

# MEASURES TAKEN BY THE REPUBLIC OF ARMENIA TO IMPLEMENT DECISION V/9A IN THE CONTEXT OF COMPLIANCE COMMITTEE'S THIRD PROGRESS REVIEW

## **Third progress review of the implementation of decision V/9a on compliance by Armenia with its obligations under the Convention**

47 (a)

1. The Law on “On non-governmental organizations” has been adopted on 16 December 2016, signed by the President of the Republic of Armenia on 16 January 2017, and it will enter into force on 02 February 2017.
2. The law “Amending administrative Code of the Republic of Armenia” has been adopted on 16 December 2016, signed by the President of the Republic of Armenia on 16 January 2017, and will enter into force on 02 February 2017.
3. The draft Decision amending the Decision N1325 was finalized and sent to the Government for adoption. The adopted version will be translated and sent to the Compliance Committee as soon as possible.
4. The preparation of the amendment to the Law “On environmental impact assessment and expertise” is in final stage and will soon be presented to the public. The final version will be translated and sent to the Compliance Committee as soon as possible.

47 (b)

1. The Ministry of Nature Protection of RA is currently examining the proposals of the Compliance Committee concerning the activities listed in paragraph 27 to find out which activities are already listed in article 14 of the Law, and which are not for including them in the Draft Law.

47 (c)

1. As already mentioned, the draft Decision amending the Decision N1325 was finalized and sent to the Government for adoption, where the times allocated to public

participation periods had been extended, namely the time period in article 15, point 1 had been changed from 7 to 12 working days; in article 15, point 2(a) from 15 to 18 working days; in article 15, point 2(b) from 10 to 13 working days and in article 15, point 2(c) from 10 to 12 working days. With this amendment the timelines will be extended, namely from 52 to 66 working days for Category A activities, 37 to 51 working days for Category B activities and 17 to 22 working days for Category C activities.

2. The definition <<Public concerned>> in the Draft Law will be as follows. <<Public concerned. Physical person or legal entity, **including non-governmental organizations**, which are affected or likely to be affected by activity or by document applied or have an interest in decision-making procedure concerning activities or documents.>>.
3. The appropriate provision of draft Decision amending the Decision N1325, after Committee's third progress review, was changed as follows.

<< **The public may submit any remarks, proposals, that it considers relevant to the proposed activity or fundamental document.** Reasonable remarks and proposals, made by public, shall be taken into account by the initiator and assessment center. If remarks and proposals, are not taken into account grounded justifications shall be provided in that connection>>.

4. The same approach will be applied in Draft Law.

47 (d)

As already mentioned, the Law on "On non-governmental organizations" has been adopted on 16 December 2016, signed by the President of the Republic of Armenia on 16 January 2017, and it will enter into force on 02 February 2017. Further clarifications concerning the requirement that an organization, in order to bring a judicial challenge with regard to a fundamental document or planned activity, must have participated in the public discussion of that document or activity, or have been denied the opportunity to do so, will be given additionally.

47 (e)

The Course <<Modern issues of ecological law>> was included in annual training program of judges and judge candidates in Justice Academy in 2015 and 2016 (10 academic hours).

The training was foreseen for judges viewing administrative cases. The training included:

The concept of Ecological Law,

The nature and specialties of ecological legislation and main institutions,

Correlation with other institutions and development trends,

Enforcement of national and international mechanisms for the protection of human ecological rights.

47 (f)

English translations of the texts of the Law on “On non-governmental organizations” and the law “Amending administrative Code of the Republic of Armenia” are attached.

Other legislative measures taken will be translated and sent to the Committee immediately after adoption.

Number: HO-22-N

Date of Adoption: 16.12.2016

Date of Signing: 16.01.2017

Date of entry into force: 04.02.2017

**LAW**  
**OF THE REPUBLIC OF ARMENIA**  
**ON NON-GOVERNMENTAL ORGANIZATIONS**

***Article 1. The Object of Regulation of the Law***

1. This Law defines the legal status of a non-governmental organization (hereinafter: the/an Organization), regulates the relations arising in regard to its establishment, management, functioning, reorganization and liquidation.

***Article 2. The Status of the Organization***

1. The organization is a non-governmental union of the citizens of the Republic of Armenia, citizens of foreign states, stateless persons (hereinafter: physical persons) and (or) legal persons and has a status of a non-commercial organization.

2. The Organization may have unlimited or limited membership.

3. In conformity with this Law, the Organization determines its organizational structure, scope of functioning, goals and forms autonomously.

***Article 3. The Goals of Functioning of the Organization***

1. The Organization engages in activities stemming from its statutory goals. The statute sets the statutory goals of the activities of the Organization.

2. It is prohibited to set such goals by the statute of the Organization, which are rights directly foreseen by law and conditioned by the peculiarities of another non-governmental union.

***Article 4. The Principles of Functioning of the Organization***

1. The principles of functioning of the Organization's functioning are:

1) legality;

2) non-discrimination;

- 3) good faith;
- 4) common interests of its members;
- 5) voluntary membership;
- 6) autonomy;
- 7) accountability.

#### ***Article 5. Members of the Organization***

1. The members of the Organization are the persons having acquired membership after the state registration of the Organization.
2. A person may become a member of the Organization on the basis of his/her application in cases and in the manner prescribed by this Article and the statute of the Organization. The founders of the Organization are by force of law deemed members of the Organization after the state registration of the Organization.
3. Anyone below fourteen may become a member of the Organization if s/he wishes so and on the basis of the application of his/her legal representative.
4. Anyone between fourteen and eighteen not declared fully capacitated in the manner prescribed by law may become a member of the Organization on the basis of his/her application upon the written consent of his/her legal representative.
5. Any member of the organization may at any time terminate his/her membership of the Organization.
6. Any member of the Organization may be expelled from the Organization in cases and in the manner prescribed by the statute of the Organization.
7. The members of the Organization are not liable for the obligations of the Organization, while the Organization is not liable for the obligations of its members.

#### ***Article 6. The Name, Symbols and Address of the Organization***

1. The Organization has its name and may also have a short name (abbreviation of the name), as well as symbols.
2. The name of the Organization must contain a special or common name with a differentiating meaning as well as the words “non-governmental organization.”
3. An organization may also have a name in a foreign language.
4. The word “Hayastan”, the declensions and translations thereof, as well as the name of a deceased famous person not having heirs may be used in the manner prescribed by the Government of the Republic of Armenia. If the law envisages a licence, permission or any other grounds for using certain

words and names, then the name and shortened name of the Organization may contain such words and names provided there is a licence, permission or other grounds.

5. It is prohibited to use such a name, shortened name (abbreviated name) or symbol of the organization which is identical to the names, shortened names (abbreviated names) of another non-governmental organization, including the names, shortened names (abbreviated names) of legal persons having been liquidated within one year preceding the registration, the names and symbols of bodies of public administration and local self-government.

6. It is prohibited to use the symbols of the Republic of Armenia or another state as a symbol or part of the symbol of the Organization.

7. In case of illegal use of the name of the Organization by another person, including the acquisition of rights and duties by the name of the Organization, the latter may protect its rights through the court.

8. The address of the Organization is the one registered in the state registry of legal persons in the manner prescribed by law.

9. In case of change of the address of the Organization, the Organization notifies the body in charge of the registration of legal persons (hereinafter: the Agency) of the change of its address in the manner and period prescribed by law.

#### ***Article 7. The Property of the Organization***

1. The Organization has separated property in its ownership and is liable with this property for its obligations.

2. The property of the Organization, including the profit gained from entrepreneurship is not shared among its members.

3. The following may be the sources for the generation of the property of an Organization:

1) investments of the members of the Organization;

2) fees of the members of the Organization  $\square$  (membership fees);

3) means generated from entrepreneurship;

4) own means or means received from another organization of which it is a participant;

5) entries from the state budget;

6) donations, including grants;

7) contributions;

8) other means not prohibited by law.

### ***Article 8. Entrepreneurial Activities of the Organization***

1. The Organization has a right in conformity with its statutory goals to engage in entrepreneurship and with this purpose to dispose its property and the outcomes of its activities, as well as to found a commercial organization or become a member thereof in the manner prescribed by law.
2. The Organization does autonomous financial accounting of its entrepreneurial activities by including information on this in reports foreseen by law.
3. The profit acquired by the Organization as a result of its entrepreneurial activities is used solely for the achievement of the statutory goals of the Organization.

### ***Article 9. State Guarantees of the Functioning of the Organization***

1. The State ensures the protection of the rights and lawful interests of the Organization in the manner prescribed by law.
2. The State renders support and assistance to organizations in cases and in the manner prescribed by law and other legal acts.
3. The Organization may at its own initiative or that of the bodies of public administration and local self-government implement or participate on a contractual or other basis and by a mutual consent in social, healthcare, educational, cultural, sports programmes and other events of the bodies of public administration and local self-government.
4. It is prohibited that bodies of public administration and local self-government interfere with or obstruct the lawful activities of the Organization.

## **CHAPTER 2**

### **THE ESTABLISHMENT OF THE ORGANIZATION**

#### ***Article 10. The Establishment of the Organization***

1. An Organization may be established via founding a new organization or through reorganization of a functioning legal person in the manner prescribed by law.
2. The establishment of the Organization by means of founding is done by the decision of its founding assembly.
3. The Organization may be founded by at least two persons – physical persons and (or) legal persons.
4. An Organization may not be founded by political parties, religious organizations, trade unions, as well as legal persons not having competence to found an Organization or become a member thereof by law, nor may these become members of an Organization.
5. An Organization is deemed established from the moment of its state registration in the manner prescribed by law.

6. An Organization is deemed established for an indefinite period of time if its statute does not foresee any limitation of the period of its functioning.

### ***Article 11. The Contract on Establishing an Organization***

1. Those wishing to found an Organization may conclude a written contract on establishing an Organization among one another, which includes:

1) information on persons founding the Organization (in case of physical persons, the data of the identification document, place of residence or registered address, while in case of a legal person, the state where it has been founded, the full name (name of the firm), state registration data, address (hereinafter: identification data));

2) the procedure for action of the founding persons prior to the state registration of the Organization;

3) rights and duties of persons founding an Organization;

4) the conditions for the handover of property to the Organization by founding persons if such handover is foreseen;

5) the procedure for convening the founding assembly of the Organization.

2. If the physical person wishing to found an Organization:

1) is below the age of fourteen, the contract on his/her behalf is concluded by his/her legal representative;

2) is at the age of fourteen to eighteen and has in the manner prescribed by law been recognized as:

fully capacitated, the contract is concluded with a written consent of his/her legal representative.

### ***Article 12. The Founding Assembly of the Organization***

1. The founders of the Organization (its legal representatives), as well as persons foreseen by the contract on establishing the Organization have a right to participate in the Founding assembly.

2. If the persons founding the Organization have concluded a contract, then the Founding assembly is convened in the manner and period defined by the contract on establishing an Organization in the form of a joint meeting of the participants of the assembly or distantly by means of telecommunication devices.

3. The Founding assembly:

1) adopts a decision on founding an Organization;

2) approves the statute of the Organization;

3) elects (appoints) the person or persons or their acting representatives who are mandated to represent the Organization, if the statute foresees such persons;

4) forms (elects) other bodies foreseen by the statute of the Organization.

4. The decision foreseen by sub-paragraph 1 of paragraph 3 of this Article is adopted unanimously, the decision foreseen by sub-paragraph 2 is adopted by the two-thirds of votes of the participants, while the remaining decisions are adopted by a simple majority of votes.

5. The minutes of the Founding assembly must contain the following information:

1) the date and place of convening or organizing the assembly;

2) the names and family names of persons having a right to participate or having participated in the assembly, and if the number of participants is more than ten, the list of the names of persons having a right and having participated in the assembly;

3) the agenda of the assembly;

4) the issues put to the vote, the results of the vote, the adopted decisions;

5) the name and registration number of the founding legal person.

6. The minutes of the Founding assembly is signed by the chairperson and secretary of the assembly.

### ***Article 13. The Statute of the Organization***

1. The founding document of the Organization is the statute, which sets forth:

1) its name and shortened name;

2) address,

3) scope of functioning and goals;

4) its supreme body – assembly, conference, general assembly, congress, etc. (hereinafter: the Assembly), the procedure, timing and powers for convening the Assembly, the decision-making procedure;

5) the executive body (the president, manager, director, etc.) and the powers thereof;

6) if there is another governing body, the procedure for forming this body, the powers of this body, the timelimits of these powers and the decision-making procedure;

7) apart from the executive body, the body which is competent to represent the Organization without a power of attorney, as well as the procedure and powers for the election (appointment) of this body;

8) the requirements put forward to the members, the procedure for gaining membership, as well as the procedure for the members of the Organization to terminate their membership;

9) rights and duties of members;

10) the peculiarities of the rights and duties of minor members if membership of a minor member is foreseen;

11) the cases and procedure for terminating the membership within the Organization;

12) the procedure for disposing and managing the property;

13) the procedure and timing of submitting reports to the Assembly and the approval thereof;

14) the body competent to define the size of the membership fee and the procedure for organizing its payment by a member (if payment of a membership fee is foreseen by the statute);

15) the procedure for overseeing its activities (if the statute foresees an oversight body);

16) the procedure for making amendments and supplements to the statute;

17) the term of functioning if the Organization has been established for a definite period of time.

2. The statute of the Organization may also foresee:

1) the participation of all of its members or of delegates elected from among its members in the Assembly in proportions determined by the statute;

2) the forms and timing of notifying the participants of the agenda of the Assembly, as well as the place and time of start of the Assembly;

3) maximum quantitative or qualitative requirements for membership;

4) other provisions not contradicting the law are related to the organization of the activities.

3. The statute of the Organization, as well as the amendments and (or) supplements thereof or the revised statute becomes effective from the moment of its state registration. Those amendments and supplements of the statute of the Organization, which have undergone state registration are the constituent parts thereof.

4. Within 5 working days following the state registration the statute of the Organization and the amendments thereof are made available on the official website of the Agency.

5. In case of contradictions between the statute of the Organization and the legal acts of its governing bodies, the statute prevails.

6. In case of contradictions between a normative legal act of the Republic of Armenia becoming effective after the state registration and the statute of the Organization or its separate subdivisions, the Organization must within one year ensure the compliance of the statute to the requirements of the normative legal act and is exempt from the requirement to pay the state fee for the state registration. Until the statute of the Organization is harmonized with the requirements of the normative legal act, the requirements of the normative legal act apply.

#### **Article 14. The State Registration of an Organization**

1. The state registration of an Organization, as well as the state registration of the amendments, supplements of the statute of the Organization or of the revised statute, the passport data of the founding persons or the executive body or the physical persons entitled to represent the Organization without a power of attorney or changes of the registration data of a legal person (hereinafter: changes in the Organization) and state registration conditioned by the reorganization or liquidation of an Organization is implemented in the manner prescribed by law taking account of the peculiarities set by the law.

2. With a view to state registration of the Organization the following is submitted to the Agency:

1) application on state registration;

2) the minutes of the Founding assembly of the Organization and the decisions prescribed by paragraph 3 of Article 12;

3) the statute of the Organization (in case of submitting on a paper carrier at least two copies of the statute);

4) a document proving the payment of the state fee for the state registration;

5) information on the founding legal persons (the decision to found a legal person, the name of the legal person and the state registration number), and in case of a foreign legal person, an excerpts from the commercial registry of that state or another equally valid document certifying the legal status of the foreign legal person and the founding documents thereof (or the relevant excerpts translated and certified by a notary);

6) information on the persons or their acting representatives (identification data, contacts) who are competent to represent the Organization without a power of attorney if the statute of the Organization foresees such persons;

7) the information foreseen by paragraph 1 of Article 9 of the Law of the Republic of Armenia on Money Laundering and Financing of Terrorism;

3. The State Registry Agency of Legal Persons must no later than ten working days following the submission of all the necessary documents carry out the state registration of the organization or reject the application thereof.

4. If when submitting the documents to the agency a person uses the templates of documents, the registration is done within two days.

5. The re-registration of the Organization, the state registration of the amendments to its statute or refusal to carry out a reregistration or state registration is done within the timeframes foreseen by paragraph 3 of this Article if the Organization has not used the templates of documents.

### **CHAPTER 3**

#### **RIGHTS AND DUTIES OF THE ORGANIZATION AND ITS MEMBERS**

### **Article 15. The Rights and Duties of the Members of the Organization**

1. A member of the Organization has a right to:

- 1) In cases and in the manner defined by the statute of the Organization elect and be elected to the bodies of governance and oversight of the Organization;
- 2) be present at the Assembly or the sessions of the other bodies of collegial governance of the Organization personally, and in case of a legal person, also through an authorized person;
- 3) in cases and in the manner prescribed by the statute of the Organization, make use of its services;
- 4) get familiarized with the minutes of the bodies of the Organization, obtain the copies of decisions adopted by them;
- 5) In the manner prescribed by the statute of the Organization or via court appeal the decisions of the bodies of the Organization;
- 6) Demand information from the Organization, obtain copies of documents on the amendments to the statute of the Organization, minutes and decisions of the bodies, the management of the property of the Organization, as well as obtain the copy of the conclusion of an independent auditor having audited the financial reports of the Organization relating to the last 3 years;
- 7) exercise other rights set by the Law or the statute of the Organization.

2. A member of the Organization must:

- 1) meet the requirements set by the statute of the Organization and the decisions of the governing bodies thereof;
- 2) perform in good faith the duties undertaken by the decision of the governing bodies;
- 3) pay a membership fee if such is set by the statute.

### **Article 16. The Rights of the Organization**

1. The Organization has a right in conformity with the goals of its statute to:

- 1) acquire and exercise on its own behalf proprietary and non-proprietary rights, perform duties, act as either a plaintiff or defendant in the court;
- 2) open bank accounts in the banks of the Republic of Armenia and other states in Armenian Dram and (or) a foreign currency;
- 3) establish another organization or become a participant thereof;
- 4) establish separate subdivisions or institutions;

5) disseminate information on its activities;

6) organize and conduct peaceful unarmed assemblies;

7) in the manner prescribed by law represent and protect its rights and lawful interests, as well as those of its members', beneficiaries' and volunteers' in other organizations, in the court, and the bodies of public administration and local self-government;

8) co-operate with other organizations, including international or foreign organizations, as well as establish and Organization or assume membership in such an Organization with a view to engaging in coordinated activities, representing and protecting common interests preserving its autonomy and the status of a legal person;

9) take any other action not prohibited by law.

2. The Organization represents the lawful interests of its beneficiaries in the court in the area of environmental protection.

3. An Organization may file a suit on matters stemming from the field prescribed by paragraph 2 of this Article if:

1) the complaint stems from the statutory goals and objectives of the Organization and is directed at the protection of the collective interests related to the statutory goals of the Organization;

2) In the framework of the RA Law on the "Environmental Impact Assessment and Expert Examination" has participated in public consultations related to basic documents or foreseen activities or has not been given a chance to participate in public consultations and

3) in the period preceding the filing of the complaint has been active in the area specified by paragraph 2 of this Article for at least 2 years.

### ***Article 17. The Volunteers and Beneficiaries of the Organization***

1. An Organization may in conformity with its goals have beneficiaries, as well as involve volunteers in its activities.

2. The beneficiaries of the Organization are the persons or groups foreseen by its statute. When regulating legal relations arising in connection with the involvement of volunteers by the Organization the Law of the Republic of Armenia on Charity and the Labour Code of the Republic of Armenia apply to the extent these regulations do not contradict this Law.

3. If the duration of the work of a volunteer exceeds 5 consecutive days, then an Organization signs a voluntary employment contract with him/her.

4. The voluntary employment contract is an agreement between the volunteers and the Organization on the basis of which the volunteer of his/her own accord and without remuneration and for a definite period of time engages in voluntary work.

5. The voluntary employment contract specifies:

- 1) the year, month, date and place of conclusion of the contract;
- 2) the name of the Organization;
- 3) the title, name and family name of the person signing the contract on behalf of the Organization;
- 4) the name, family name and if the volunteer wishes so, the patronymic of the volunteer;
- 5) the description of voluntary work and the job description, procedure and conditions for carrying out the volunteering activities;
- 6) The rights and duties of an Organization and the volunteer;
- 7) working hours;
- 8) contract duration.

The voluntary employment contract may also specify other conditions related to voluntary work.

6. It is prohibited to involve the volunteers in the entrepreneurial activities of the Organization.

#### ***Article 18. The Obligations of the Organization***

1. The Organization must:

- 1) maintain a register of its members and volunteers;
- 2) in the case foreseen by Article 26 of this Law, undergo mandatory audit;
- 3) in case of having an official website notify the Agency thereof;
- 4) in order to check the meeting of the requirements of this Law, upon a reasoned requirement of the RA Ministry of Justice (hereinafter: the Authorized body) and within a reasonable time provide the latter with the copies of the decisions of its governing bodies or other documents related to its activities.
- 5) upon the demand of a member of the Organization and no later than within 5 working days following the receipt of this demand, give him/her an opportunity to get familiarized with the statute of the Organization, other founding documents, the decisions of the Assembly or give these to this member either in paper or electronic carrier within 5 working days following the receipt of the demand. It is allowed to exact a fee for providing these documents, which may not exceed the costs incurred for the provision of these documents.
- 6) apply to the Agency in the manner prescribed by Law in case of the amendments to the statute of the Organization, as well as in case of reorganization or liquidation of the Organization;

7) submit the annual reports on its activities and the use of its property to the approval of the assembly of the Organization by ensuring the publicity of these reports;

8) carry out other obligations prescribed by Law.

2. When acting on behalf of the Organization, the bodies thereof must act in good faith, reasonably and for the benefit of the Organization.

## CHAPTER 4

### THE GOVERNING BODIES OF THE ORGANIZATION AND THEIR COMPETENCES

#### ***Article 19. The Governing Bodies of the Organization***

1. The governing bodies of the Organization are the Assembly and the Executive body.

2. Other governing bodies may be foreseen by the statute of the Organization, including a collegial governing body, an oversight body, the term of office of which is determined by the Law or the statute of the Organization.

3. The powers conferred to the executive body by law or the statute of the Organization may be exercised by another body foreseen by the statute of the Organization, which is competent to represent the organization without a power of attorney.

4. A member of the Organization involved in a permanently functioning body may not at the same time be elected to the oversight body.

#### ***Article 20. The Procedure for Convening the Assembly***

1. The regular meetings of the Assembly are convened with a regularity prescribed by the statute of the Organization but no less than one in 5 years.

2. The Assembly is competent if it has been convened in conformity with this Law and the statute of the Organization and more than a half of all the members of the Organization or delegates thereof participate in the Assembly if the statute of the Organization does not foresee a bigger number of participants.

3. The participants must be notified of the agenda of the Assembly, the time and place of its work by an ordered letter or in another manner foreseen by the statute of the Organization within the timeframes set by the statute but no later than 5 days prior to the holding of the assembly by having a confirmation of the fact of receipt of the notification by the addressee.

4. If the statute does not foresee otherwise, an extraordinary meeting of the Assembly is convened:

1) at the initiative of the Executive body;

2) at the initiative of at least one third of the members of the Organization;

- 3) at the initiative of the oversight body if the statute of the Organization foresees formation of an oversight body.
5. An extraordinary meeting of the Assembly of the Organization is convened no later than within 5 days following the initiative foreseen by paragraph 4 of this Article if no other term is foreseen by the statute.
6. A regular or extraordinary meeting of the Assembly is convened in the form of a collective meeting of the participants thereof or distantly by means of using telecommunication technologies.
7. The participants of the Assembly are notified of the time and place of convening an extraordinary meeting of the Assembly within the timeframes foreseen by the statute of the Organization but no later than 5 days prior to holding the extraordinary meeting of the Assembly.
8. The minutes of the Assembly are signed by the chairperson and secretary of the Assembly (facilitator).
9. The minutes of the Assembly are held for a period defined by the statute of the Organization, which cannot be less than 5 years.

**Article 21. The Competence of the Assembly**

1. The Assembly has a right to adopt a final decision on any issue related to the activities of the Organization.
2. The Assembly is competent to:
  - 1) make amendments and supplements to the statute of the Organization or approved the revised statute;
  - 2) establish another legal person, adopt decisions relating to the participation of the organization in another Organization.
  - 3) adopt decisions on establishing separate subdivisions or institutions of the Organization and approve their statutes;
  - 4) approve the structure of the Organization;
  - 5) elect the Executive body of the Organization;
  - 6) adopt decisions on the formation, election (appointment) of the bodies foreseen by the statute of the Organization or termination of their powers (dismissal from office);
  - 7) if remuneration for the Executive body of an Organization is foreseen, prescribe the procedure and conditions of such remuneration;
  - 8) elect the person in charge of the audit of the Organization (the auditor) if in conformity with Article 26 of this Law, the Organization must undergo mandatory audit;
  - 9) approve the strategy of the Organization if the Organization foresees a strategy;.

- 10) approve the reports on the activities of the Organization, as well as its bodies;
- 11) terminate the action of the decisions contradicting the requirements of the legal acts of the bodies of the Organization and the statute thereof;
- 12) adopt a decision on the reorganization of the Organization;
- 13) adopt a decision on the liquidation of the Organization excluding the cases of liquidation by the court;
- 14) exercise powers prescribed by law or the statute of the Organization.

3. The powers of the Assembly set forth by paragraph 2 of this Article excluding those set by subparagraphs 1, 2, 4, 5, 11-13, may by the statute of the Organization or the decision of the Assembly be transferred to another collegial governing body foreseen by the statute or the decision of the Assembly.

#### ***Article 22. The Decisions of the Assembly***

1. The decisions of the Assembly are adopted in the manner prescribed by the statute of the Organization.
2. If the Assembly debates on an issue related to proprietary or other interests of a participant of the Assembly or a person connected with him/her (parent, spouse, child, brother, sister, spouse's parent, child, brother and sister), then this participant of the Assembly does not take part in the vote.
3. A decision of the Assembly adopted in breach of the law or the statute of the Organization or in violation of the rights and lawful interests of the Organization or the participant (member) thereof, may be invalidated by the court on the basis of an application of the Organization or its participant (member). The application may be filed within 60 days starting from the date when the member of the Organization learnt or must have learnt about the adoption of such a decision if the law does not prescribe otherwise.

#### ***Article 23. The Executive Body and Its Competence***

1. The Executive body is elected by the Assembly. The term of office of the Executive body may not be set longer than the frequency of convening the regular meetings of the Assembly as defined by the statute if either the law or the statute of the Organization does not prescribe otherwise.
2. The competences of the Executive body include all matters related to the management of the day-to-day activities of the Organization, as well as ensuring the activities of the governing bodies of the Organization
3. The Executive body, in conformity with the statute of the Organization and the decisions of the Assembly:
  - 1) ensures the implementation of the decisions of the Assembly or other collegial governing bodies of the Organization;
  - 2) in the manner and extent prescribed by the statute, disposes the property of the Organization, including the financial resources, makes transactions on behalf of the Organization;

- 3) represents the Organization in the Republic of Armenia and foreign states;
  - 4) issues powers of attorney;
  - 5) opens an account number (including in foreign currency) and other accounts in banks;
  - 6) within its competences issues orders, commands, gives mandatory instructions and oversees their implementation;
  - 7) approves the staffing list of the Organization and its annual cost estimate;
  - 8) approves the internal documents regulating the activities of the Organization, including the internal disciplinary and other rules of its separate subdivisions and institutions;
  - 9) exercises other powers conferred on it by the law and the statute of the Organization.
4. When exercising its powers the Executive body acts on behalf of the Organization without a power of attorney.
5. The Executive body and in cases foreseen by the law the head of the Executive body is held liable in the manner prescribed by law for failure to comply with the requirements of laws, other legal acts, the statute of the Organization, the decisions of the Assembly or concluded contracts or inadequate execution thereof.

## **CHAPTER 5**

### **PUBLICITY OF THE ACTIVITIES OF THE ORGANIZATION AND OVERSIGHT**

#### ***Article 24. The Report on the Activities of the Organization***

1. The Organization submits reports in cases and in the manner prescribed by law.
2. If the Organization has received property from public funds (funds of the bodies of public administration or local self-government and of other body disposing public funds or of a legal person), then the Organization must annually prior to May 30 of the year following the reporting year publish on the website foreseen for the reports published by Organizations the report foreseen by this Article.
3. The report of the Organization includes:
  - 1) the names and places of implemented projects;
  - 2) the sum total and sources of annual entries (monetary and proprietary);
  - 3) costs directed at the use of monetary means and other property with a view to achieving the statutory goals;
  - 4) the number of members, as well as volunteers (prior to January 1 of the reporting year), including an indication of the use of the means of the Organization in the reporting year;

5) the number of meetings of the Assembly and other collegial bodies;

6) the address of the Organization.

4. The Organization has a right to publish on the website foreseen for publishing the reports of Organizations both the report foreseen by this Article, as well as any other information or materials on any outcome of its activities. The report foreseen by this Article is preserved for a period foreseen by the statute, which cannot be less than 5 years.

5. The template, of the report foreseen by paragraph 3 of this Article, the procedure for publication and submission thereof are approved by the authorized body.

### ***Article 25. The Oversight Body***

1. If the statute of the Organization foresees an oversight body, then the reports on the activities and use of property of the Organization are submitted to the Assembly or another collegial governing body foreseen by the statute of the Organization together with the conclusion of the oversight body relating to them.

2. The oversight body is competent to:

1) once a year conduct checks of the financial-economic activities of the Organization;

2) get familiarized with any documents relating to the activities of the Organization and submit recommendations to its bodies mandatory for consideration in the manner prescribed by the statute of the Organization;

3) require and obtain information related to the activities of the Organization;

4) exercise other powers foreseen by the statute of the Organization or the decision of the Assembly.

3. Enclosed with the report foreseen by Article 24 of this Law the conclusion of the oversight body is submitted which contains the following data:

1) on the property of the Organization and the sources thereof;

2) on the projects implemented by the Organization and the effectiveness thereof;

3) on the funds spent while implementing the projects.

### ***Article 26. The Audit of the Financial Reports of the Organization***

1. If the Organization has within the reporting year received public funds amounting to five million and more AMD, then its financial reports submitted to the state bodies in the manner prescribed by law must no later than May 15 of the next year be subjected to mandatory audit by an independent auditor selected by the Assembly of the Organization.

2. The conclusion of the independent auditor is enclosed with the report prescribed by this Law.

### ***Article 27. Oversight of the Activities of the Organization***

1. The oversight over the execution of the requirements of this Law is in the manner prescribed by law in conferred on the Authorized body.
2. In case of detection of such breaches of the requirements of this Law by the Organization, which may be eliminated by means of the measures undertaken by the Organization, the Authorized body recommends a procedure and a timeframe for the elimination of these violations.

## **CHAPTER 6**

### **THE INTERNATIONAL ACTIVITIES OF THE ORGANIZATION**

#### ***Article 28. The International Relations of the Organization***

1. The Organization may, in conformity with its statute, become a member of international and foreign non-commercial organizations and have other international relations.
2. The Organization may, in conformity with its statute, establish separate subdivisions in other states in the manner prescribed by the legislation of these states if the international treaties of the Republic of Armenia do not prescribe otherwise.

#### ***Article 29. The Activities of Separate Subdivisions of an International and Foreign Non-Commercial Organization in the Republic of Armenia***

1. The provisions regulating the activities of the Organization by this Law also apply to the activities of separate subdivisions of an international or foreign non-commercial organization in the Republic of Armenia.
2. The separate subdivisions of an international or foreign organization operational in the Republic of Armenia do not have the status of a legal person, they are registered in the manner prescribed in the Republic of Armenia and operate on behalf of the founder and on the basis of the statute approved by the latter, which may not contradict the laws of the Republic of Armenia. Their activities may be terminated by the decisions of the founder or the judgment of the court upon the demand of the Authorized body in case of the grounds foreseen by paragraph 1 of Article 32 of this Law.

## **CHAPTER 7**

### **THE REORGANIZATION AND LIQUIDATION OF THE ORGANIZATION**

#### ***Article 30. Reorganization of the Organization***

1. The relations in the area of the reorganization of the Organization are regulated by law.

#### ***Article 31. Suspension of the Activities of the Organization***

1. The activities of the Organization may be suspended for a definite period of time by the decision of the court upon the request of the Authorized body. The request of the Authorized body must be well reasoned.

2. The court has a right to suspend the activities of the Organization if:

1) The Organization has committed a serious breach of law;

2) The founder of the Organization or the authorized person has committed an essential breach of law or fraud.

3. A serious breach within the meaning of paragraph 2 of this Article is:

1) failure to eliminate the breaches in the manner and within the timeframes foreseen by paragraph 2 of Article 27 of this Law;

2) failure to eliminate the breach within thirty days following the application of a more severe liability foreseen by the Code of the Republic of Armenia on Administrative Violations.

4. An essential breach within the meaning of paragraph 2 of this Article is:

a breach committed when founding the Organization, which if known at the time of founding or state registration would not allow founding or registration of the Organization.

5. The suspension of the activities of the Organization is terminated once the circumstances having caused the suspension are eliminated.

### ***Article 32. The Liquidation of the Organization***

1. The Authorized body applies to the court with a request for mandatory liquidation of the Organization if:

1) In the period of its functioning the Organization has committed an act of violent overthrow of the constitutional order or incitement of hatred or propagating violence or war;

2) The activities of the Organization have been suspended in the manner prescribed by Article 31 of this Law and the grounds for suspension have not been eliminated in the period of suspension or within one year.

2. The request of the Authorized person for mandatory liquidation of the Organization must be well-reasoned.

3. The Organization is liquidated in the manner prescribed by the RA Civil Code, the law and as a result of bankruptcy.

4. In case of liquidation of the Organization following meeting of the demands of creditors the rest of property is directed to the goals of the Organization foreseen by its statute and if this is impossible, this property is transferred to the state budget.

## CHAPTER 8

### CONCLUDING AND TRANSITIONAL PROVISIONS

#### ***Article 33. Concluding and Transitional Provisions***

1. This Law becomes effective on the tenth day following its official publication.
2. Once this Law becomes effective the Law of the Republic of Armenia on Non-Governmental Organizations No LA-268 dated 4 December 2001 loses force.
3. Until the website foreseen for the reports published by Organizations is operational the reports of Organizations are posted on the official website of public notifications of the Republic of Armenia (<http://www.azdarar.am/>).

**Date of Adoption: 16.12.2016**

**Date of Signing: 16.01.2017**

**Date of entry into force: 04.02.2017**

## **Law of the Republic of Armenia**

### **On amendments to the Administrative Procedure Code of the Republic of Armenia**

*Article 1.* To amend Article 3 of the Administrative Procedure Code of the Republic of Armenia of December 5, 2013 (referred to hereinafter as the Code) with Part 1.1 of the following content:

“1.1. Non-Governmental Organizations can apply to the Administrative Court also in cases provided in Chapter 29.3 of this Code.”

*Article 2.* To amend Section V of this Code with Chapter 29.3 of the following content:

#### **«CHAPTER 29.3**

Proceedings of cases instigated by the suit of a Non-Governmental Organization

Article 216.6. Initiation of suit by a Non-Governmental Organization

1. A Non-Governmental Organization represents the legal interests of its beneficiaries in court in the domain of environmental protection.
2. The organization can initiate a suit concerning the domain stipulated in Part 2 of this Article provided:
  - 1) the suit follows from the statutory purposes and tasks of the organization and is aimed at the protection of the collective interests of its beneficiaries concerned with the statutory purposes of the organization;
  - 2) under RA “Law on environmental impact assessment and examination”, participated in public discussion of fundamental documents or planned activities, or was denied the opportunity to participate in public discussion, and

3) at the moment of initiation of the suit, at least for the previous 2 years, carried out activities in the domain stipulated in Part 2 of this Article.

Article 216 .7. Requirements to the suit and attached documents

1. The suit submitted on cases stipulated in this Chapter, in addition to the requirements provided in Article 73 of this Code, shall contain information about the grounds stipulated in Article 216.6, Part 2 of this Code, also, in addition to the documents attached to the suit under Article 74 of this Code, evidence proving the grounds stipulated in Article 216.6, Part 2 of this Code shall be attached.

Article 216.8. Return of the suit

1. In addition to the grounds stipulated in Article 79 of this Code, the suit initiated with respect to cases provided in this Chapter, is also returned if the case does not meet the requirements of Article 216.7 of this Code.”

Article 3. This law comes into force on the 10<sup>th</sup> day following official promulgation.