


KINGDOM OF CAMBODIA
NATION RELIGION KING


THE ROYAL GOVERNMENT
Second Draft
LAW ON ASSOCIATIONS AND NON-GOVERNMENTAL ORGANIZATIONS

CHAPTER 1
General Provisions

Article 1: Aim

This law aims to set out formalities and conditions for registering associations or domestic non-governmental organizations and signing the Memorandum of Understanding of foreign non-governmental organizations operating in the Kingdom of Cambodia.

Article 2: Purposes

The purposes of this law are:

- to promote the practice of rights and the freedoms of Khmer citizens in registering associations or domestic non-governmental organizations in order to jointly protect lawful personal and public interests;
- to provide opportunities for foreign non-governmental organizations to engage with the Royal Government of Cambodia in implementing aid projects and programs;
- to encourage the cooperation between associations or domestic non-governmental organizations or foreign non-governmental organizations and the Royal Government in the development of Cambodian Society.

Article 3: Scope

This law has a scope of application to associations or domestic non-governmental organizations which are registered, and foreign non-governmental organizations which have signed a memorandum in the Kingdom of Cambodia in compliance with this law; except community-based organizations created locally inconsistent with conditions set forth in this law and operated in compliance with other existing laws for mutual assistance.

Article 4: Definitions

For the purpose of this law:

- An association is referred to a group of Khmer natural persons who agree to establish for the protection of their members' interests or/and public interests without conducting any activity to generate profits for sharing among their members.
- A domestic non-governmental organization is referred to a group of Khmer natural persons who agree to establish to serve public interests without conducting any activity to generate profits for sharing among their members.
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- A foreign non-governmental organization is referred to a group of foreign natural persons in foreign countries established under foreign laws to serve public interests in the Kingdom of Cambodia without conducting any activity to generate profits for sharing among their members.

- The term non-governmental organizations are referred to domestic non-governmental organizations and foreign non-governmental organizations.

Article 5: Formation of Legal Entities

For the purpose of this law:

- An association or domestic non-governmental organization is a non-profit legal entity;

- A foreign non-governmental organization is a foreign legal entity.

Legal entities shall comply with the Constitution and other existing laws in the Kingdom of Cambodia.

Article 6: Prohibiting Provisions

Any association or non-governmental organization which is not registered or signed a memorandum in accordance with this law shall not be allowed to operate in the Kingdom of Cambodia.

CHAPTER 2

Registrations of Associations and Domestic Non-Governmental Organizations

Article 7: Registration Mandate

The Ministry of Interior is responsible for registering associations and domestic non-governmental organizations.

The Ministry of Interior may delegate the mandate for registration of associations or domestic non-governmental organizations to sub-national administration as deemed necessary.

Article 8: Conditions for registration of Associations

To register an association, there shall be at least eleven (11) Cambodian founding members.

These members shall choose at least five (05) governing members to fulfill formalities and conditions for registration.

Article 9: Conditions for registration of Domestic Non-Governmental Organizations

To register a domestic non-governmental organization, there shall be at least three (03) Cambodian founders.

These members shall elect a chairperson to fulfill formalities and conditions for registration.

Article 10: Charter of an Association and Domestic Non-Governmental Organization

The governing members of associations or domestic non-governmental organizations shall prepare their own charters.

The charters of associations and domestic non-governmental organizations shall comply with the Constitution and other existing laws of the Kingdom of Cambodia.

The charters of associations and domestic non-governmental shall include the following substantial elements:

- Name written in full form and abbreviation and logo;
- Purpose and objective;
- Methods for selecting, terminating, dismissing, transferring and removing directors and governing members;
- Rights and duties of members or staff;
- Structure, mandate, role, duty, establishment and functioning of the governing bodies;
- Governing bodies including general assembly, board of directors, committee of directors, executive committee or other equivalent bodies;
- Rules of ordinary and extraordinary meetings of the governing bodies;
- Sources of resources and properties;
- Rules of resource and property management;
- Rules for changing the organization's name and logo and revising or amending the organizational charter;
- Rules of dissolution and distribution of resources and properties upon being dissolved.

Article 11: Use of Names and Logos by Associations or Domestic Non-Governmental Organizations

An association or domestic non-governmental organization shall determine its name and logo as follows:

- Name shall have a meaning in Khmer;
- Logo shall not copy the logo of national institutions or symbols of the Red Cross or Red Crescent or other international institutions;
- The name in full form and the logo of a newly created association or domestic non-governmental organization shall not duplicate those of domestic associations or non-governmental organizations already registered.

Article 12: Offices

An association and domestic non-governmental organization shall have a central office in the Kingdom of Cambodia.

Article 13: Determination of Excise Fees for Registration

The fee for registering an association or a domestic non-governmental organization shall be determined by an Inter-Ministerial Proclamation co-signed by Minister of Interior and Minister of Economy and Finance.

Article 14: Documents for Registration of an Association

The head of an association shall submit the application for registration at Ministry of Interior attaching the following documents:

- An application signed by the head of the association, two (02) copies;
- A name list of at least eleven (11) founders with an identification of their age, sex, nationality and permanent address. Those members shall nominate the governing members of the association, which shall be comprised of at least five (05) people, for fulfilling formalities and conditions for registration ;
- A letter stating the address of the association's central office, recognized by the Commune or District Chief, one (01) copy;
- A charter signed by the chairperson and all governing members of the association, two (02) copies;
- Profiles of the governing members of the association, at least five (05) people, with a recent 4x6 size photograph, two (02) copies each;
- A receipt for the registration excise fee for associations, one (01) copy.

Article 15: Documents for Registration of a Domestic Non-Governmental Organization

The chairperson of a domestic non-governmental organization shall submit the application for registration at Ministry of Interior attaching the following documents:

- An application form signed by the chairperson of the domestic non-governmental organization, two (02) copies;
- A letter stating the address of the central office of the domestic non-governmental organization, recognized by the Commune or District Chief, one (01) copy;
- A charter, signed by the chairperson of the domestic non-governmental organization, two (02) copies;
- Profiles of the governing members of the domestic non-governmental organization, at least three (03) people with a recent 4x6 size photograph, two (02) copies each;
- A receipt for the registration excise fee for domestic non-governmental organizations, one (01) copy;

The chairperson of domestic non-governmental organization shall assure that he/she will disclose a copy of bank statement of domestic non-governmental organization which has deposited at any bank recognized by the National Bank of Cambodia within 30 working days at the latest after receiving registration letter. In case of default, the ministry of interior will remove the domestic non-governmental organization from registration list.

Article 16: Receipt of Registration Application of an Association or Domestic Non-Governmental Organization

The Ministry of Interior shall issue one (01) copy of a receipt of registration application to any association or domestic non-governmental organization that has submitted sufficient documents as set forth in Article 14 or Article 15 of this law.

Article 17: Decision to accept or reject the registration

The Ministry of Interior shall examine the documents and the legality of the charter of the association or domestic non-governmental organization, and shall decide whether to accept or reject the registration within 90 working days at the latest.

Article 18: Existence of legal entity

An association will become a non-profit legal entity from the date the ministry of interior approve the registration.

A domestic non-governmental organization will become a legal entity serving public interests from the date the ministry approve the registration.

CHAPTER 3

Registration of Associations or Domestic Non-governmental Organization Alliances

Article 19: Definition

Alliances of associations or non-governmental organizations are referred to associations or non-governmental organization which have allied for any common purpose to serve public interests without generating profits for sharing among their members.

Article 20: Authorities for Registration

The Ministry of Interior is responsible for registering alliances of associations or domestic non-governmental organizations.

The Ministry of Interior can delegate its authority of registration of alliances of associations and domestic non-governmental organizations to sub-national administrative level when it is deemed necessary.

Article 21: Conditions for Registration of Alliances of Associations or Domestic Non-Governmental Organizations

To register an alliance of associations or domestic non-governmental organizations, there shall be at least two (2) members who are the founders of lawful associations or domestic non-governmental organizations.

These members shall choose a head of the alliance for preparing formalities and fulfilling the conditions for registering.

Foreign non-governmental organizations can be the members of an alliance of associations or an alliance of domestic non-governmental organizations in accordance with Cambodian laws. However, foreign non-governmental organization can not be the leader of an alliance of associations or domestic non-governmental organizations.

Article 22: Determination of Excise Fees for Registration

The fee for registering an alliance of associations or domestic non-governmental organizations shall be determined by an Inter-Ministerial Proclamation co-signed by Minister of Interior and Minister of Economy and Finance.

Article 23: Documents for Registering an Alliance of Associations or Domestic Non-Governmental Organizations

- The head of an alliance of associations or domestic non-governmental organizations shall submit the application for registration at the Ministry of Interior attaching with following documents:
- An application for registration signed by the head of the alliance of association or domestic non-governmental organization, two (02) copies;
- A decision for registration of the associations or domestic non-governmental organizations which are the members of the alliance, one (01) copy;
- A letter stating the address of the central office of the alliance of associations or domestic non-governmental organizations recognized by the Commune or District Chief, one (01) copy;
- A common charter, signed by the head of the alliance of association or the domestic non-governmental organizations, two (02) copies;
- Profiles of the leaders of the alliance of associations and domestic non-governmental organizations; two (02) copies each with a recent 4x6 size photograph,
- A receipt for the registration excise fee for alliances of associations or domestic non-governmental organizations, one (01) copy;

The director of an alliance of associations or an alliance of domestic non-governmental organizations shall ensure that he/she will provide a letter disclosing fund deposited in any bank recognized by National Bank of Cambodia, one (01) copy, within a maximum of thirty (30) working days after receiving decision of registration. If he/she does not provide within the above-mentioned period, the Ministry of Interior shall revoke the name of an alliance of associations or an alliance of domestic non-governmental organizations from the registration list.

Article 24: Date of Creation of Legal Entities

An alliance of associations or domestic non-governmental organizations will become a not-profit legal entity on the day that Ministry of Interior issues its decision for registration.

Article 25: Use of Names and Logos by Alliance of Associations or Domestic Non-Governmental Organizations

Alliances of associations or domestic non-governmental organizations shall use the name “alliance” in the front and shall abide by Article 11 of this law.

Article 26: Compliance of Alliances of Associations or Domestic Non-Governmental Organizations

Alliances of associations or domestic non-governmental organizations already registered at the Ministry of Interior shall abide by the same provisions in this law governing associations and domestic non-governmental organizations.

Article 27: Collaboration Between Associations and Domestic Non-Governmental Organizations

Lawful associations and domestic non-governmental organizations may collaborate to implement a lawful project in accordance with the decision of the associations or domestic non-governmental organizations. In case the period of collaboration is more than one (01) year, notification in writing shall be sent to Ministry of Interior and attaching:

- Any agreement or equivalent document or condition of cooperation;
- The number and names of associations or domestic non-governmental organizations affiliated.

CHAPTER 4

Signing Memorandum of Foreign Non-Governmental Organizations

Article 28: Authorities for Memorandum Signing

The Ministry of Foreign Affairs and International Cooperation is responsible for signing memorandums with foreign non-governmental organizations.

Article 29: Representative Offices

A foreign non-governmental organization shall have a representative office in the Kingdom of Cambodia.

Article 30: Documents for Requesting a Memorandum Agreement to Be Submitted by Foreign Non-Governmental Organizations

A foreign non-governmental organization wishing to operate aid projects or programs in the Kingdom of Cambodia shall submit a request for a memorandum agreement to the Ministry of Foreign Affairs and International Cooperation by enclosing the following documents:

- A letter of request to open a representative office in the Kingdom of Cambodia, detailing its purposes, signed by the head of the concerned foreign non-governmental organization, of which the permanent head office is located in a foreign country, one (01) copy;
- A letter from the head of foreign non-governmental organization, enclosing the profile of the nominated individual to be appointed as the representative of the organization in the Kingdom of Cambodia, one (01) copy;
- A permit for running the organization issued by the responsible authority of the home country where the NGO is permanently situated, one (01) copy,
- A letter supporting aid projects or programs of the foreign non-governmental organization issued by one or more ministries or governmental institutions in the Kingdom of Cambodia, one (01) copy;
- *A letter mentioning the projected budget for implementing the aid projects or programs of the foreign non-governmental organization during at least a one-year period, one (01) copy.*
- A name list of Khmer and foreign staff who work in the Kingdom of Cambodia, one (01) copy.

Article 31: Receipt of Memorandum Request

The Ministry of Foreign Affairs and International Cooperation shall issue one (01) copy of a receipt of memorandum request to any foreign non-governmental organization that has filed sufficient documents as set forth in Article 30 of this law.

Article 32: Examination on the Contents of the Documents and Response

The Ministry of Foreign Affairs and International Cooperation shall examine the contents of the filed documents and shall decide whether to approve or disapprove the memorandum signing of a foreign non-governmental organization within a maximum of forty-five (45) working days.

Article 33: Aid Projects or Programs Agreement with Counterpart Ministries or Institutions

A foreign non-governmental organization shall discuss to reach an agreement with counterpart ministries or governmental institutions, which are the project partners, before applying for Memorandum of Understanding with Ministry of Foreign Affairs and International Cooperation as prescribed in point 4, Article 30 of this law.

Article 34: Preparation and Signing of the Memorandum

Upon the decision to approve the signing of the memorandum, the Ministry of Foreign Affairs and International Cooperation shall set a date and venue for signing the memorandum with the concerned foreign non-governmental organization, and shall sign the memorandum of understanding with the representative of the foreign non-governmental organization so that the organization may implement its aid projects or programs pursuant to the law of the Kingdom of Cambodia. After signing a memorandum with the Ministry of Foreign Affairs and International Cooperation, the foreign non-governmental organization shall declare its aid projects or programs agreement to the Cambodian Development Council.

Article 35: Date of Creation of Legal Entities

A foreign non-governmental organization will become a legal entity on the day that the Ministry of Foreign Affairs and International Cooperation decides to sign the memorandum.

For the purpose of this law, a foreign non-governmental organization will receive the legal status as a foreign legal entity, only if that foreign non-governmental organization has its central office in a foreign country and is recognized by the law of that country.

Article 36: Collaboration Between Foreign Non-Governmental Organizations and Relevant Ministries, Institutions or Authorities

A foreign non-governmental organization shall collaborate with relevant partner ministries or institutions of the Royal Government of Cambodia when preparing project plans, implementing, monitoring, aggregating and evaluating the result of implemented activities.

If aid projects or programs take place in the capital city of Phnom Penh or other provinces in the Kingdom of Cambodia, a foreign non-governmental organization shall inform its partner ministries or governmental institutions.

Article 37: Initial Validity of a Memorandum and Request for Extension

A memorandum of understanding shall be initially valid for a minimum one (01) year period and maximum three (03) year period in accordance with the organization's aid projects or programs, and the validity of a memorandum between the Royal Government and a foreign non-governmental organization may be extended upon a request made by the foreign non-governmental organization.

A foreign non-governmental organization shall file a request to extend the validity of its memorandum a minimum of ninety (90) days prior to the expiration date of the memorandum, attached with it a supporting letter from partner ministries or governmental institutions. In case a foreign non-governmental organization fails to file a request for a memorandum extension in due time, the foreign non-governmental organization shall inform the Ministry of Foreign Affairs and International Cooperation by indicating the reasons for the lateness of the request a minimum of thirty (30) days prior to the expiration date of the memorandum.

CHAPTER 5

Resources and Properties of Associations and Non-Governmental Organizations

Article 38: Resources and Properties of Associations or Domestic Non-Governmental Organizations

Resources and properties of an association or non-governmental organization include the following:

- Charitable gifts or contributions or subscription fees of members;
- The resources and properties of the association or non-governmental organization;
- Legitimate gifts from individual persons or legal entities;
- Other incomes generated from legitimate activities.

Article 39: Resources, Properties and Budget of Foreign Non-Governmental Organizations for Aid Projects or Programs Implementation

Resources and properties of a foreign non-governmental organization shall derive from legitimate sources.

A foreign non-governmental organization shall have a sufficient budget to implement its aid projects or programs in the Kingdom of Cambodia, and shall assure that the expense for administrative purposes; including staff's salaries, office equipments, and any other expense for the process of office work, will not exceed 25 percent of total budget.

CHAPTER 6

Rights and Interests

Article 40: Rights as a Legal Entity of Associations and Non-Governmental Organizations

A lawful association or non-governmental organization has the right:

- To receive financial contributions or in kind donations from legitimate sources;
- To open bank accounts under the association's or non-governmental organization's name in any bank recognized by the National Bank of Cambodia;
- To recruit members, staff and workers;
- To rent lands or buildings for implementing projects, programs or activities;
- To sign various contracts for implementing the projects, programs or activities of the association or non-governmental organization aimed at serving public interests;
- To disseminate its information or activities by legitimate means;
- To become the owner of immovable properties as allowed by law.

Article 41: Recruitment of Staff and Workers by Associations or Non-Governmental Organizations

An association or non-governmental organization shall employ Cambodian members, staff or workers to the maximum extent possible. Recruitment of staff or workers in an association or non-governmental organization shall comply with the laws of the Kingdom of Cambodia. The number of staff or workers shall be proportionate to the plan projects or programs.

Article 42: Rights and Interests of Non-Governmental Organizations

A lawful association or non-governmental organization which is operating its activities in the Kingdom of Cambodia may request to import necessary materials, equipment machinery for use in accordance with its plan projects and programs, with import taxes and duties being the state's burden and according to the decision of Royal Government.

Article 43: Field Offices or Activity Implementation of Associations and Non-Governmental Organizations

A lawful association or non-governmental organization may open branch offices or conduct activities in the capital of Phnom Penh or the provinces of the Kingdom of Cambodia. In such a case, the associations or non-governmental organizations shall inform in writing the relevant municipal hall or provincial halls by enclosing copied documents, such as its registration decision and organizational charter, and aid project or programs agreement and memorandum. Relevant municipal and provincial halls shall facilitate working performance of concerned associations or non-governmental organizations as a partnership.

Article 44: Changing of Names and Logos, Amendment of Organizational Charter, Moving of Offices; Rotation, Termination, Dismissal or Removal of Presidents or Leaders of Associations or Non-Governmental Organizations

A lawful association or non-governmental organization may change its name, amend its organizational charter, or move its offices, or rotate or terminate or dismiss or remove its president or leaders in accordance with the charters, internal regulations and laws in force. In this case, the association or non-governmental organization shall inform in writing the

Ministry of Interior or the Ministry of Foreign Affairs and International Cooperation by enclosing the new documents.

Article 45: Immunity and Privilege of a Foreign Non-Governmental Organization's Representative Offices, Expatriate and Khmer Staff and Their Family Members

Foreign non-governmental organizations' representative offices, foreign and local staff and their family members do not get immunity and privileges bestowed to diplomats as provided in the Vienna Convention on Diplomatic Relation of 1963, except where there is a special agreement between the Royal Government of Cambodia and the foreign non-governmental organization.

Foreign and Cambodian staff of foreign non-governmental organizations do not have immunity from judicial actions against their job-related acts or all other types of litigations.

CHAPTER 7

Obligations of Associations and Non-Governmental Organizations

Article 46: Annual Reports of Associations or Non-Governmental Organizations

Lawful associations or non-governmental organizations shall generate reports on activities, the status of their budget in the previous year, and action plan for the next year to file in its office and submit to the Ministry of Interior or Ministry of Foreign Affairs and International Cooperation and the Ministry of Economic and Finance and other relevant ministries not after the end of February, except for some foreign non-governmental organizations which their fiscal year are ended after the end of February.

Article 47: Archive of Annual Reports of Associations or Non-Governmental Organizations

Annual reports of associations or non-governmental organizations shall be archived for the period of five (05) years for competent institutions to examine.

Article 48: Competency to Examine Financial Reports and Properties of Associations or Non-Governmental Organizations

The Ministry of Economy and Finance or the National Audit Authority has the right to examine the financial status reports and properties of any association or non-governmental organization, as stated in Article 10, Chapter 2 of the Law on Audit of the Kingdom of Cambodia, by, providing notification in writing two (02) weeks in advance to concerned association or non-governmental organization.

CHAPTER 8

Activity Postponement, Dissolution, MOU Termination, Name Removal and Distribution of Resources and Properties

Article 49: Activity Postponement or Dissolution of the Association or Domestic Non-Governmental Organization

An association or domestic non-governmental organization may postpone its activities or dissolve in accordance with the determination of its own charter, and shall notify in writing to the Ministry of Interior. In case an association or domestic non-governmental organization is postponed or dissolved by the final court judgment, all relevant competent institutions shall enforce this decision.

Article 50: Activity Postponement or Memorandum Termination of Foreign Non-Governmental Organizations

A foreign non-governmental organization may make a request to postpone or terminate its memorandum by submitting its request to the Ministry of Foreign Affairs and International Cooperation, with duplicates to all relevant ministries.

In case a foreign non-governmental organization is postponed or has its memorandum terminated by the court's judgment, all relevant competent institutions shall enforce this decision.

Article 51: Distribution of Resources and Properties in Case of Spontaneous Dissolution or Memorandum Termination

For the association or domestic non-governmental organization having voluntarily dissolved as stated in Paragraph 1, Article 49 of this law, or for the foreign non-governmental organization which the memorandum was allowed to terminate as stated in Paragraph 1, Article 50 of this law,, the distribution of resources and properties shall be conducted in accordance with the charters or memorandum or decisions of that concerned association and non-governmental organization .

Article 52: Distribution of Resources and Properties in Case of Dissolution or Memorandum Termination Through the Court's Final Judgment

For an association or a non-governmental organization which is dissolved or has a memorandum terminated by a court's final judgment which is ordered to dissolve or has a memorandum terminated, resources and properties shall be distributed in accordance with the final court's judgment.

CHAPTER 9
Procedures To Deal With Any Violation and Penalties

Article 53: Act of Violation

In case a lawful association or a non-governmental organization does not comply with Article 46 of this law, the Ministry of Interior or Ministry of Foreign Affairs and International Cooperation shall issue a warning in writing.

In case an association or a domestic non-governmental organization commits the same violation again, the Ministry of Interior shall issue a decision in writing to temporarily postpone its activities for a period from one (01) to three (03) months.

In case a foreign non-governmental organization commits the same violation again, the Ministry of Foreign Affairs and International Cooperation shall issue a decision in writing to postpone its activities and invalidate the memorandum.

Article 54: Act of Violation of Charter or Memorandum

In case a lawful association or a non-governmental organization fails to comply with its charters or memorandum, the Ministry of Interior or Ministry of Foreign Affairs and International Cooperation shall issue a warning in writing to that association or non-governmental organization. If it conducts the same violation again or in a serious case, it shall be punished in accordance with the law in force.

CHAPTER 10
Transitional Provisions

Article 55: Re-registration of Associations and Domestic Non-Governmental Organization

Following the entry into force of this law, an association or domestic non-governmental organization which has already filed application documents at any state institution shall prepare documents to re-apply, in accordance with the provisions set forth in Chapter 2 and Chapter 3 of this law, within a maximum of three hundreds and sixty five (365) working days. Shall be hereby repealed, if beyond the period mentioned above.

Article 56: Continuing Validity of Foreign Non-Governmental Organizations' Memoranda

Following the entry into force of this law, a foreign non-governmental organization which has already signed a memorandum of understanding with the Ministry of Foreign Affairs and International Cooperation shall have its implementation validity sustained.

CHAPTER 10
Final Provisions

Article 57: Abrogation of Provisions Contrary to this Law

Any provision contrary to this law shall be abrogated.

Article 58: Entry into force of the law

This law shall be declared urgent.

