Both Corporations

The integrated corporation will respect to the maximum extent any important campus plans and business plans that have already been decided by both corporations and that involve large capital investments, etc.

11. For the Future

(1) Both corporations shall cooperate on an equal footing and work in good faith to consider the implementation of the integration.

(2) Except for the treatment stipulated in this Basic Agreement to ensure a smooth transition after the integration, the consideration of the integration shall be conducted with due care so as not to make any agreement that merely binds the future generations who will be responsible for the management and decisions of the integrated corporation and the New University under their authority and responsibility (including agreements aiming at the coexistence and maintenance of the organizations and systems, etc. of the two universities beyond the 5th Mid-term Target Period).

(3) If any doubt arises in the future regarding the interpretation of the contents of this Basic Agreement, or if any difference of opinion or an unforeseen situation arises between both corporations regarding any matter to be considered under this Basic Agreement, both corporations shall consult with each other in good faith and endeavor to resolve the matter.

As evidence of the execution of this Basic Agreement, two (2) copies of this agreement shall be prepared, each signed by the presidents of both corporations, and one copy shall be retained by each corporation.

October 14, 2022

Yujiro TANAKA
President
National University Corporation
Tokyo Medical and Dental University

Kazuya MASU
President
National University Corporation
Tokyo Institute of Technology