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Social Legislations
Decision Number (1) of the year 1990

Regarding the model regulations of the basic bylaws of societies, social and cultural clubs working under the supervision of the Ministry of Labour and Social Affairs

Minister of Labour and Social Affairs

After examining article number (5) of the law of societies, social and cultural clubs and special organizations working on the field of youth and sports, and private institutions issued by decree law number (12) of the year 1989 has decided the following:

Article (1)

The regulations attached to this decision shall become the model regulation of the basic bylaws of societies, social and cultural clubs working under the supervision of the Ministry of Labour and Social Affairs according to the provisions of the law regulating societies and social and cultural clubs and special organizations working on the field of youth and sports, and private institutions issued by decree law number (12) of the year 1989 referred to above.

Societies and clubs referred to in the above paragraph should be guided by this regulation when they formulate their own basic law. The word "club" should be used instead of the word "society" wherever mentioned in the regulation when the issue is related to one of the clubs. This also many imply other amendments.

Article (2)

This decision shall be published in the official gazette and shall become effective as of the date of its publishing.

Minister of Labor and Social Affairs
Khalifa bin Salman bin Mohammed Al Khalifa
Issued on: 1 Shaban 1410 A.H.
Corresponding to: 26 February 1990 A.D.

Ministry of Labour and social Affairs
Model regulations of basic bylaws for
social and cultural societies and clubs working
under the supervision of the Ministry of Labour and Social Affairs

Chapter 1

General provisions

Article (1)

A society has been established in the State of Bahrain according to the law of societies, social and cultural clubs and special organizations working on the field of youth and sports, and private institutions issued by decree law number (12) of the year 1989 under the following name: _____

Article (2)

The society shall be registered at the Ministry of Labour and Social Affairs according to the provisions of the Ministerial Decision number (2) of the year 1990 regarding the organization of a register for social and cultural clubs working under the supervision of the Ministry of Labour and Social Affairs. The legal personality of the society shall become effective as of the date of publishing its registration in the official gazette.

Article (3)

The location of the society and the center of its management is:

Article (4)

The chairman of the board or the one who acts on his behalf by a decision made by the board of directors shall legally represent the society.

Article (5)

The society may not practice politics. It may not enter into financial dealings. It should respect the public order and morality in all of its activities. It shall commit not to threaten the stability of the state, the government or the social order.

Article (6)

The name of the society, the location of its premises, the number of its registration and the purpose of its work – if they exist- shall be mentioned in all its books, registers and printed matters.

Article (7)

The society may not join, participate or merge in any society, club or union if their location is outside Bahrain without a prior permission from the Ministry of Labour and Social Affairs.

Chapter Two

The Aims of the Society and the Means to Implement Aims and Scope of Activities

Article (8)

The society shall work to achieve the following aims:

- a. _____
- b. _____
- c. _____
- d. _____
- e. _____
- f. _____

Article (9)

The society shall achieve its aims by the following means:

- a. _____
- b. _____
- c. _____
- d. _____
- e. _____
- f. _____

Article (10)

The society shall perform the following activities.

- a. _____
- b. _____
- c. _____
- d. _____
- e. _____

Chapter Three

Membership

Article (11)

The following conditions shall apply to the members of the society:

- a. He/she must be above 18 years old;
- b. He/she must be residing in the state of Bahrain;
- c. He/she must have good conduct and reputation. He/she should not be convicted in a crime of honor or decency, unless if charges were dropped and rights were restored.
- d. _____
- e. _____ etc..

Article (12)

Any person who wishes to join the society must submit an application to the general secretary of the board according to the special application form used for that purpose.

The general secretary shall present the application to the board of directors in first meeting be held after the submission of the application in order to decide to accept or refuse the request. Decision shall be taken within one month of submitting the application.

Article (13)

The applicant shall be notified in writing of the decision of the board to accept or refuse his application within 2 weeks of issuing the decision. Justifications shall be provided in case of

refusal. Applications refused may not be reconsidered prior to 3 months of the refusal decision.

Article (14)

Any member who wishes to withdraw shall submit a written notification to the general secretary of the board mentioning reasons for his/her withdrawal.

The general secretary, shall present the withdrawal request to board within a month as of the date of submitting the request in order to examine the reasons for withdrawal and to try to convince the member to change his decision. This shall be made within one month of notifying the board. If the member does not change his/her decision, the request for withdrawal shall be considered as accepted.

The member who withdrew shall pay all membership dues and any other financial commitments towards the society.

Article (15)

The board of directors may expel a member from the society after listening to his point of view in the following cases:

- A. If he violates the basic law and the internal regulations of the society;
- B. If he violates the legitimate decisions of the general assembly or those of the board of directors;
- C. If he embezzles funds from the society, misuse these funds, forges the stamps of the society, its correspondences or its papers;
- D. If he illegitimately distorts the reputation of the society, its activities or its board of directors;
- E. If he refuses to pay his membership fees without any acceptable reason after being notified in writing on the importance of paying the fees;
- F. If he is convicted in a crime of honor or decency, unless charges were dropped and rights were restored. Expulsion shall not be effective without the approval of two third of the board member. The member shall be notified of the decision of the board within 2 weeks of issuing the decision.

Article (16)

The expelled member may contest the decision of his expulsion during the first ordinary general assembly meeting after the decision is taken. The decision of the general assembly shall be considered as final. The general secretary shall notify the member of the decision of the general assembly within two weeks of issuing the decision.

Article (17)

Membership shall cease in the following cases:

- A. Death;
- B. Withdrawal from the society;
- C. If a member loses any of the membership conditions;
- D. Expulsion from society.

Article (18)

The member of the society shall:

- a. Abide by the basic law of the society, its internal regulations and the decisions of the general assembly;
- b. Pay registration and membership fees according to the financial regulations;
- c. Seek to achieve the aims of the society through participation in its programmes and activities.
- d. _____
- e. _____ etc ...

Article (19)

Attendance of the general assembly meetings, discussing issues on the agenda and voting on these issues

- a. A member shall receive the membership card of the society which indicates the name, work, address, date and year of membership, number of membership, personal number as stated on the Central Population Register card and any other information needed.
- b. A member shall receive a copy of the basic law of the society;
- c. A member shall benefit from facilities provided by the society to its members on the professional and social levels;
- d. A member shall receive copies of printed materials and publications of the society;
- e. A member shall have the right to examine the register, documentation, correspondences of the society during the time specified by the board of directors for that purpose. Examining these documents shall be made inside the society's premises and with the attendance of the person responsible for these documentation.
- f. If a member is convicted of a crime of honor or decency, unless charges were dropped and rights were restored. Expulsion shall not be effective without the approval of two thirds of the board member. The member shall be notified of the decision of the board within 2 weeks of issuing the decision.
- g. _____
- h. _____

Article (20)

The general assembly is the highest authority in setting the policy of the society and in supervising its implementation. Its decisions shall apply on all bodies, committees and members.

Article (21)

The general assembly shall be formed of all active members who paid all fees stated in the basic law of the society and six months at least have elapsed since they have joined the society with the exception of the first meeting.

Article (22)

The general assembly shall hold its ordinary meeting once a year within the 3 months of the conclusion of the financial year of the society. The meeting shall be held at the main premises of the society.

The board of directors may call upon the general assembly to convene in another place.

The board of directors shall specify the place and time of the meeting of the general assembly and its agenda. It shall notify the members at least two weeks before the meeting.

The general assembly shall not look into issues not stated on the agenda of the meeting without the approval of the absolute majority of the general assembly members.

Article (23)

The meeting of the general assembly shall not be considered legal if not attended by the absolute majority of its members. If this quorum is not attained, the meeting shall be postponed to another session to be held during a period of _____ as of the date of the first meeting. The second meeting shall be legal if attended by one third of the members of the general assembly. If this quorum is not attained the meeting shall be postponed to another session to be held during a period of _____. In such a case, the meeting shall be considered legal if attended by 10 percent of the members.

If the legal quorum is complete, the withdrawal of half of the attending member upon the beginning of the meeting shall not affect the decisions taken.

Article (24)

The society may hold an extraordinary general assembly upon:

- a. a call by the board of directors;
- b. a request submitted to the board of directors by not less than one third of the members who have the right to attend the general assembly;
- c. a call by the Ministry of Labour and Social Affairs.

In the call the purpose of the meeting should be specified and also the matters and topics for which the session is held to discuss.

The call for an extraordinary meeting shall follow the same procedure of the call for ordinary meetings with regard to specifying the date, place and the legitimacy of the meeting, etc...

Article (25)

The Ministry of Labor and Social Affairs shall be notified of each general assembly meeting at least 15 days prior to the meeting. The notification should include the letter of invitation, issues on the agenda of the meeting, and the attachments sent out to members. The Ministry shall have the right to nominate whoever it wants to attend the meeting.

The Ministry shall also receive a copy of the minutes of meetings of the general assembly meeting within 15 days as of the date of the meeting. Decisions taken shall be included in the minutes of meeting.

Article (26)

The decisions of the general assembly shall be issued by the majority of votes of attending members. Despite this, a majority of two third of the votes of the general assembly shall be required when the decisions are connected to expelling a member, amending the basic law of the society, dissolving of the society, dissolving the board of directors, merging the society with another society, dividing it and on the establishment of branches.

Article (27)

A member of the society may nominate another person to represent him in the general assembly meeting.

A member cannot represent more than one member. Nomination shall be in writing and approved by the board of directors.

Nomination shall not be valid when voting is on issues related to the election or expulsion of one or more of the members of the board.

Article (28)

A member of the society may not participate himself or nominate another person to represent him in the discussions of the general assembly, according to the provision of the previous article, and he may not vote on an issue examined by the assembly if he has personal interest in the subject under discussion or in the decision to be taken.

Article (29)

The general assembly shall look into the following matters:

- a. Discuss the reports and suggestions submitted by the board of directors or by the committees and decide on them if necessary;

- b. Discuss the draft budget of the coming financial year of the society and take a decision on it if necessary;
- c. Discuss the report of the board of directors on the activities of the society;
- d. Assign an auditor and discuss his report on the financial statement of the society taking into consideration the provisions of article (84) of this law;
- e. Elect a board of directors for the first time or members to substituted those whose membership has ceased or expired.
- f. Other issues the board of directors wants to introduce to the agenda of the meeting.

Article (30)

The extraordinary general assembly meeting shall look into the following:

- a. Amending the basic law of the society;
- b. Merging the society with other societies working to achieve similar aims, dividing the society or establishing branches of the society;
- c. Expelling some or all board members;
- d. Voluntarily dissolving the society;
- e. Other issues specified by the parties calling for the convening of the extraordinary meeting.

Chapter Five

The Board of Directors

Article (31)

The board of directors is the executive authority of the society. It implements the policy specified by the general assembly and the decisions taken by the assembly in order to achieve the legitimate purpose of the society.

The board of directors shall manage the affairs of the society. In order to do so, it may perform any action other than those where this law requires states that a prior approval of the general assembly shall be needed before taking any action.

The board of directors shall in particular undertake the following:

- a. Prepare the general framework of the general policy of the society;
- b. Prepare plans and programmes to achieve the aims of the society;
- c. Prepare the regulations of the society according to its basic law;
- d. Study the reports of the committees formed and the suggestions of the members of the society and take proper decisions in this regard;
- e. Prepare the draft annual budget of the society and its final financial statement;
- f. Prepare the annual report on the activity of the society;
- g. Form needed committees to achieve the aims of the society and encourage members to join these committees;

- h. Prepare and distribute leaflets, booklets and studies needed to achieve the aims of the society;
- i. _____
- j. _____ etc..

Article (32)

The board of directors is formed of _____members to be elected by the general assembly from among its members for two renewable years for one or more terms. They shall be elected by means of direct secret voting.

Article (33)

The board member shall have the following conditions:

- a. enjoy his civil rights;
- b. shall not be a board member of a society which was dissolved because of violations unless 5 years have elapsed since the date of issuance of the decision to dissolve the society;
- c. _____
- d. _____
- e. _____ etc.

Article (34)

A member shall not combine membership in the board of the society and membership in the board of other society working in a similar field of activity without a prior special permission form the Ministry of Labour and Social Affairs.

It is not permissible to combine membership in the board and working for the society in return of wages.

Article (35)

The board of directors shall be formed of the chairman, his deputy, the general secretary, and the treasurer. They shall be elected by the board of directors from among its members in its first meeting by means of secret voting. The competencies of every one of them shall be according to the following: The chairman, is the legal representative of the society vis-à-vis others. He shall chair the sessions of the board and the general assembly and shall manage them and sign on the minutes of meetings together with the general secretary. He shall also sign checks, payment vouchers and financial statements together with the treasurer. He shall sign the expulsion decision and supervise all the activities of the society. He shall take decision in urgent matters that cannot be postponed on the condition that these decisions shall be examined by the board when it convenes.

The deputy chairman shall have the competences of the chairman in his absence. The board of directors may assign some permanent financial, administrative and technical competencies to the deputy chairman.

The general secretary shall prepare the agenda of the sessions of the board and those of the general assembly. He shall register the minutes of meetings and sign them together with the chairman. He shall supervise all clerical work, correspondence, files, records, books, papers and contracts.

The treasurer shall manage the funds of the society and supervise its accounts and its income and expenditure. He shall be responsible for depositing funds in the approved banks, pay amounts due according to payment vouchers signed by him and the chairman. He shall monitor collection and registration of membership fees payment in the books. He shall keep financial documents when these documents contain financial commitment by the society or in favor of the society. Income and expenditures shall abide to the provisions of the financial regulations.

He shall submit a monthly report to the board of directors on the financial position of income and expenditure. He shall keep a certain amount in the petty cash for necessary expenses according to the financial regulations of the society.

Article (36)

The board of directors may form committees from among its members or other members. The board shall specify the number of members of each committee and the competences of the each committee. It shall put the regulations for the work of committees. The results of the studies and research made by the committees shall be examined by the board to take the necessary decisions with their regard.

Article (37)

The board of directors shall meet once every ____ on a periodic basis. Its meeting shall be legal if attended by the majority of its members. The general secretary of the board shall prepare the agenda of the sessions of the board and shall present it to the chairman to decide on it. The general secretary shall notify members two weeks before the meeting. The decisions of the board shall be taken by the majority of votes of attending members. If votes are equal the side of chairman shall prevail.

Article (38)

The board of directors may hold extraordinary meetings upon an invitation from the chairman or a request by at least one third of the members of the board to discuss urgent matters. The meeting shall confine itself to discuss decided upon topics on the agenda. The Ministry of Labour and Social Affairs may request holding an extraordinary meeting of the board when necessary.

Article (39)

Anyone who does not attend three consecutive sessions of the board or 6 meetings during one year without an acceptable reason shall be considered resigning from the membership of the board.

In case of death, resignation or expulsion of any member of the board, or in case a seat becomes vacant for any reason, the vacant seat shall be replaced by the person who comes next to those who won the elections in the number of votes.

The term of the appointed member shall continue till the end of the term of the person he replaced.

If the member who is to be replaced has won by means of uncontested elections, the board may continue until the end of the session without appointing a replacement on the condition that the number of vacant seats due to above-mentioned reasons shall not be more than one third of the board members. In such a case, the issue shall be presented to the general assembly to elect a member or members to replace those whose seats became vacant.

Article (40)

The board of directors shall be dissolved if at least one third of its members resign together or if the number of the remaining members, for any reason, becomes less than half of the number of the board members.

In these two cases, the issue shall be presented to the general assembly in an extraordinary meeting in order to elect a board of directors. The term of new elected board shall only complement the term of the former board.

The Ministry of Labour and Social Affairs shall take the necessary procedures to call the general assembly to convene within one-month time as of the date of dissolving the board.

Article (41)

The board of directors shall keep the following books and registers:

- a. A register book where particularly the name of each member is registered, his title, his nationality, his profession, date of birth, date of acceptance of membership, the personal number as stated on the Central Population Register card;
- b. A register for the minutes of meetings of the board of directors. The minutes shall be signed by the chairman of the board, the general secretary and other attending members.
- c. A register of the minutes of meeting of the general assembly;
- d. A book for income and expenditures
- e. A debit book;
- f. A register of membership fees;

- g. A register of all real estate, transferable assets or other permanent assets of the society. A brief description of these assets should be provided together with the purchase price, date of purchase and the place where these assets are put. The name of the person responsible for the assets and his address. The register shall also describe any change of the conditions of these assets.

The board of directors may add other data to these mentioned in the above forms. It also may have other registers and books as might be required for the well-performance of the work of the society. The registers and books, before being put into use, should be given serial numbers and should be stamped by the stamp of the company. All books and registers shall continuously be updated.

Article (42)

The board of directors may appoint a manger from among its members or other members. It may authorize this person to act with regard to any of the affairs of the board.

The manager may receive a salary to be specified by the board. In this case, and when the manager is a member of the board, he shall be treated as if he has resigned.

Chapter Six

The assets of the Society

Article (43)

The financial assets of the society shall consist of:

- a. Registration fees paid by the member upon his registration or re-registration;
- b. Membership fees
- c. Donations and grants approved by the Ministry of Labour and Social Affairs.
- d. The income generated from fares, celebrations and charity markets organized by the society or with the participation of the society after obtaining an approval from the concerned authorities;
- e. Profits and interests accrued from investing the financial assets of the society within the limits of laws in force.
- f. _____
- g. _____ etc...

Article (44)

The society may not take funds from a foreigner or a foreign institution. It shall not transfer such funds to any person or organization outside the country without a prior permission from the Ministry of Labour and Social Affairs. Amounts paid for books, publications and scientific and technical registers are exempted from such provision.

Article (45)

The financial year of the society shall commence on the first day of January and shall end on the 31 of December of each year.

Article (46)

The chairman and the members of the board are responsible, each within the limitations of his competencies on the assets of the society and on any behavior that violates this law, the internal regulations of the society and the decisions of the general assembly.

Article (47)

The society shall have its financial regulations which shall specify how money shall be spent and deposited. It shall also specify the registration and membership fees and the amount the treasurer can keep as a permanent debit for emergencies in addition to any other needed information.

The financial regulations shall not enter into force prior to the approval of the general assembly.

Article (48)

The board of directors shall present the final accounts certified by all board members to the general assembly for discussion and approval.

In case the financial income and expenditure exceed 10000 dinars, the board of directors shall assign a certified auditing office to examine the statement which should be sent together with the supporting documents for examination. The report of the auditor shall be submitted at least one month prior to the annual meeting of the general assembly.

The board of directors shall submit the draft budget of the coming year to the general assembly for endorsement. It shall attach a copy of the final accounts, the general budget, and the reports of the auditor and the board of directors together with the invitation letters sent to the members who have the right to attend the general assembly meeting. These documents should be put in an accessible place inside the premises of the society at least 15 days prior to the convening of the general assembly meeting. They should stay where they are until they are endorsed.

Article (49)

The cash funds of the society shall be deposited in a certified bank account under the registration name. The Ministry of Labour and Social Affairs shall be notified of the bank name and shall also be notified about the change in the bank account during one week as of changing the account.

No amount shall be withdrawn from the bank unless by a check signed by the chairman and the treasurer or whoever are deputized by them by a decision to be taken by the board of directors.

Article (50)

No amount shall be disposed of from the account of the society without a decision taken by the board. The amount spent shall fall within the purposes of the society and according to this law and the conditions and provisions of the financial regulations.

In emergency cases, an amount may be withdrawn by an order to be given by the chairman of the board and without the prior approval of the board on the condition that the board shall be notified of such transaction, its justifications and its documentation in its first meeting after the transaction.

Article (51)

In kind and in cash assets of the society including membership fees, grants, and donations and other assets, are considered the property of the society and not the property of any of its members. A member shall not claim any right for himself or for any of his heirs in case the membership ceases for any reason.

Article (52)

The general assembly shall choose an auditor from among those nominated by the board of directors taking into consideration the provisions of article (84) of this law. The general assembly shall specify the remuneration of the auditor. Notwithstanding this, the selection of the auditor in the first year of the society shall be made with the knowledge of the members in their first general assembly meeting.

Chapter Seven

Merging or dividing the society, establishing branches or dissolving the society

Article (53)

The general assembly may decide to merge the society with one or more societies working to achieve a similar aim. It may also divide the society and establish branches according to the provisions of article (30) of this law. The merging, division or establishment of the society shall not enter into force before registering such in the special register at the Ministry of Labour and Social Affairs and publishing it in the official gazette.

Article (54)

The society may be voluntarily dissolved according to the provision of articles (26 and 30) of this law if the society is incapable of achieving the purpose it has been established to achieve

or if the number of members of the society drops to an extent where the society cannot perform its activities or for any other reason.

The decision of the general assembly to voluntarily dissolve the society shall not enter into force prior to registering such decision at the special register of the Ministry of Labour and Social Affairs and prior to publishing it in the official gazette.

Article (55)

The members of the society, those responsible for its management and its employees shall not continue its activities after the dissolving decision is taken. They shall not dispose of its assets the moment they are informed of the dissolving decision. No person shall participate in the activities of the society after publishing the decision to dissolve the society in the official gazette.

Article (56)

If the society is dissolved, the Ministry of Labour and Social Affairs shall assign a paid liquidator for a certain period of time.

Those responsible in the society shall hand over to the liquidator all documents and registers of the society upon his request. They, and the bank where the money of the society is deposited, shall not be allowed to take action with regard to any of the affairs of the society or its rights without a written order from the liquidator.

Article (57)

On the completion of the liquidation, the remaining assets shall be distributed to the following societies that work in the same field of the society.

- a. _____
- b. _____
- c. _____
- d. _____
- e. _____

If the distribution method is not possible, the Ministry of Labour and Social Affairs shall decide the methodology of distributing the assets of the society.

Chapter Eight

Concluding provisions

Article (58)

The decision of the board of directors to amend the basic law shall not enter into force prior to its registration in the special register for the purpose at the Ministry of Labour and Social Affairs and prior to publishing it in the official gazette.

Article (59)

The society may assign part-time or permanent employees at the premises of the society. It may pay them salaries or remuneration according to the decision of the board and within the restrictions imposed by the financial regulations of the society and the provisions of the special labour law relating to people working in civil society issued by decree law number (23) of the year 1976 and its amendment.

Article (60)

In case of ambiguity in the interpretations of any text stated in this bylaw, the board of director shall refer to the Ministry of Labour and Social Affairs for clarification and interpretation.

Annex:

1. The founding members of the society shall not be less than 10 in case of normal persons.
2. A convicted person in a crime of honor or decency shall not participate in establishing a society, unless if charges were dropped and rights were restored.
3. The Ministry of Labour and Social Affairs shall look into the registration of the society upon a request submitted to it within thirty days as of the day of establishing the society. The following documents shall be attached to the registration application:
 - a. Two copies of the basic law of the society in Arabic signed by all founders. The original document of the law shall be attached if it is in English.
 - b. Two copies of the minutes of meetings of the founding committee together with the names of members, their profession, their addresses, and their signature.
 - c. Registration fees of 10 dinars.
4. The Ministry of Labour and Social Affairs shall perform the registration procedures within sixty days as of the day of submitting the application. If this date elapses without the completion of the registration or without notifying the person who submitted the application of refusal, then the application shall be considered as refused.
5. The Ministry of Labour and Social Affairs shall have the right to refuse to register the society in the following cases: the community does not need the services of the society, there in one or more societies providing the same service, the establishment of the society is not in line with the welfare and security of the state, the premises of the society are not suitable to practice its activities with regard to social or health conditions, the society is being established in order to revive another society previously dissolved.
6. The Ministry of Labour and Social Affairs shall notify the person who submitted the application for registration by registered mail of its decision to refuse registration.
7. Concerned persons may contest the refusal decision implicitly or explicitly with the Ministry of Labour and Social Affairs within sixty days as of the day of receiving the said letter mentioned in the previous section or after the elapse of time without the completion of the registration or without notifying the applicant of the refusal of his application.

8. The Ministry shall respond to the complaint by issuing a decision stating the justifications within sixty days. If this date elapses without any response from the Ministry, the complaint shall be considered as refused.
9. Everyone whose complain was refused shall have the right to contest the refusal decision of his complain within sixty days of his notification or after sixty days of submitting his complain without receiving a response from the Ministry. The complaint shall be submitted to the Senior Civil Court.
10. If the Minister of Labour and Social Affairs discovers that the election of the board members was not in accordance with the basic law of the society or the law, he may cancel elections. In this case, new elections shall be held within maximum one month as of the date of the cancellation of elections.
11. The Minister of Labour and Social Affairs may assign, by a justified decision, and for a specified period, a manager or a temporary board to handle the competencies given to the board in the basic law of the society. This step is taken when the number of members of the board becomes insufficient for the legal convening of the board, when the legal quorum cannot be attained, or when the general assembly does not convene for two consecutive years without an acceptable reason according to the Ministry of Labour and Social Affairs and in case the society commits violations that imply such procedure.
12. The manager of the temporary board may call upon the general assembly to convene one month before the elapse of the period of his assignment. He shall present a detailed report on the situation of the society. The general assembly shall elect a new board in the same session after taking the special procedures related to the nomination of board members. If there is no legal quorum in this meeting the provisions of article (23) of this law shall be adopted.
13. The Minister of Labour and Social Affairs may decide to deprive those board members who are responsible for violations committed and have lead to the appointment of a manager or a temporary board from nominating themselves for the membership of the new board for a maximum period of three years.
14. The board of directors and the employees of the society shall not take any action with regard to the affairs of the society as of the moment of notifying them of the decision to assign a temporary board or manager. They shall hand over to the manager or the permanent board, upon its formation, all assets of the society, its register, books, and documents. All employees of the society shall preserve the documents of the society and its assets until the handing over to the manager or the temporary board is made. Delivering the assets and the documents of the society shall not discharge the board of directors or the employee from any amount due on them according to the provisions of the law.
15. The Minister of Labour and Social Affairs may decide to merge more than one society working on similar aims. He may unify the management or amend the aims according to the needs of the local community or to achieve coordination between the services provided or for other reasons the Minister believes can best achieve the purpose the society was created to serve. In doing so, the wishes of the founders, the aim of the society and the kind of services provided shall be taken into consideration. A justified decision shall be issued with regard to the merging explaining methods or the merging.

The concerned persons shall be immediately informed and the decision shall be registered in the special register of the Ministry of Labour and Social Affairs and published in the official gazette. Representatives of the society to be merged shall deliver all assets and documents to the society they are going to merge with. The society which will merge with the one the decision has been taken to be merged shall not be responsible for the commitments of that society except within the limits of assets it received from the merging as of the date of the merging. The provisions of section (14) of this annex shall be applied on the board of the society which the Ministry decided to merge and on its employees.

16. The society may be compulsory dissolved. It may be administratively closed for a period not exceeding 45 days by a decision to be taken by the Minister of Labour and Social Affairs in the following cases:
 - a. if it proves that it is incapable of achieving the aims for which it was established;
 - b. if it disposes of its assets not within the limits specified by its aims;
 - c. if it commits a serious violation of the law or of the general order and public morality.

The Minister of Labour and Social Affairs shall inform the society of his decision to dissolve or to temporarily close the society by registered mail. The decision shall be registered in the special register at the Ministry and shall be published in the official gazette.

The concerned society and any concerned person may contest the decision to dissolve the society or the temporary closure at the Senior Civil Court within 10 days as of the date of publishing the decision in the official gazette.

The provisions of articles (55), (57), and (65) of the model regulation shall apply in the case of dissolving the society compulsorily.

17. The employees of the Ministry of Labour and Social Affairs assigned by the Minister for this purpose shall have the right to examine the activities of the society and its registers, documents and offices to investigate its abidance to the law and basic law of the society and the decisions of the general assembly.
18. The Minister of Labour and Social Affairs may freeze the implementation of any decision taken by authorities supervising the affairs of the society if it violates the law or the basic law of the society or the public order and morality. The society may contest the decision of the Minister to freeze the implementation at the Senior Civil Court within 60 days of being informed.
19. Founders, in drafting their basic law, shall be guided by these model regulations according to conditions stated in the Ministerial Decision number (1) of the year 1990. Founders may add detailed provisions as long as they do not contradict the provisions of the decree by law number (21) of the year 1989.
20. The Ministry of Labour and Social Affairs shall review the draft basic law submitted by founding members. The Ministry may add and amend these provisions if it deems that as necessary.

21. The aims of the society referred to in article (8) shall be specified and the methods of achieving these aims referred to in article (10) shall be mentioned according to the wish of the founders.
22. In article (11) founders can add the conditions they deem necessary with regard to membership conditions.
23. The membership of the society may include active members, registered members and honor members, and other kind of membership. The founding members shall specify in article (11) the conditions that should apply to registered and honor members. The text shall take into consideration that only the active member shall have the right to nominate themselves, to elect, and to vote.
24. The founders shall add to article (18 and 19) whatever they deem necessary of rights and duties of members.
25. The period referred to in article (22) shall not be less than 8 days or more than 15 days as of the date of the first meeting. The second period shall not be less than one hour and not more than 15 days according to the wish of the founders.
26. Founders can add to article (31) whatever they deem necessary with regard to the competencies of the board of directors.
27. The members of the board shall not be less than five or more the twelve persons.
28. Founders may add to article (32) whatever they deem necessary of conditions to be applied on the members of the board.
29. When reformulating article (35) it is possible to mention that the election of the board of directors of the society by the general assembly shall be made by direct elections. It is possible to use the term financial secretary instead of treasurer.
30. In article (37) the date of the meeting of the board shall be specified. It is preferable that meetings are convened once every month.
31. The founders may add to article (43) whatever they deem necessary with regard to the resources of the society.
32. Founders shall specify in article (57) the names of the societies that shall receive the assets when the society is dissolved.
33. The Ministry of Labour and Social Affairs is the reference for interpreting unclear texts in the model law.