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# LAW ON PUBLIC ORGANIZATIONS

## NGO LAW

as adopted by the National Assembly of the Republic of Armenia  
on September 10, 1996

**Note:**

Parts added to the previous drafts are underlined,

Parts removed from the previous drafts are *[italics]*

Translation by NGO Center

## Chapter 1. General Provisions

### **Article 1. The Subject of the Law**

This law regulates the public relations that arise during the exercise of a person's constitutional right to organize into unions/associations and relates to the formation, operation, reorganization and dissolution of public organizations.

### **Article 2. Area of Operation of the Law**

The operation of this law covers public organizations operating in the Republic of Armenia.

*[This law does not regulate the formation and activities of political parties and trade unions.]*

### **Article 3. A Person's Right to Form Public Organizations with Other Persons**

A person's right to form public organizations with other persons includes the right to create a public organization, the right to become a member of a public organization, and the right to freely withdraw from the membership of a public organization.

*[A person's right to form a public organization may be exercised directly, by an association of natural persons, or through the formation of unions by public organizations.]*

### **Article 4. Public Organization**

[A public organization is a voluntary association of persons, united on the basis of common interests and in accordance with the rules and procedures stipulated by this law for the purpose of satisfying spiritual or other non-material needs.]

A public organization is a voluntary association of persons, united on the basis of common interests for the purpose of satisfying spiritual or other non-material needs.

A public organization is considered to be for minors if its charter envisages membership of children in the organization and aims at carrying out activities among children.

[A public organization is governed by its charter which must not contradict the Constitution, laws, as well as other normative legal acts in cases stipulated by this law.]

### **Article 5. Principles for Formation and Operation of a Public Organization**

The principles of formation and of activities of public organizations are voluntarism, equality before the law, self-governance, legality, and publicity.

A public organization is governed by its charter which must not contradict the Constitution and laws.

Public organizations independently determine their organizational structure, tasks, objectives and forms of activity.

Political parties are prohibited from participating in the activities of public organizations for minors.

The creation and operation of public organizations in the armed forces and law-enforcement bodies is prohibited.

#### **Article 6. Founders and Members of a Public Organization**

The founder of a public organization may be either a person who has reached the age of 18 or may be a public organization.

In accordance with the charter of a public organization, a person who has reached the age of 10 can be a member of a public organization.

Persons who have reached the age of 18 can act as heads of public organizations and be members of oversight bodies of a public organization [*and their structural subdivisions*].

Persons included in the governing bodies of a public organization cannot be paid by the public organization. Their expenses can be compensated only in particular cases that are stipulated by the charter. [*Annual organizational expenses of a public organization cannot exceed 30 percent of the organization's total expenditures for the same year.*]

#### **Article 7. Union of Public Organizations**

Public organizations, for purposes of coordinating their activities, defending their rights, as well as representing their common interests within international organizations, can unite into unions.

A union of public organizations is a public organization [*operating in accordance with the charter established by its founders*]. Public organizations[*entering into*] united in a union maintain their independence and status of a juridical person.

Procedures for the formation, activities, restructuring and termination of activities of a union are determined in accordance with this law.

#### **Article 8. Public Organization and the State**

The state shall secure the protection of the rights and lawful interests of public organizations.

Interference in the affairs of public organizations by the state structures and officials is prohibited, with the exception of cases stipulated by law [*and other normative legal acts*].

A person's membership in a public organization cannot be a basis for restricting the person's rights and liberties, nor can it be a condition for or an obstacle to occupying a post in the state structures.

It is prohibited in official documents to request notification of a person's membership in a public organization.

## **Chapter 2. Formation of Public Organizations**

### **Article 9. Formation of a Public Organization**

A public organization is formed by the decision of the founding assembly (conference) or at a meeting convened at the initiative of its founders (at least three natural persons or two public organizations).

At its founding assembly (conference) or a meeting, the public organization shall adopt its charter and elect its governing and oversight bodies.

### **Article 10. Supreme Body of a Public Organization**

The supreme body of a public organization is its assembly (conference) or general meeting which has the final authority to decide any issue related to the management and operation of the public organization.

The supreme body of a public organization shall be convened no less than once in three years.

*[Extraordinary meetings of a public organization's supreme body shall be convened at the request of its governing body or at the request of at least one third of its members.]*

The supreme body of a public organization can adopt decisions if more than half of its delegates *[organization's members]* are participating in the meeting.

*[The supreme body of a public organization shall pass decisions by the majority of members present and voting.]*

The supreme body of a public organization has the exclusive right to:

- 1) adopt the charter and amend it;
- 2) elect governing and oversight bodies;
- 3) make decisions on reorganization of the organization;
- 4) make decision on dissolution of the organization.

### **Article 11. Name, Symbol and Location of a Public Organization**

A public organization shall have a name and may have a symbol.

The name (abbreviation of the name) and the symbol of a public organization must be different from the name (abbreviation of the name) and the symbol of other public organizations.

A public organization's name (abbreviation of the name) and symbol can coincide with the name of the Republic of Armenia (abbreviation of the name) and the state symbols only as decided by the government.

*[A public organization's symbol is subject to registration as set forth in the laws and other normative legal acts.]*

The location of a public organization's permanent body is recognized as the location of the public organization.

### **Article 12. Charter of a Public Organization**

The founding document of a public organization is its charter which must include the public organization's:

- 1) name (abbreviation of the name), description of the symbol (in case one is intended);

- 2) location;
- 3) goals and objectives;
- 4) procedures for becoming a member and for canceling membership;
- 5) members' rights and obligations;
- 6) organizational structure, the procedure for creating separate [structural] subdivisions;
- 7) territory of activities;
- 8) the procedures and time periods for convening the supreme body, its powers and decision-making procedures;
- 9) the powers of the governing and oversight body (bodies), the procedures for their election, and time periods for their powers and decision-making procedures;
- 10) the procedure for oversight by the public organization with respect to the activities of its governing body;
- 11) sources of property and the procedure of its utilization;
- 12) the maximum amount (percentage) of organizational expenses in the total annual expenditures;
- 13) the procedures for introducing amendments [and additions] to the charter;
- 14) procedure for the termination of activities and the utilization of property in this case.

The charter can also stipulate other provisions with respect to the activities of a public organization.

If with the adoption of new laws a contradiction arises between them and the charter of the public organization, then the public organization is obligated at its next supreme body meeting to make its charter correspond to the requirements of the laws, and until then the public organization shall operate in accordance with the requirements of the laws.

### **Article 13. [Structural] Separate Subdivisions of a Public Organization**

In order to achieve the goals and objectives as set forth in its charter, a public organization can create [structural] separate subdivisions, chapters, and representations.

*[International public and foreign non-governmental organizations create structural subdivisions in the Republic of Armenia in accordance with the rules and procedures specified by this law.*

*A public organization's structural subdivision can have its charter which is endorsed by the governing body of the public organization. The charter of a public organization's structural subdivision must conform to the requirements of article 12.*

*A public organization's structural subdivision can obtain the status of a juridical person from the moment of its registration with the state as set forth in this law.*

*The name of a public organization's structural subdivision must include the name of the public organization creating that subdivision.*

*Structural subdivisions of public organizations shall carry out their activities in conformity with the rules and procedures for operation of public organizations.]*

A separate subdivision is considered to be a representation of a public organization if it is located outside the organization's premises, represents the public organization and defends its interests.

A separate subdivision is considered to be a branch of a public organization if it is located outside the organization's premises and realizes some of its functions or part of them including the representational functions.

### **Article 14. State Registration of a Public Organization**

The state registration of a public organization shall be performed by the Ministry of Justice.

A public organization shall apply to the Ministry of Justice for registration no later than 60 days after the end of the charter assembly (conference) or general meeting.

A public organization shall present to the Justice Ministry in order to be registered:

1. an application for state registration of the public organization;
2. a copy of the minutes of the charter assembly (congress) or general meeting of the public organization;
3. the passport information of the founders;
4. four copies of the public organization's charter signed by the governing officer (officers) of the organization;
5. passport information of the governing officers;
6. document on the designation of a location for the public organization;
7. receipt for state fee.

Within 30 days after recording the receipt of the required documents in the register, the Ministry of Justice of the Republic of Armenia shall consider the application for registration *[submitted by the founders of a public organization]* and resolve the issue of registration of the public organization or denying state registration. In the event a public organization is not denied state registration within the period stipulated for state registration the organization is considered registered. Within three days upon termination of the period stipulated for state registration, the Ministry of Justice shall provide the public organization with a state registration certificate or a copy of its decision on denial of registration, noting the reasons and basis for the denial.

From the moment of registration of a public organization, it shall have the status of a juridical person.

Amendments *[and additions]* to the charter of a public organization shall become effective from the moment of their state registration in accordance with the procedures set forth in this article.

*[For the purpose of registering its structural subdivision, a public organization shall present to the Ministry of Justice:*

1. *an application for state registration of the structural subdivision;*
2. *the decision of its governing body on the creation of a structural subdivision;*
3. *four copies of the structural subdivision's charter stamped and signed by the governing officer (officers) of the public organization;*
4. *document on the designation of a legal address for the structural subdivision;*
5. *a copy of the decision on its state registration;*
6. *receipt for the registration fee]*

#### **Article 15. Denial of the State Registration of a Public Organization [ and Appellate Procedure]**

The state registration of a public organization shall be denied, if:

- 1) the presented documents contain any false or inaccurate information;
- 2) the submitted charter contradicts Constitution and the laws *[and other normative legal acts]*;
- 3) there is another organization registered under the same name (abbreviation of the name) or with the same symbol;
- 4) the organization was formed in violation of the requirements stipulated by this law.

*[The fact that an organization is not timely state registered or]* The decision to deny state registration can be appealed to the courts by the founders of the organization.

#### **Article 16. State Registration Fee**

*[Public organizations shall pay into the state budget for registration a registration fee in the amount of 50,000 drams, and for the registration of charter amendments and additions, structural subdivisions and their*

*charter amendments and additions I nteh amount of 10, 000 drams.]*

A public organization shall pay state fees for its registration or registration of amendments to its charter according to the procedures and in the amount stipulated by law.

### **Chapter 3. Reorganization of a Public Organization**

#### **Article 17. Reorganization of a Public Organization**

The reorganization of a public organization (merger, combination, division) is effected by the decision of its supreme body according to the procedure stipulated by the law.

With the exception of cases of reorganization through combination, a public organization is considered reorganized from the moment of state registration of a newly formed public organization in accordance with the procedure stipulated by this law.

In the case when a public organization is reorganized through combination with another public organization, the first of them is considered reorganized from the moment the Ministry of Justice records the termination of activities of the joining organization.

The state registration of public organizations newly formed through reorganization is performed as set forth in this law.

*[The supreme body of a reorganizing public organization together with its decision on reorganization adopts a decision on the division or transfer of property, as well as on the use of the name and symbol.*

*In the event of the reorganization the public organization is required within 5 days to so advise the Ministry of Justice.]*

#### **Article 18. Merger of Public Organizations**

A merger of public organizations takes place when a new public organization is created through transfer to it of the rights and obligations of two or more merging public organizations and termination of the activities of the merging organizations.

*[The charter of a new public organization formed through merger shall be adopted at a general meeting of the members of the merging organizations, which after adopting the charter elects governing and oversight bodies of the public organization.]*

#### **Article 19. Combination of Public Organizations**

When a public organization joins another public organization its rights and obligations pass on to the latter.

*[The decision on reorganization through combination is adopted by the supreme bodies of the public organizations participating in the combination.]*

#### **Article 20. Division of a Public Organization**

In case of division of a public organization its rights and obligations are transferred to the newly organized public organizations *[by the decision of the supreme body of the organization].*

*[Charters of the public organizations formed through division are adopted by the supreme bodies of these organizations. After adopting the charters the supreme bodies elect governing and oversight bodies of their organizations.]*

### **Article 21. Guarantees of the Rights of Creditors in case of Reorganization of Public Organizations**

The body which has passed a decision on reorganization of a public organization is obligated to notify its creditors in writing within five days.

A creditor of a reorganizing public organization has the right to demand the indemnification for damages and execution ahead of schedule or termination of those obligations by which the organization has bound itself.

If it is not possible to determine the legal successor of a reorganized public organization, then the newly formed public organizations bear joint and several liability for the obligations of the reorganized public organization.

## **Chapter 4. Rights, Obligations and Property of a Public Organization**

### **Article 22. Rights of Public Organizations**

In order to realize the goals and objectives set forth in its charter, a public organization has, as provided by law, the right to:

1. disseminate information about its activities;
  1. found mass media, [ *carry on publishing activity* ];
  2. organize peaceful meetings, rallies, marches and demonstrations without weapons;
  3. represent and defend its rights and lawful interests, as well as those of its members, in other public organizations, court and state and local self-government bodies;
  4. carry out entrepreneurial activities through enterprises established by the organization.

A public organization has the right to carry out other activities envisaged by its charter and not prohibited by law.

### **Article 23. Obligations of a Public Organization**

A public organization is required to:

1. publish an annual accounting of the use of its possessions;
2. inform the Ministry of Justice once a year of the continuance of its activities, [ *designating the passport information of governing persons; present to the Ministry of Justice within three days a copy of its governing body's decision on the change of the organization's location;* ]
3. present to the Ministry of Justice within five days passport information about newly elected members of its governing body (bodies);
4. at the request the Ministry of Justice, present to it copies of the decisions adopted by its supreme body, and also, in case of public organizations enjoying state privileges, copies of the decisions adopted by its governing body (bodies) and officials;
5. permit the representative of the Ministry of Justice to be present at the meetings of its supreme body;
6. notify the Ministry of Justice within five days about the establishment of separate subdivisions.

## **[Chapter 5. Property of a Public Organization**

### **Article 24. Sources of Possessions of a Public Organization**

*A public organization's possessions exist from entrance payments, membership dues, donations received from non-governmental sources, income generated from entrepreneurial activity, and other sources not prohibited by law.*

#### **Article 24. Property of a Public Organization**

A public organization can have as property buildings, construction materials, apartment fund, transportation means, equipment, monetary resources, stocks, securities, personal property and other possessions not prohibited by law.

*[A public organization has the right to use its possessions for charitable purposes even if it is not stipulated by its charter.]*

A public organization's possessions exist from entrance payments, membership fees and other sources not prohibited by law.

A *[individual]* member *[or a structural subdivision]* of a public organization does not have a right to a share of the public organization's property.

A public organization shall utilize its property including the income generated by entrepreneurial activities for the purpose of realizing the goals and objectives set forth in its charter.

### **Chapter 5. Liability of Public Organizations and Oversight of Their Activities**

#### **Article 25. Liability of a Public Organization**

A public organization bears liability for its obligations by all possessions belonging to it according to the procedure stipulated by law.

A public organization does not bear liability for the obligations of its members and its members do not bear liability for the obligations of the public organization.

The union of public organizations is not responsible for the obligations of public organizations entered into it, and the public organizations entered into a union are not responsible for the obligations of the union, unless otherwise stipulated in the union's charter.

A public organization that by its illegal activities has caused harm to natural or juridical persons is obligated to provide compensation at the expense of its possessions as provided by laws *[and other normative legal acts.]*

#### **Article 26. Oversight of Activities of a Public Organization**

The Ministry of Justice and in cases provided by law other authorized state bodies perform oversight of the activities of a public organization.

In cases of violation of the Constitution, laws *[and other normative legal acts,]* or of its charter, a public organization is warned in writing by the Ministry of Justice.

*[The income, its sources, and expenses of a public organization is subject to state financial oversight.]*

### **Chapter 6. Suspension and Dissolution of Activities of Public Organizations**

#### **Article 27. Suspension of Activities of a Public Organization**

In the event of violation of the Constitution, laws *[and other normative legal acts of the Republic of Armenia,]* or of its charter requirements, the activities of a public organization can be suspended by a court decision for up to six months.

The Ministry of Justice may apply to the courts with a petition to suspend the activity of a public organization if, following its written warnings, the public organization has not eliminated the designated violations within a one-month period.

In the event of suspension of activities, a public organization during the full period of the suspension cannot enjoy from the rights to found mass media, to establish [*daughter*] enterprises, to organize rallies, marches and demonstrations, or use bank accounts, with the exception of necessary expenses for maintenance of property and payment for work agreements and penalties.

During the period of suspension of its activities a public organization [*can*] is obligated carry out activities that aim to eliminate the grounds for the suspension.

#### **Article 28. Dissolution of a Public Organization**

The dissolution of a public organization leads to its termination, without transfer of its rights and obligations to other persons through legal succession

A public organization can be dissolved by its supreme body [*in accordance with the procedures set forth in its charter*] or court decision.

[*In case of dissolution,*] the supreme body of a public organization is obligated within five days to notify, in writing, the Ministry of Justice about the dissolution decision. The Ministry of Justice records in the general state register that the organization is in the process of dissolution.

At the consent of the Ministry of Justice, the supreme body of a public organization [*the body of a public organization which adopts decision on dissolution*] forms a dissolution committee and determines the dissolution time periods in accordance with the procedures provided by law [*and other normative legal acts*].

In case of dissolution of a public organization, the dissolution committee, after having made mandatory payments, utilizes the remaining possessions for the realization of the organization's charter goals and objectives in the manner determined by the body which has passed the decision on dissolution of the organization. In case of disputes, the issue is resolved by court.

In case of dissolution of a public organization, creditors' demands are satisfied in accordance with law.

#### **Article 29. Dissolution of a Public Organization by a Court Decision**

A public organization can be dissolved through a court decision, if :

1. individuals' rights and lawful interests are violated by its activities;
2. its activities are directed towards the overthrow of the constitutional order by force, incitement of ethnic, racial and religious hatred and propaganda of violence and war;
3. during the period of suspension of its activities it has not eliminated the violations or has permitted new violations of law;
4. after state registration of the organization it becomes known that false information has been presented for registration.

In the presence of any of the grounds specified by this article, the Ministry of Justice [*is obligated to*]can apply to the court with a petition to dissolve a public organization

### **Chapter 7. International Relations of Public Organizations; Activities of International Public and Foreign Non-Governmental Organizations on the Territory of the Republic of Armenia**

### **Article 30. International Relations of Public Organizations**

A public organization in accordance with its charter may become a member of international public organizations, have international contacts, and sign agreements with foreign non-commercial and non-governmental organizations.

A public organization in accordance with its charter can create separate subdivisions in foreign states in conformity with the legislation of those states.

### **Article 31. Activities of International Public and Foreign Non-Governmental Organizations on the Territory of the Republic of Armenia.**

*[This law regulates the formation and activities of structural subdivisions of international public and foreign non-governmental organizations on the territory of the Republic of Armenia.]*

*[International public and foreign non-governmental organizations can carry out activities on the territory of the Republic of Armenia after registering with the Ministry of Justice according to the procedure stipulated by law.]*

International public and foreign non-governmental organizations can establish separate subdivisions which in accordance with the procedures stipulated by this law are registered as public organizations.

International public and foreign non-governmental organizations can carry out activities on the territory of the Republic of Armenia also on the basis of agreements with the government of the Republic of Armenia.

## **Chapter 8. Concluding Provisions**

### **Article 32. The Law's Entry into Force**

This law enters into force from the moment of its official publication. From the moment this law enters into force:

1. October 30, 1989 Resolution of the Supreme Council of Soviet Socialist Republic of Armenia "On the temporary procedure of registration of associations of citizens" shall be considered void.
2. the words "without the right to occupy posts in their governing bodies in case it does not contradict the charter of a given organization" shall be removed from part I of article 26 of the RoA law on "Legal Status of Foreign Citizens in the Republic of Armenia".

### **[Article 34. Transitional Provisions**

*From the moment this law enters into force:*

1. *public organizations that operate in the Republic of Armenia are obligated to apply to the Ministry of Justice before January 1 of 1997 for the purpose of reregistration as set forth in this law. A reregistering public organization pays into the state budget a registration fee in the amount of 10, 000 Drams;*
2. *A public organization which fails to apply to the Ministry of Justice for reregistration before January 1, 1997 will be dissolved in accordance with the procedures determined by the government;*
3. *this law also regulates the formation and activities of trade unions until a law on trade unions is adopted.]*

**PRESIDENT OF THE REPUBLIC OF ARMENIA**  
**L. TER-PETROSSIAN**

**BACK**



Thursday(N.9)					
10.30 - 11.30	State Revenues Ministry, Method. Dept	Armen Tamazyan (head)	Khorenatsy St.		533591
10.30 - 11.30	State Revenues Ministry, Inter. Dept.	Suren Adamyan (chairman)	Khorenatsy St.		538192, 537125
12.00 - 13.00	Barents Group (Tax/Fiscal)	Manjred Shober (project manager)	3A Pushkin, 2Floor	sodig@arminco.com; 584831, 562195	
13.00 - 14.00	AA NGO Training and Resource	Margaret Philiposyan	#20 Yeznik Khoghbatsi	maga@ngoc.am; 539204	
14.00 - 15.00	Lunch				
15.00 - 16.00	ABA American Bar Association	Maria Longi	Proshian St., 2 House	sofia@abaceeli.am, 261770, 221969	
16.15 - 17.15	Parlament, Committee on State and Legal Issue	Victor Dallakyan (chairman)	Bagramyan St.		527820
17.15 - 18.15	Finance, Credit, Budgetary and Economic Issues	Vardan Khachatryan (chairman)	Parlament House		524882
Friday(N.10)					
10.00-11.00	Department for Registration of NGOs	Edward Markarian (chairman)	Lusavortchi 15, 2floor		589921
11.15 - 12.15	Lunch				
	Interview meeting for the position of ICNL Senior Legal Counsel				
12.15-13.15	Haykanush Parsamyan			e-mail: Haikanush@yahoo.com; 593958	
13.15 - 14.15					
14.30-15.31	Aram Karakhanyan			aramkarakhan@yahoo.com; 586097, 587684	



