

## **Appendix B: Unofficial English Translation of the Draft Law (Arabic)**

The following unofficial translation has been prepared by ICNL.

**In the Name of the People,**

**The People's Assembly has approved the following law, which we now promulgate:**

### **[Preamble]**

#### **ARTICLE 1**

Associations, foundations and federations established under Law 84 of 2002 whose Articles of Incorporation contradict the provisions of the attached law shall rectify and amend their status pursuant to this law within one year of its effectiveness.

#### **ARTICLE 2**

Existing Boards of Directors of associations, foundations and federations established pursuant to provisions of Law 84 of 2002 and their executive and administrative bodies shall continue to operate until amended according to this law.

#### **ARTICLE 3**

It is prohibited for any private entity to practice any of the activities of associations and foundations without taking the form of associations or foundations pursuant to the provisions of this law. The Minister of Social Affairs *[translator's note: Arabic refers to the Minister/Ministry of Social Affairs even though this agency has been renamed the Ministry of Social Justice and Solidarity]* or his assignee may issue a resolution suspending any such activity and taking necessary actions against this entity pursuant to the attached law.

No [government] entity other than the entity permitted by the attached law may, under any form or title, license the practice of any of the activities of associations and foundations. Such a license shall be null and void and shall have no legal effect.

#### **ARTICLE 4**

The Minister of Social Affairs shall issue the Executive Regulation [Implementing Regulation] of the attached law within six months as of the date of its effectiveness. Until the issuance of such regulation,

the current regulation and resolutions may continue to be effective excluding any contradictions with the provisions of the attached law.

#### **ARTICLE 5**

The *Law on Associations and Foundations* (Law 84 of 2002) is hereby abolished, as is any provision of any other law that contradicts the provisions of the attached law.

#### **ARTICLE 6**

This law shall be published in the *Official Gazette* and is applicable as of the day following its publication. This law shall be stamped with the official Seal of the State and implemented as any ordinary law.

### **THE LAW ON ASSOCIATIONS AND FOUNDATIONS**

#### **CHAPTER ONE GENERAL PROVISIONS**

#### **ARTICLE 1**

The following definitions apply to the terms used in this law:

1. **Association:** A group of a continuous legal personality composed of natural or legal persons, or both, whose number in all cases is not less than 20, formed to pursue not-for-profit purposes.
2. **Public Benefit Association:** an association that aims to realize a public benefit upon or after its establishment and whose activities serve the public. Public benefit status shall be granted by a resolution of the Council of Ministers.
3. **Central Association:** an association whose declaration is endorsed, according to the provisions of this law, by a decision from the Competent Minister, having a one or more branches in one more than province. The Executive Regulation [Implementing Regulation] of this law shall define any other requirements for central associations.
4. **Foundation:** A legal person established by one or more natural or legal persons, or both, with an endowment of no less than one hundred thousand pounds, to pursue t for not-for-profit purposes.
5. **Foreign Organization:** a foreign legal person, whose main office is located within or outside Egypt, licensed to perform one or more activities of associations and

foundations subject to the provisions of this law and an agreement concluded between the organization and the Ministry of Foreign Affairs.

6. **Regional Federation:** a federation established by at least 10 associations or foundations or both located in one governorate, regardless of the activity, and having a legal personality.
7. **Specialized Federation:** a central federation established by at least 10 associations or foundations, or both, who perform common activities in specific fields within the Republic [of Egypt], having a legal personality.
8. **General Federation of Associations and Foundations:** a general federation established from elected members of regional and specialized federations' boards and others appointed by the President of the Republic in accordance with this law. This federation shall supervise the activities of associations, foundations, organizations, and Regional and Specialized Federations pursuant to the provisions of this law. The federation shall enjoy legal personality and shall be headquartered in the city of Cairo.
9. **Founding Member:** a natural or a legal person who participates in the formation of an association or foundation and signs its Articles of Incorporation.
10. **Competent Court:** The administrative court having jurisdiction in the area where an association, foundation, organization or federation is established.
11. **Competent Minister:** The Minister of Social Affairs.
12. **Administrative Body:** The Ministry of Social Affairs or any of its departments.

## **ARTICLE 2**

Associations established by a law or pursuant to international conventions concluded by the Arab Republic of Egypt shall be subject to the agreements governing these associations. For any issue not specifically contained in those agreements, the provisions of this law shall apply.

## **CHAPTER TWO ASSOCIATIONS**

### **Section One: Establishment of Associations**

## **ARTICLE 3**

It is required for the formation of an association to have written Articles of Incorporation signed by the founders. An independent and appropriate management center in the Arab Republic of Egypt shall be secured. It is required for members of associations to enjoy full civil rights and with no judgments against them concerning a crime or offense of honest, unless acquitted.

It is permitted for non-Egyptians having permanent or temporary residence in Egypt to join membership of any association following the rules contained in the Executive Regulation [Implementing Regulation] of this law.

It is permitted for any foreign community to establish an association observing the affairs of its members pursuant to the provisions of this law and with the condition of reciprocal treatment for the Egyptian community in that relevant country.

#### **ARTICLE 4**

Articles of association of any association shall contain the following data:

- a. Name of the association, which should be indicating to its purposes, and not creating any confusion with any other association within the same geographic scope.
- b. Type, scope and activities of the association and its geographic scope.
- c. Address of the association management center.
- d. Name, surname, age, nationality, profession and domicile of each founder.
- e. Resources of the association, their utilization and disbursement.
- f. Bodies that represent the association, the competencies of each, the method of members selection, dismissal or invalidation of membership as well as the quorum for the meetings of these bodies, the validity of their decisions and the means of invitations for informing members.
- g. Membership system, conditions, rights and duties of members; especially the right of every member to review the document of the association, attending and voting in the General Assembly.
- h. Financial control system.
- i. Rules for amending the Articles of Incorporation of the association, establishing its branches, the cases for its termination and entities that shall benefit from its funds in these cases. It is impermissible to have the Articles of Incorporation of any organization providing that the funds of the association shall inure to anybody except the National Associations and Foundations Support Fund or any association or foundation working in the same field of the association or to any of the federations subject to the provisions of this law.
- j. Identification of the competent person for applying to public benefit status.
- k. Identification of the representative of founders for foundation procedures.

The Executive Regulation [Implementing Regulation] of this law shall contain model Articles of Incorporation that associations may follow.

## **ARTICLE 5**

The application of the entry of summarized Articles of Incorporation shall be written in the standard format and presented to the Regional Federation established pursuant to this law by the representative of the founders enclosed with the following documents:

1. Four copies of the Articles of Incorporation of the association signed by all founders.
2. Acknowledgment for each founding member undertaking to fulfill conditions stipulated in Article (3) and data contained in item (d) of Article (4) herein.
3. An official certified document confirming the occupancy of the association's premises.
4. A request to join the membership of the Regional Federation.

The Regional Federation, after verifying the completeness of these documents shall evidence the date of application submission on a copy given to the applicant along with entering the application in a special register. Then, the Regional Federation shall notify the Administrative Body within two weeks to obtain its approval.

The applicant shall pay a fee of one hundred pounds for the entry of the Articles of Incorporation in the Administrative Body register. These fees shall go to the Fund for the Support of Associations and Foundations. The Executive Regulation [Implementing Regulation] of this law shall define the procedures for the application along with providing the application format.

## **ARTICLE 6**

The Administrative Body shall enter the summarized Articles of Incorporation in the special register within 30 days of being notified by the complete application along with necessary documents mentioned in the previous article; otherwise, the entry shall be valid by virtue of the law. The legal personality of the association is affirmed by making such entry or the elapse of 30 days after the notification of the Administrative Body by the application, whichever first.

If the Administrative Body finds, within the 30-days period, that purposes of the association contain an activity prohibited by Article (9) hereunder, it shall reject the application by a justified decision to be notified to the Regional Federation and the founders' representative by a registered letter with receipt confirmation.

The founders' representative may challenge this decision before the competent court within sixty days of being notified following prescribed procedures.

Upon affirmation of the legal personality of the association, the Administrative Body shall notify the Regional Federation and take necessary actions to publish the summarized Articles of Incorporation in the official website of the Ministry of Social Affairs within sixty days of the affirmation of the legal personality of the association. The association, upon affirmation of its legal personality, has the right to publish its summary Articles of Incorporation in Egyptian newspapers.

#### **ARTICLE 7**

Any concerned person may review the summary entry of the Articles of Incorporation of any association and obtaining certified copies thereof after paying due fees as defined in the Executive Regulation [Implementing Regulation] of this law (not exceeding one hundred pounds). These fees shall go for the National Associations and Foundations Support Fund.

#### **ARTICLE 8**

Procedures followed for the amendment of Articles of Incorporation shall be the same as for the establishment of the association as stipulated in articles 4 and 5 hereunder.

### **Section Two: Purposes, Rights and Obligations of Associations**

#### **ARTICLE 9**

Associations shall work to achieve the purposes of social welfare, development, and the enlightenment of society. The Executive Regulation [Implementing Regulation] of this law shall define specific fields of these activities. No association is allowed to work in more than two fields except after receiving approval from the Regional Federation and notifying the Administrative Body.

Establishment of clandestine associations is prohibited. It is also prohibited that the purposes of any association contain the following:

1. Formation of brigades or formations of a military nature.
2. Threatening the national unity, violating public order or morals or calling for discrimination between citizens on the bases of sex, race, color, language, religion or belief.
3. Any political activities limited to political parties pursuant to the *Law on Political Parties* or any syndicate [or trade union] activities limited to syndicates pursuant to the *Law on Syndicates*.
4. Targeting the realization of any profit for members of the association or performing any activities leading to this result. Following commercial practices to realize profits assisting

in the purposes of the association shall not be considered a violating activity. The Executive Regulation [Implementing Regulation] shall define these terms.

#### **ARTICLE 10**

It is permitted to second civil workers in the state to work in associations, foundations or federations established pursuant to this law to provide necessary assistance to fulfill their missions based on a request from the relevant association, foundation or federation. Secondment shall be for one year renewable by a decision from Competent Minister or governor as the case may be.

#### **ARTICLE 11**

Without prejudice to any other privileges provided for in other laws, associations, foundations and federations established pursuant to the provision of this law shall enjoy the following benefits:

- a. Exemption from registration and entry fees due on the association with regards to all contracts where the association is party to such as property and mortgage contracts or any other in-kind rights, as well as exemption from signature endorsement fees.
- b. Exemption from current taxes and stamp duties and those imposed in the future on all contracts, powers of attorney, documents, printed materials, registers...etc.
- c. Exemption from custom charges and other fees imposed on the imports of equipment, machines, instruments, tools and production needs as well as on any received gifts, grants and assistance from abroad. The exemption should be via a resolution from the Prime Minister based on a proposal from the Competent Minister and the approval of the Minister of Finance. It is provided that these materials are necessary for the basic activities of the association. The permanent materials thereof, defined by a decision from the Competent Minister in agreement with the minister of finance, shall not be disposed except after five years of their importation unless due taxes and custom charges thereon are paid.
- d. Exemptions for properties owned by the association from real-estate tax. The association, upon exercising its right in owning properties for fulfillment of its purposes, shall observe laws governing the ownership of foreigners of properties.
- e. Projects implemented by associations shall be exempted from all forms of taxes.
- f. Associations are granted 25% reduction from the transportation fees of machines and equipment on railways.
- g. Telephone calls and subscriptions fees applicable to houses shall apply to associations.
- h. Associations are granted a 25% reduction from the costs of water, electricity and natural gas consumption.

- i. Donations granted to associations are offset against the income of the donator of no more than 10% of the net profits.
- j. Procurements of associations of transportation means and all equipment necessary for their purposes shall be exempted from general sales tax.

## **ARTICLE 12**

An association may perform any activities not contradicting with its purposes in cooperation with any foreign association, agency or organization provided the Administrative Body and the Regional Federation are notified and the elapse of 30 days of the notification date with no written objection from the administrative body. The Executive Regulation [Implementing Regulation] shall define controls for such cooperation and the contents of the notification of data and information.

## **ARTICLE 13**

An association may receive funds from inside the Republic from natural persons, Egyptians or foreigners, and from Egyptian legal persons and foreign organizations licensed to practice the activities of associations pursuant to the provisions of this law, regardless of the nature of these funds, to enhance its financial resources for fulfilling its purposes.

In all cases, no association is permitted to obtain funds from outside neither from Egyptian or foreign persons or entities or their representatives inside the country, nor sending funds to persons or organizations abroad except after obtaining a permission from the Competent Minister or after the elapse of 30 days with no written objection from the Competent Minister. This is with the exception of purchasing books, scientific and technical bulletins and journals and subscription fees. The Executive Regulation [Implementing Regulation] shall define the procedures for obtaining such permission and its requirements in terms of data and information.

## **ARTICLE 14**

An association, for the purpose of meeting its purposes and enhancing its financial resources, may collect donations, as licensed by the Administrative Body. The Executive Regulation [Implementing Regulation] of this law shall define procedures and conditions for such license to collect donations. These conditions may be defined on case-by-case basis as required for the public interest.



## **ARTICLE 15**

The association shall maintain its documents, libraries and registers in its management center. The Executive Regulation [Implementing Regulation] of this law shall define these registers, their keeping and use and data they contain. These registers shall be stamped by the administrative body before being used.

## **ARTICLE 16**

Every member of the association has the right to review the records of the association, its documents and instruments. If this right is not granted, the Regional Federation may interfere to enable members of the association of this right based on a request signed by no less than 10% of the members.

Representatives of the Administrative Body, nominated via a decision from the Competent Minister, may enter to the association premises or its branches to monitor its activities and review its records to ensure that they are compliant with the provisions of this law and procedures defined by the Executive Regulation [Implementing Regulation] of this law.

## **ARTICLE 17**

Every association shall have an annual balance sheet. Accounts should be recorded in books approved by the chairman and the cashier defining in details its financial position, expenditures and revenues including donations and their sources.

If the total assets in the association balance sheet exceed twenty thousand pounds, the Board of Directors shall present its financial position and final accounts to a chartered accountant, licensed to conduct accounting and auditing profession, supported by documents prepared following standard accounting system for examination and submission of a report no less than one month before the convention of the General Assembly.

The Board of Directors report along with the auditor's report, balance sheet and final accounts shall be displayed in the association's premises no less than two weeks before the convention of the General Assembly and shall remain displayed until endorsed. The Executive Regulation [Implementing Regulation] of this law shall determine the way of displaying these reports.

The Competent Minister shall issue a resolution defining the standard accounting system to be followed by associations, foundations, organizations and federations established pursuant to the provisions of this law.

## **ARTICLE 18**

The association shall deposit with any bank or saving fund in Egypt its cash monies under its registered name or under the name of any of its activities or projects. Disbursement from these monies shall be only done by the chairman, or his assignee, and the cashier based on a resolution from the Board of Directors. The association shall notify the Regional Federation and the Administrative Body by the names of those authorized to sign.

The association shall spend its funds for fulfilling its purposes and may invest the surplus of its revenues in a way to ensure securing financial resources to support its activities or reusing the funds in productive or service projects to strengthen its financial position. In all cases, associations are not allowed to engage in financial speculations. The Executive Regulation [Implementing Regulation] of this law shall define conditions and controls for the investment of the association funds.

## **ARTICLE 19**

In cases where the association issues a decision considered by the Administrative Body as violating this law or the Articles of Incorporation, the Administrative Body may request the association, via a registered letter with receipt confirmation, to withdraw the decision within ten days of being notified pursuant to paragraph 3 of article 23 hereunder. If the association does not withdraw the decision in question within fifteen days as of being notified, the Administrative Body, following notifying the relevant Regional Federation, may take necessary actions to prevent the implementation of the decisions pursuant to provisions of this law and its Executive Regulation [Implementing Regulation].

## **ARTICLE 20**

Every member has the right to withdraw from the association at any time provided that the association is notified by a receipt-acknowledged letter. This may not prejudice the right of the association to claim for any due funds on the member of any nature.

The Executive Regulation [Implementing Regulation] of the law shall define the procedures and rules for withdrawal from membership of an association.

### **Section Three: Bodies of the Association**

#### **The General Assembly**

## **ARTICLE 21**

The General Assembly shall compose of operating members who spent no less than three months in membership and fulfilled all their obligations pursuant to the Articles of Incorporation of the association.

## **ARTICLE 22**

The General Assembly shall convene by an invitation to be notified to all its members having the right to attend according to the Articles of Incorporation, informing them the venue, time and agenda of the meeting. This invitation shall be sent from:

- a. The Chairman, or whom authorized by half number of the members of the Board of Directors.
- b. A person authorized by no less than 20% of the members having the right to attend the General Assembly meetings.
- c. The Administrative Body as deemed necessary.

## **ARTICLE 23**

Meetings of the General Assembly shall be held at the headquarters of the association and may be convened anywhere else as identified in the invitation enclosed with the agenda. Copy of the papers to be presented to the General Assembly shall be sent to the Administrative Body, if the latter is not the inviting party for the meeting, and to the Regional Federation no less than fifteen days before the meeting. The Federation may send a representative to attend this meeting and the Administrative Body may send a representative to the meeting it invited to.

The General Assembly may not consider issues other than those contained in the agenda except issues presented to the Board of Directors at least two weeks before the convention of the General Assembly. The Regional Federation and the Administrative Body shall be provided with copy of the General Assembly minutes of meeting within thirty days of the date of the meeting.

## **ARTICLE 24**

The General Assembly shall call for an ordinary meeting once a year at least within four months following the end of the fiscal year of the association. The purpose of the meeting shall be to review the Board of Directors' report on the activities of the year, the balance sheet, final accounts and auditor's report, to elect members of the board to replace those whose terms expired, to appoint an auditor and

set his/her charges and for any other issues as proposed by the Board of Directors for inclusion in the agenda.

#### **ARTICLE 25**

The General Assembly may be invited to extraordinary meetings to decide on amending the Articles of Incorporation, resolving or merging the association, dismissal of all or some of its board members or any other issues as defined in the Articles of Incorporation for extraordinary meetings.

#### **ARTICLE 26**

General Assembly meetings are valid if attended by the absolute majority of its members. If the necessary number for this majority is not present, the meeting shall be postponed to a further session to be held in no less than one hour and no more than fifteen days as of the date of the first meeting according to the Articles of Incorporation. The second meeting shall be valid if attended by no less than ten percent of the members or twenty members whichever is less, so the number of attendees in the first case shall not be less than ten members.

#### **ARTICLE 27**

Members of the General Assembly may not participate in voting if having personal interest in the proposed decision except for the election of the association bodies.

#### **ARTICLE 28**

Decisions of the ordinary General Assembly shall be passed by the absolute majority of present members.

Decisions of the extraordinary General Assembly shall be passed by the absolute majority of members unless the Articles of Incorporation provide for larger majority.

### **The Board of Directors**

#### **ARTICLE 29**

Each association shall have a Board of Directors composing of an odd number of members not less than five and not more than fifteen pursuant to the Articles of Incorporation. Members shall be elected by the General Assembly for a term of three years. The first Board of Directors shall be appointed by the founders for a term not exceeding three years. The Executive Regulation [Implementing Regulation] of

this law shall define other conditions to be met by those nominating themselves for membership of the Board of Directors.

### **ARTICLE 30**

The Board of Directors shall display the names of candidates for membership of the Board of Directors in the second day following the closure of the nomination period. The Regional Federation and the Administrative body shall be notified within the three following days but sixty days at least before the elections date.

The Regional Federation, the Administrative Body and whoever concerned may notify the General Assembly within seven days following the display or notification of the list, as the case may be, by any objections on members not meeting the conditions. If the concerned candidate does not withdraw nomination within seven days of the notification to the General Assembly, and it is proven to the Administrative Body that this candidate is not meeting nomination conditions, the Administrative Body must issue a decision removing this person. The removed person, or whoever concerned, may submit a claim before competent court within seven days following the issuance of this decision. The court shall decide in the case before the date of the elections.

### **ARTICLE 31**

It is prohibited to combine between membership of the Board of Directors of the association and working in the Administrative Body or other public entities supervising, guiding or monitoring the association and its funding. This prohibition does not apply to associations whose membership is limited to those working in any of the aforementioned entities.

It is also prohibited to combine between membership of any Board of Directors in an association and paid work in the association or any of its activities or project except by a resolution from the Prime Minister or his assignee for the public interest.

### **ARTICLE 32**

The Board of Directors of an association shall manage its affairs. The Executive Regulation [Implementing Regulation] of this law shall define the competencies of the chairman, the deputy chairman, the cashier and the secretary general of the association. The chairman is the person representing it before judiciary and third parties.

The Board of Directors, for the management of the association's affairs, may conduct any works other than the activities indicated in this law or the Articles of Incorporation as activities requiring the prior approval of the General Assembly. The Board of Directors may appoint a general manager for the association, who may not be a member of the board. The appointment decision shall define competencies of the manager and his/her remuneration.

### **ARTICLE 33**

The Board of Directors shall meet at least once every three months. The meeting may not be valid unless attended by the majority of members. Members of the board shall attend its meetings. In case a member is absent, without an acceptable excuse, for more than half the meetings convened by the board in one year's time, the member is considered as has resigned and shall be notified by this via a registered letter with receipt acknowledged.

Decisions of the Board of Directors shall be passed by the consent of the absolute majority of present members unless the Articles of Incorporation provide for a larger majority. If votes are equal, the chairman shall have a casting vote. The Board of Directors shall notify the Regional Federation and the Administrative Body by decisions passed by it or the General Assembly within thirty days of issuance.

## **Section Four: Dissolution of Associations**

### **ARTICLE 34**

An association may be dissolved by decision of the Extraordinary General Assembly following the approved rules in its Articles of Incorporation. The dissolution shall be approved by a resolution from the Competent Minister including appointing one or more liquidators from the liquidators' list prepared by the Administrative Body. The resolution shall define period of liquidation and liquidator's fees.

### **ARTICLE 35**

The Administrative Body may issue a resolution suspending any activity or removing the cause of the violation after hearing the arguments of the General Assembly and approval of the General Federation in the following cases:

1. If the association disposes or allocates its funds for purposes other than its original purposes.
2. If the association receives funds from an external entity or sends funds to an external entity in violation to the provisions of paragraph 2 of article 13 hereunder.

3. If the association commits a serious violation of the law such as wasting of funds, embezzlement, wasting of public funds or breaching public order or morals.
4. If the association joins, subscribes or affiliates to a club, association, authority or organization whose location is outside the Arab Republic of Egypt in violation to provisions of Article (12) hereunder.
5. If it is proven that the real objectives of the association are to target or to exercise any prohibited activity in article 10 hereunder.
6. If the association collects donations in violation to provisions of paragraph 1 of article 14 hereunder.
7. If the General Assembly does not convene for two consecutive years.
8. If the Administrative Body is not enabled of monitoring the works of the association or in case of moving to a new premises without notifying the Administrative Body.

In case the association continues to commit any of the violations indicated in the previous article, the Administrative Body, after approval of the General Federation, may issue a decision removing the Board of Directors and appointing a temporary board running the affairs of the association until its General Assembly is invited to elect a new Board of Directors pursuant to the provisions of this law within no more than ninety days of the date of the removal decision. The removed board member, whose personal liability on violations is proven, may not nominate himself for these elections.

In all cases, if it is proven to the Administrative Body that the association is unable to fulfill its purposes or continues committing any of the aforementioned violations in the first paragraph, the Administrative Body, after approval of the General Federation, must suspend the activities of the association and refer the matter to administrative courts for dissolving the association and appointing a liquidator for its funds.

#### **ARTICLE 36**

Managers of a dissolved association and its staff shall handover the funds of the association and all its documents, records and papers to the liquidator as requested. These managers and the entity with whom monies of the association are deposited, and its debtors may not make any transactions in the affairs, funds or rights of the association except by a written order from the liquidator.

#### **ARTICLE 37**

The liquidator, upon conclusion of the liquidation process, shall distribute its outcomes as stipulated in the Articles of Incorporation. If the Articles of Incorporation do not contain such provisions or if it becomes impossible to implement these provisions, the outcomes of the liquidation shall be given to

the National Associations and Foundations Support Fund as provided in Chapter Four hereunder. The Executive Regulation [Implementing Regulation] shall define controls of the liquidation process, its term and procedures to be followed in case it is not possible to complete this process.

#### **ARTICLE 38**

The first instance court, having jurisdiction in the area in which the association premises is located, shall decide in claims submitted by or against the liquidator.

#### **ARTICLE 39**

Subject to provisions of article 36 hereunder, it is impermissible for members of the dissolved association or any other person running its affairs to continue its activities or dispose its funds. It is also not allowed for any person to participate in the activities of a dissolved association.

### **Section Five: Public Benefit Associations**

#### **ARTICLE 40**

Public benefit associations shall be subject to provisions governing other associations for any matter not specifically covered in this section.

#### **ARTICLE 41**

A central or non-central association willing to achieve a public interest upon or after its establishment may acquire the public benefit status via a resolution from the Prime Minister based on a request from the association, the Administrative Body or the General Federation of National Associations and Foundations and the approval of its General Assembly in both cases.

Cancellation of the public benefit status shall be via a resolution from the Prime Minister. Public benefit associations may join each other by approval from the Administrative Body and the General Federation of National Associations and Foundations. Merger between public benefit associations and other associations not having public benefit status may be conducted only by a resolution from the Prime Minister.



#### **ARTICLE 42**

Through a resolution from the Prime Minister, privileges of public benefit associations shall be defined , especially the non-seizure of part of or all their funds, the non-acquisition of these monies by obsolescence and the possibility of expropriation of properties for the public benefit to fulfill purposes of the association.

#### **ARTICLE 43**

The Administrative Body may assign to a public benefit association the management of an affiliated foundation or entity or implementing any of its projects or programs following the rules and procedures to be determined via a decision from the Competent Minister.

#### **ARTICLE 44**

Public benefit associations shall be subject to the control of the Central Auditing Organization, which may review the works of the association including projects assigned to it to ensure the compliance with laws, internal regulations, the Articles of Incorporation and the standard accounting system attached to the Executive Regulation [Implementing Regulation] of this law.

### **Section Six: Shelters**

#### **ARTICLE 45**

No buildings shall be allocated for the hosting of children, elderly people, patients with chronic diseases and other needy people for social care and people of special needs, except after obtaining a permit from the Administrative Body. The Executive Regulation [Implementing Regulation] of this law shall define rules and procedures for granting such permit to an association or other parties.

The Administrative Body may cancel this permit if its conditions are violated. The Executive Regulation [Implementing Regulation] of this law shall define rules and procedures for the cancellation of such permit.

### **CHAPTER THREE FOUNDATIONS**

#### **ARTICLE 46**

Provisions applicable to associations shall apply to foundations for matters not specifically covered by this chapter.

#### **ARTICLE 47**

A foundation is established by allocating a sum of money in line with the purpose of its establishment and the size of its proposed activities but no less than 100,000 pounds. National foundations may not target realizing financial gains for the benefit of any of its founders or trustees. In this respect, provisions of article 9 hereunder shall be observed.

#### **ARTICLE 48**

The establishment of a foundation may be made by one or more founders of natural or legal persons or both. Founders shall develop Articles of Incorporation that contain in particular the following information:

- a. Name of the foundation, its geographical scope and its management location in the Arab Republic of Egypt.
- b. The purpose behind the establishment of the foundation.
- c. Detailed statement of funds allocated for the realization of the foundation purposes.
- d. Organization of the foundation management including the methods of appointing the chairman and members of the board of trustees and the method for appointing the manager.

A foundation may be established by an official instrument or a declared bequest, each of which may be considered as Articles of Incorporation for the foundation provided it contains the information mentioned in the previous paragraph. The Executive Regulation [Implementing Regulation] of this law may be enclosed with model Articles of Incorporation that may be followed by foundations.

#### **ARTICLE 49**

Whenever the establishment of a foundation is via an official instrument, it is permissible for the founder(s) to abolish it by another official instrument before its entry. The entry of the foundation might also be cancelled if proven through a court order that its establishment is meant to damage the rights of third parties.

## **ARTICLE 50**

Representative of founders shall apply to the Regional Federation requesting entry of the foundation attaching with the request details shown in the application form attached to the Executive Regulation [Implementing Regulation] of this law. After verification of application completeness, the Regional Federation shall notify the Administrative Body for its approval. The legal personality of the foundation is affirmed as of the next day after entry of its Articles of Incorporation or similar documents by the Administrative Body.

## **ARTICLE 51**

Every foundation shall have a board of trustees composing of no less than five members and not exceeding fifteen members to be appointed by the founder or founders. Their chairman and members may be from those trustees. The Regional Federation and the Administrative Body shall be notified by such appointment and any changes in the board of trustees.

In case no board of trustees is appointed or the vacancy of one or more positions in the board and it is not possible to appoint their substitutes following the method indicated in the Articles of Incorporation, the Administrative Body shall make such appointment and notifies the Regional Federation thereby. The board of trustees shall manage the foundation according to its Articles of Incorporation and its chairman shall represent the foundation before judiciary and third parties.

## **ARTICLE 52**

Subject to the provisions of this law, a foundation may receive funds in the form of grants, endowments or other forms, or may collect donations from third parties after the approval of the Administrative Body and observing the conditions that might be set by the donor. Monies received or collected by the foundation shall be added to monies allocated for its establishment.

## **ARTICLE 53**

The foundation shall have annual balance sheet and final accounts to be prepared following the standard accounting system issued by a decision from the Competent Minister.

#### **ARTICLE 54**

A foundation may be dissolved by a justified decision from the Competent Minister after consent of the General Federation and inviting the foundation to hear its arguments if serious evidences exist proving that the foundation is practicing any of the prohibited activities in Article (9) hereunder.

The dissolution resolution shall include the appointment of one liquidator or more for defined remuneration. In any of the aforementioned cases, the Competent Minister may deem it sufficient to issue an order cancelling any violating action, removing the cause of violation or dismissing the board of trustees and appointing a temporary board to run the affairs of the foundation for one year, renewable if necessary only once, or may suspend activities of the foundation.

Whoever concerned may appeal against the decision of the Competent Minister before the administrative court following defined procedures and deadlines. The court shall decide on the appeal as an urgent matter with no expenses.

Members of the board of trustees and founders are considered as concerned persons for the purposes of this appeal. Monies resulting from the liquidation of the foundation shall inure to the National Associations and Foundations Support Fund.

### **CHAPTER FOUR FOREIGN ORGANIZATIONS**

#### **ARTICLE 55**

The Competent Minister may license foreign organizations to perform one or more activities of the activities of associations and foundations subject to this law and its rules with due consideration to the agreement concluded between the organization and the Ministry of Foreign Affairs.

The Executive Regulation [Implementing Regulation] of this law shall define procedures for license application, the term of the license, data and information to be contained in the license application, documents to be attached thereto and rules for conducting licensed activities.

The Administrative Body shall define rules for conducting the licensed activities for a foreign organization. In all cases, such activities shall be consistent with the needs of the Egyptian environment and observing public order and morals.

## **ARTICLE 56**

A foreign organization licensed to work inside the Arab Republic of Egypt shall be subject to the control of the competent administrative body and shall present to this entity annual progress reports during the period of conducting its licensed activities. In case the organization violates the rules for conducting licensed activities, the Competent Minister, in coordination with the Ministry of Foreign Affairs, may issue a decision suspending the violating activity or cancelling the activity license. The Ministry of Foreign Affairs shall be notified by such decision within fifteen days as of the date of its issuance.

The Executive Regulation [Implementing Regulation] of this law shall define conditions under which licenses to foreign organizations are cancelled as well as the procedures to be followed and the disposal of its monies or equipment.

## **CHAPTER FIVE FEDERATIONS**

### **Section One: The Regional Federation**

## **ARTICLE 57**

Associations and foundations within every province, regardless of their activities, shall establish a Regional Federation among them. The Federation should have written Articles of Incorporation, entered with the competent Administrative Body and shall have a legal personality. Model Articles of Incorporation for regional federations shall be attached to the Executive Regulation [Implementing Regulation] of this law.

Each association or foundation falling under the provisions of this law, within three months of acquiring legal personality, shall join membership in the Regional Federation in its geographic location. If the association has more than one branch in more than one province, it shall join membership in the Regional Federation in the governorate where its headquarters is located.

The Executive Regulation [Implementing Regulation] of this law shall define the procedures for joining this federation and the annual fees, which shall not exceed 200 pounds; half of which shall be paid to account of the Regional Federation and the other half to the account of the General Federation of Associations and Foundations.

## **ARTICLE 58**

The Regional Federation shall work at the level of the province. No more than one Regional Federation shall be established in any one province. Every association or foundation falling under provisions of this law shall submit annual progress reports to its Regional Federation indicating type and size of activities performed during the year, the services it rendered to the people or to the development programs set by the state. The General Federation shall be provided with copies of these reports.

## **ARTICLE 59**

Each Regional Federation shall have a Board of Directors composing of fifteen members for a term of three years. Ten members shall be elected by the General Assembly of the Regional Federation from among its members and the Competent Minister, in coordination with the Chairman of the General Federation of Associations and National Foundations, shall appoint the other five members from public figures.

## **ARTICLE 60**

The Regional Federation shall undertake the following tasks:

- a. Receiving complete applications for entry of associations and notifying the Administrative Body according to article 5 hereunder.
- b. Implementing general policies formulated by the General Federation of Associations and National Foundations and supervising the implementation of decisions issued in the annual conference.
- c. Conducting necessary social researches inside the province and participate in general social researches conducted by the General Federation.
- d. Studying the needs of the environment, its capacities and resources to ensure complementation of the efforts of different member associations and foundations in rendering their services.
- e. Studying funding problems of member associations and foundations and work to create appropriate solutions.
- f. Developing training and qualification plans and evaluate training programs related to activities implemented in the province.
- g. Establishing a complete database on member associations and foundations inside the province and work to update the database continuously.
- h. Holding an annual conference to evaluate accomplishments realized by member associations and foundations, study and discuss issues referred from the conference.

## **Section Two: The Specialized Federation**

### **ARTICLE 61**

Associations and foundations conducting or funding joint activities in specific fields, either nationwide or at the level of any province, shall establish, among themselves, a central specialized federation for every activity separately. Such Federation shall have written Articles of Incorporation, shall be entered with the General Federation and the competent administrative body and shall have a legal personality. Model Articles of Incorporation for a specialized federation shall be enclosed with the Executive Regulation [Implementing Regulation] of this law.

Each association or foundation falling under the provisions of this law may, immediately after affirmation of its legal personality, join membership of the specialized federation in its activity fields. The Executive Regulation [Implementing Regulation] of this law shall define the procedures for joining membership of this federation.

### **ARTICLE 62**

The Specialized Federation shall work nationwide. It is not allowed to establish more than one specialized federation for each field of the associations' work. The Regional Federation, in coordination with the central Specialized Federation may establish specialized subcommittees responsible for conducting the activities of the Specialized Federation within provinces.

### **ARTICLE 63**

Each Specialized Federation shall have a Board of Directors composing of fifteen members for a term of three years. Ten members shall be elected by the General Assembly of the Regional Federation from among its members and the Competent Minister, in coordination with the Chairman of the General Federation of Associations and National Foundations, shall appoint the other five members of public figures having experiences in fields related to the Federation activities.

### **ARTICLE 64**

The Specialized Federation shall undertake the following tasks:

- a. Plan the programs of social care and development in the domains related to the Federation purposes in line with the state policy.

- b. Establish a complete database on member associations and foundations and classify them according to their field of activity.
- c. Conduct researches related to the fields of activity and circulate these researches to member associations and foundations for making use of and implementing them.
- d. Monitor member associations and foundations to assess their application of researches and studies related to the work field.
- e. Organize programs and coordinate efforts between associations, foundations and their staff. These programs shall be approved by the relevant Regional Federation before implementation.
- f. Develop programs for technical and administrative preparation of board members of associations and foundations and their staff. These programs shall be approved by the competent Regional Federation before implementation.
- g. Circulate a guide including lists of enrolled associations in the federation's field of activity, related researches and studies as well as local and international conferences related to their activities.
- h. Prepare for the holding of elections for the Federation's Board of Directors and notify the General Federation and the Administrative Body by results of these elections.

### **Section Three: The General Federation of Associations and Foundations**

#### **ARTICLE 65**

A General Federation for Associations and Foundations shall be established having legal personality and composing of regional and specialized federations. The headquarters of this Federation shall be in Cairo city.

Management of the General Federation shall be assumed by a Board of Directors composing of thirty one members, ten of them shall be appointed by the President of the Republic from those interested in social issues including the Chairman of the Federation, and the rest shall be elected from among members of Boards of Directors of regional and specialized federations elected by a General Assembly that convenes upon the expiry of the board term every three years.

The Board of Directors shall develop the internal regulation of the Federation, its management and organization of its works. The regulation shall be issued by a decision from the Competent Minister.

The General Federation of Associations and Foundations shall undertake the following tasks:



- a. Establish complete databases on all associations, foundations, organizations, regional and specialized federations established pursuant to the provisions of this law.
- b. Develop a strategy for the role of associations and foundations in supporting and implementing development programs.
- c. Conduct necessary studies to secure needed funding for associations and foundations to develop their resources as well as communicating with internal and external entities to secure donations and support as well as advice on how to leverage financial capacities.
- d. Organize technical and administrative training and qualification programs for employees and members of associations and foundations in coordination with regional, specialized federations, associations and foundations.
- e. Document pioneer and successful experiences of associations and foundations along with promoting small and medium enterprises assisting in poverty alleviation and creating job opportunities.
- f. Cooperate with relevant local and foreign entities, conclude protocols or agreement with these entities and other local entities concerned with social and development works in the fields of associations and foundations work.
- g. Inform about the role of associations and foundations in enhancing civil activities and train volunteers to contribute in the activities of associations and foundations.
- h. Hold conferences and workshops to upgrade the capacities of associations, foundations, regional and specialized federations.
- i. Prepare an annual comprehensive report on the achievements of civil society organizations established under this law. The report shall include evaluation of their capacities and proposed solutions for encountered obstacles.
- j. Propose amendments to legislations regulating civil work and issue necessary resolutions to achieve flexibility in its management.

#### **ARTICLE 66**

The General Federation shall hold an annual general conference gathering chairmen of regional and specialized federations, associations and foundations fulfilling their obligations towards their relevant federations. The General Federation may invite to the conference any figures concerned with social issues to study matters referred to the conference from its technical committees or from regional or specialized federations.

#### **ARTICLE 67**

The General Federation, Regional Federations, and Specialized Federations shall be subject to the provisions applicable to associations for whatever matters are not covered in this chapter.

**CHAPTER SIX**  
**FUND FOR THE SUPPORT OF ASSOCIATIONS AND FOUNDATIONS**

**ARTICLE 68**

A fund shall be established at the Ministry of Social Affairs to provide financial support for the sustainability of activities implemented by associations, foundations and federations established pursuant to provisions of this law.

**ARTICLE 69**

The Associations and Foundations Support Fund shall have a Board of Directors chaired by the Competent Minister and the following members:

- Chairman of the General Federation of Associations and Foundations – Vice-Chairman.
- Chairman of a regional federation and a chairman of a specialized federation as nominated by the Board of Directors of the General Federation.
- Chairmen of two associations; one of them is a public benefit association and the second is a chairman of a foundation, to be nominated by the Board of Directors of the General Federation.

It is provided that any federation, association or foundation represented in the Fund should have remarkable activities with sound financial positions according to the auditor's report for three years preceding nomination. Moreover, there should be no violation committed during the five years preceding nomination.

- Three members from central departments at the Ministry of Social Affairs, including the Head of the Central Department for Associations and Foundations.
- Three public figures interested in social issues selected by the Competent Minister.

The term of the Fund Board of Directors shall be three years. It is permissible to reappoint a member for further term(s). A decision from the Competent Minister shall be issued forming the Fund Board of Directors, its working system and management.

**ARTICLE 70**

The Board of Directors of Associations and Foundations Support Fund shall undertake the following tasks:

- a. Formulate the general policies to support activities and projects implemented by associations and foundations and set controls for the support of these activities and projects.
- b. Conduct necessary studies on financial positions of associations and foundations, the priorities for support of existing activities and projects as well as the current support of these activities and projects.
- c. Collect necessary financial data for the work of the Fund related to associations, foundations and federations established pursuant to provisions of this law and the expansion of their activities through the information center belonging to the General Federation and in coordination with the Administrative Body.
- d. Develop and disseminate an annual guide of associations, foundations, specialized and regional federations to enable citizens of contributing in them and participating in voluntary social work.
- e. Monitor and evaluate disbursements from the financial support allocated for associations and federations.
- f. Issue bulletins that enable internal and external donors of determining their contributions and ensuring the appropriate direction of these contributions.
- g. Take necessary actions to develop resources of the Fund.

## **ARTICLE 71**

Resources of the Fund shall compose, in particular, of the following:

- a. Amounts allocated in the state budget for assisting associations and foundations established pursuant to the provisions of this law.
- b. Fees for entry of associations and foundations, established under this law, in the Administrative Body register.
- c. Donations, assistance and grants received by the Fund.
- d. Monies inuring from the dissolution of associations and foundations.
- e. Additional fees imposed for charitable works.
- f. Fines imposed pursuant to provisions of this law.
- g. Any other resources approved by the Fund's Board of Directors.

## **CHAPTER SEVEN PENALTIES**

## ARTICLE 72

Without prejudice to any severer penalty stipulated in the penal code or any other law, the following crimes shall be punished as follows:

**First:** Imprisonment for no more than one year and a fine not exceeding ten thousand pounds or either of these penalties shall be imposed on whoever established an association, which real purposes are proven to be to conduct prohibited activities contained in paragraphs 1 and 2 of article 9 hereunder.

**Second:** A fine not less than ten thousand pounds and not exceeding twenty thousand pounds shall be imposed on whoever:

- a. Establishes, under any name or form, any entity that performs any of an association or foundation without following provisions of this law. Any such entity shall be abolished by law and shall be subject to the provisions of Chapter One, Section Four of this law.
- b. Conducts an activity of any association or foundation despite the issuance of a verdict or a decision suspending its activities or dissolving it.
- c. Receives as a chairman or a member in an association or a foundation, either in a true or alleged capacity, funds from abroad or sends money to abroad or collects donations without the approval of the Administrative Body.
- d. Spends funds of an association or a foundation for personal purposes or for financial speculation.
- e. Disposes monies of an association or a foundation, against which a verdict or decision of dissolution and liquidation was issued or issuing a decision in this regard without a written order from the liquidator.

In cases mentioned in items c, d and e, the court shall also impose on the convicted person a fine equal to the amount received, sent, collected, spent, speculated or disposed, as the case may be.

**Third:** A fine not less than five thousand pounds and not exceeding ten thousand pounds shall be imposed in any of the following cases:

- a. Whoever conducts activities of an association or a foundation before the completion of its registration with the exception of establishment activities.
- b. Any member of any Board of Directors of an association or a foundation or any manager who participates in having this association or foundation joins, subscribes or affiliates to a club, association, agency or authority which location is outside the Arab Republic of Egypt without notifying the Administrative Body or despite its objection.

- c. Any liquidator who disposes the monies of an association or a foundation in violation to provisions of this law.
- d. Any member of the Boards of Directors of public benefit associations who contributed in merging the association with another body without approval of the Administrative Body.

**Fourth:** A punishment of no less than one thousand pounds and not exceeding five thousand pounds shall be imposed on any member of a board of director in an association, foundation or federation who, in his personal capacity or as a member of the board, causes violations that result in the removal of the Board or dissolution of the association pursuant to this law.