

The Main Statute of the Charity Association (The Palestinian Association for Empowerment and Local Development – REFORM)

Chapter 1

Article (1)

A Charity Association named: **The Palestinian Association for Empowerment and Local Development – REFORM** was established in Ramallah under the provisions of the Charity Associations and NGOs Law No. 1 of 2000 and its amendments.

Article (2)

The Headquarter and Address of the Charity Association

The Address of the Charity Association: PO Box no. 4455, Second Floor, Al-Tirawi Building, near the Ministry of Transport, Ramallah, Al Bireh, Tele-Phone no. 2966645, Fax no. 2966646

Article (3)

The Scope of Work and Domain of the Charity Association

Domain: Palestine

Scope of Work: Development and Human Rights.

Article (4)

The Association shall have a legal entity and shall have an independent financial liability. It shall have the right to own movable and immovable property and to act within the limits of achieving its objectives.

Article (5)

The charity Association has the right to open one or more branches inside Palestine, and to coordinate with the competent ministry in this regard.

Article (6)

1. Contribute to the development of the Palestinian Governing system, by providing participatory spaces for the marginalized and disadvantaged groups in the Palestinian society that are capable of engaging these groups in decision-making processes, as well as develop mechanisms for formal decision-making processes and supporting systems for enhancing the partnership of these groups.
2. Contribute to providing equal access for various groups to civil rights, and promote Palestinian citizenship.
3. Enhancing and institutionalizing the partnership of youth, especially women.

Chapter 2

Membership

Article (7)

Membership in the Association is personal, non-transferable by deputation and not inherited.

Article (8)

Every ordinary and legal person with full legal capacity shall be entitled to join the Association if the conditions stipulated in the Laws and the statute of the Association are met.

Article (9)

1. The founders of the association shall be considered as members from the date of its registration in the record of associations within the competent department of the Ministry.
2. Each person wishing to join the association must submit a request to the Board of Directors containing the personal information, the supporting documents supporting the membership requirements in accordance with the membership request developed by the association, and must pledge to abide by the provisions of the main statute of the Association and the decisions of its Board of Directors.
3. The Board of Directors may decide whether or not to accept the application. When the Board of Directors refuses to accept the application, the decision must be substantiated and based on a legal reason. The applicant may object to the rejection at the nearest meeting of the General Assembly.

Article (10)

Terms of Membership:

Those who wish to join the association must:

1. Be a Palestinian, aged no less than eighteen years old.
2. Shall not have been convicted of a felony or misdemeanor involving moral turpitude or dishonesty.
3. Be of a good conduct.
4. To be recognized for their work experience within the competence of the Association.
5. Does not exercise any activity related to any affiliation within the Association.

Article (11)

The rights and duties of the member

1. Upon the death of the member, if the member is a legal person, the liquidation of the member shall be terminated.
2. Withdrawal from the charity by giving written notice thereof to the Board of Directors 30 days before the withdrawal.
3. The General Assembly may, on the proposal of the Board of Directors, decide to dismiss the member from the Charity Association for one of the following reasons:
 - A. If the member fails to pay the financial obligations of the Association

- B. If they fail to implement the provisions of the Statute or to implement any decision of the General Assembly or the Board of Directors.
 - C. If the member acts contrary to the objectives of the charity.
 - D. If he is convicted of a felony or misdemeanor that contradicts with honor, ethics or trust.
4. The Board of Directors may not propose to the General Assembly the dismissal of a member of the Charity Association for the reasons stated in Paragraphs (a), (b) and (c), unless it is given in writing and given a reasonable time to rectify the error and after having been given an appropriate opportunity to defend it.

Article (13)

Any invitation, request, warning or notice directed by the charity Association to one of its members shall be delivered to them personally written or sent to them on the registered mail at their registered address in the membership record.

Chapter 3

Article (14)

Board of Directors

1. The Assembly shall be managed by a Board of Directors consisting of (7) members, at least and (9) members at the most, to be elected by the General Assembly.
2. The Board of Directors shall be for a maximum of two years.

Article (15)

Terms of reference of the Board of Directors

The Board of Directors shall be competent to:

1. Manage the Charity Association affairs and approve the internal regulations, bylaws and any necessary instructions for the work of the Association.
2. Appoint the General Manager of the Association, in accordance with the provisions of the law, and approve the necessary regulations for the work of the employees.
3. Form the committees necessary to improve the work and determine the competence of each.
4. Prepare the final account for the last financial year and draft budget for the new year.
5. Submitting annual administrative and financial reports, any future plans or projects for the General Assembly.
6. Invite the General Assembly to periodic or urgent meetings and implement its decisions in accordance with the provisions of the law and the statutes.
7. Follow up any comments received from the competent Ministry regarding the work of the Association and respond to them.

Article (16)

The Board of Directors shall elect from among its members a Chairman, a Vice-President, a Secretary and a Treasurer.

Article (17)

Competences

1. The Chairman of the Board of Directors or his Deputy, in case of his absence, shall perform the following:
 - A. Representing or assigning a person to represent the Charitable Society to others and signing on its behalf all correspondence, contracts and agreements conducted between the Association and other parties which the Board of Directors agrees to conclude.
 - B. Heading the meetings of the General Assembly and the Board of Directors and the internal committees it presents, and has the right to invite the General Assembly and the Board of Directors to convene.
 - C. Approving the agenda of the Board meetings and monitoring the implementation of its decisions.
 - D. Signing along with the Secretary the minutes of meetings, administrative decisions and other documents related to personnel affairs.
 - E. Signing with the treasurer and whoever delegated by the Board of Directors on financial Documents.
2. The Secretary of the Board of Directors of the Charity Association shall:
 - A. Prepare the agenda of the Board of Directors and invite the members, ensure the secretariat of meetings and prepare meeting minutes and decisions and record them.
 - B. Hold records prescribed by law.
 - C. Notify the Ministry, the competent Ministry, the Ministry of Civil Society Affairs and the concerned Union of the membership status in the Charity Association or any change or amendment made by a written notice within a period not exceeding one week from the date of change or amendment.
 - D. Implement the decisions of the Board of Directors.
 - E. Supervise the preparation of the annual administrative report on the activities of the charity Association and submit it to the Board of Directors.
 - F. Oversee the agenda of the General Assembly and invite it according to the law.
3. The Treasurer of the Charitable Association shall:
 - A. Be responsible for all financial correspondence of the charity according to the applicable financial regulations and assets.
 - B. Overseeing the resources of the Association and its expenses, extracting receipts for all revenues as well as receiving and depositing them with the National Bank approved by the Board of Directors.
 - C. Credit all income and expenses in special records, thus overseeing the financial work and presenting observations to the Board of Directors.
 - D. Supervise the annual inventory and report the inventory results to the Board of Directors
 - E. Disburse all amounts to be disbursed by, and keep all documents confirming the validity of the disbursement and the monitoring and custody of the documents.
 - F. Review the financial records of the Charity Association and review the financial documents before the disbursement, approval and preservation.
 - G. To implement the decisions of the Board of Directors in respect of financial transactions provided they are in accordance with the budget items.

- H. Oversee the budget of the Charity Association for the following year.
- I. Sign financial instruments and documents with the Chairman of the Board of Directors and whoever is authorized by the Board of Directors for that purpose.
- J. Follow up the observations received from the Ministry and the competent Ministry and respond to them.

Article (18)

1. The Board of Directors shall meet at least once every three months at the invitation of its Chairman or Vice-Chairman in the absence of the Chairman. The meeting shall not be valid unless attended by two-thirds of the members. Decisions shall be taken by an absolute majority (50% +1). If 50% of the Board of Directors agrees on a proposition and the other 50% disagrees, the proposition is canceled.
2. The Board of Directors shall meet on an exceptional basis whenever necessary, at the invitation of the Chairman, two or three thirds of its members, or at the request of the General Director of the Association, in order to update the Board of Directors on recent developments, and take the necessary decisions.

Article (19)

1. A Board Member may resign from their position at any time by written notice to the Board of Directors. The Board of Directors shall decide on the notice within a period not exceeding one month from the date of its submission. In case there was no response, approval of resignation is considered.
2. A member of the Board of Directors is suspended from performing their duties on the Board of Directors if they lose their eligibility or announce their bankruptcy.

Article (20)

1. If there is a vacancy at the Board of Directors because of resignation or death of a member, or if they are unable to perform their duties for any reason, and the remaining members remain seven or more, the remaining members shall choose another member to fill that position.
2. If the number of members of the Board of Directors becomes less than seven due to resignation, death or any other cause, the remainder of the Board of Directors (as a temporary committee) shall serve for a maximum period of one month. During that time, the General Assembly is invited to assign a new Board of Directors.
3. The member of the Board of Directors shall act in the interest of the Charity Association within the scope of its purpose in accordance with the Statute and the resolutions of the General Assembly, and shall perform all the duties imposed on the Association under the Charitable Associations Act 2000.
4. The General Assembly may dismiss a member of the Board of Directors from their work at any time on the basis of any of the reasons mentioned in the Statute and the Law.
5. The former Board of Directors shall be responsible for all financial matters during the period of its work before the General Assembly and the competent authorities.

Article (21)

1. If the Board of Directors submits a collective resignation or the Interim Committee referred to in paragraph (1) of Article (20) does not perform its duties, the Minister shall appoint an interim committee from the members of the General Assembly to serve as the Board of Directors for one month. During that period, the General Assembly shall be invited to appoint a new Board of Directors.
2. If the Interim Committee does not carry out the tasks entrusted to it during the period specified above, the General Assembly shall be deemed to have violated its Statute and the Law substantially.

Article (22)

The Board of Directors shall:

1. Organize the following records:
 - A. Record of correspondence sent and delivered.
 - B. The Statute shall be registered including the names of the members of the Board of Directors in each electoral cycle and the date of their election.
 - C. A register of the names of members of the charity, including their identity numbers, age, date of affiliation, occupation and nationality.
 - D. Record the minutes of the meetings of the Board of Directors and the General Assembly in a sequential manner.
2. The Board of Directors shall organize minutes of its meetings and decisions.
3. The Board of Directors shall seal the records referred to in paragraph (1) of this article by the competent department before using them.
4. The Board of Directors shall keep the records mentioned in this Article and shall not destroy them throughout the period of their work, and hand them over to the competent department at the time of dissolution of the Charity Association, and shall present such records to the competent department of the Ministry at any time.

Article (23)

- A. The Chairman of the Board of Directors, their deputy or their authorized representative and the Treasurer shall sign all financial instruments, bonds and documents that are binding on all and carry out their name in the internal operations within their competence.
- B. The Chairman of the Board of Directors may authorize the General Director of the Association to sign financial instruments, bonds, documents, agreements and contracts, provided that the financial ceiling and the duration of the authorization are determined by the Board of Directors.

Article (24)

Terms of Reference of the General Manager of the Association

The General Manager of the Association, as Chairman of the Executive Body, shall undertake the following tasks:

1. The General Manager of the Association shall be responsible for implementing all decisions of the Board of Directors, its directions, and take the necessary measures to put them into effect.

2. Manage the formal work in the Association on the broadest and most comprehensive scope required by their function.
3. Ensure the application of the policy in the association.
4. Manage personnel and service providers' affairs, starting with their appointment, promotion, salary scale, and all allowances to enable them to perform their duties and to terminate their services in accordance with the law.
5. Represent the institution and take the necessary measures and measures to build partnerships that guarantee the work of the association.
6. To sign along with the Treasurer in accordance with the authorization of the Board of Directors, all financial correspondence, not exceeding the ceiling granted to them.
7. Manage on the widest and most comprehensive level all the operations in the Association, in line with their job description and work as a General Manager.
8. Inform the Board of Directors of the necessary data and information during periodic and urgent meetings.
9. Responsible for the development of internal procedures and approving it by the Board of Directors.
10. Responsible for the preparation of budgets and approving it by the treasurer.
11. Represent the Association in conferences, events and local and international activities.
12. Concluding contracts and partnerships with donors and entities related to the competence of the work of the Association.

Article (25)

The Board of Directors shall not include in its membership two or more members with a first degree relationship.

Article (26)

It is not permissible to combine membership of the Board of Directors and work in the Association with remuneration.

Article (27)

A member of the board of directors shall not carry out any work for the benefit of the association or in its interest for which they have a personal interest.

Chapter 4

General Assembly

Article (28)

The General Assembly shall consist of all the members of the General Assembly as soon as they are admitted to the Charity Association and shall pay the financial obligations imposed on them in accordance with the Statute and at the dates determined by the Board of Directors.

Article (29)

Inviting the General Assembly to the meeting

1. The General Assembly meeting shall be held at its headquarter and may take place in any other place specified in the invitation attached to the agenda at least once a year.
2. The General Assembly shall gather by a written invitation to each of its members who have the right to attend, indicating the place, date and agenda of the meeting ten days prior to its date.
3. The General Assembly shall be called for periodic and urgent meetings by the order of:
 - A. The absolute majority of the members of the Board of Directors.
 - B. At least one third of the members of the General Assembly.
 - C. The General Manager of the Association in cases of necessity that cannot be postponed.
4. If the General Assembly is not invited to meet under either paragraph (1) and (2) of paragraph (3) of this Article, the Minister may invite it to the meeting or appoint a person to assign the meeting.

Article (30)

The Board of Directors shall determine the date, place and agenda of regular and irregular meetings of the General Assembly.

Article (31)

At its regular meeting, the General Assembly shall consider the following matters, to be mentioned in the invitation of the meeting:

1. The approved Activities Report of the Board of Directors.
2. Financial report submitted and approved by the Board of Directors.
3. The approved Legal Auditor's Report on the financial status of the Charity Association.
4. The appointment of a legal auditor.
5. The appointment of a new board of directors.
6. Any other activity related to the activities of the association and is generally concerned with the development of the general policies and directives of the association.

Article (32)

At its irregular meeting, the General Assembly shall consider the following matters:

1. Amend the statutes of the charity association.
2. Isolate members of the Board of Directors and withdraw confidence from them.
3. Dissolution of the charity association and how to dispose of its funds and assets.
4. Unity of the charity association and merging it with associations.

Article (33)

1. The General Assembly meeting shall not be opened unless the absolute majority (50% +1) of its members is attending, if such quorum occurs at the opening of the meeting, the General Assembly may continue its deliberations and take decisions in accordance with the Law of Charitable Associations and NGOs No. (1) 2000 and statute of the Association.
2. If the said quorum is not received within half an hour of the time specified in the invitation, the meeting shall be considered postponed to be held in another session within fifteen days from the date of the first meeting and at the same date and place without the need for a new

invitation. At this postponed meeting, the meeting shall be valid, provided that at least one third of the members of the Assembly is attending, taking into account in decision making the majority provided for by law and the Statute.

Article (34)

The meetings of the General Assembly shall be chaired by the Chairman of the Board or their Deputy.

Article (35)

1. Decisions of the General Assembly shall be issued by an absolute majority of its members in respect of the amendment of the Statute.
2. The resolutions of the General Assembly shall be issued by a two-thirds majority of the members of the Charity Association in the following matters:
 - A. Amend the statutes of the charity association.
 - B. Isolate members of the Board of Directors and withdraw confidence from them.
 - C. Dissolution of the charity association and how to dispose of its funds and assets.
 - D. Unity of the charity association and merging it with associations.

Article (36)

The minutes of each meeting shall be organized by the General Assembly, registered and signed by the Secretary of in conjunction with the Chairman of the Board of Directors. The minutes shall be prima facie evidence of its content, the legitimacy of the General Assembly meeting and the decisions taken at the meeting.

Article (37)

The Board of Directors shall inform the Ministry and the competent Ministry by written notice of the date and place of the regular and irregular meetings of the general assembly at least one month prior to the date attached to the agenda.

Chapter 5

General Assembly Finance

Article (38)

The Association's finances consist of:

1. Members' contributions.
2. Donations, grants and unconditional benefits under receipts approved by the Ministry.
3. Revenues of the Associations' activities permitted by law.

Article (39)

The Association shall have an annual budget starting from 1/1 of each year and ending on 31/12 of the same year and shall be supervised by one of the legal accountants unless the expenses thereof are less than 1000 Jordanian Dinars or the equivalent thereof in the legally circulated currency.

In both cases, the auditor shall submit a report on the financial position of the Association for the last financial year for the General Assembly at its annual meeting for approval and ratification.

Article (40)

1. The Association shall deposit its cash money in public banks in Palestine and shall notify the competent Ministry and the Ministry of the depository within one week from the date of obtaining it.
2. The treasurer shall not hold in the Fund of the Association any cash balance exceeding one month's expenses.
3. The Association shall inform the Legal Auditor of all books of accounts, minutes of meetings, decisions, receipts of disbursement and deposit.

Article (41)

All funds of the Association are dedicated to the achievement of its objectives and no amount may be disbursed for any other purpose.

Article (42)

The Association shall submit its accounting records and financial reports each year to the competent Ministry and the Ministry no later than four months after the end of the financial year.

Chapter 6

Dissolution of the Association

Article (43)

1. If the Association does not achieve its objectives or fails to do so, the majority of the Board of Directors or one third of the members of the General Assembly shall have the right to request an irregular meeting for the General Assembly to consider dissolving the Association and disposing its funds.
2. The resolution shall be valid with the approval of two-thirds of the members of the General Assembly.
3. If the dissolved association still has funds after its dissolution and after paying all dues, the funds will be transferred to the treasury of the State or to another association with similar purposes within the borders of Palestine.

Article (44)

The Ministry shall have the right to dissolve the Association in the following cases:

1. If the Association does not commence its actual work during the first year from the date of its registration upon receiving a warning in this regard.
2. If the Assembly violates its statutes substantially and does not correct its conditions within a period not exceeding three months from the date of its written warning thereof.
3. If the Association acted in its funds other than the aspects specified for it.
4. If incorrect information is provided to the Ministry or any other official body.
5. If it violates any provision of law, public order or morals.

Chapter 7

General Provisions

Article (45)

The Association shall have the right, by a majority of two thirds of its members, to unite or merge with another association or body in accordance with the provisions of the law.

Article (46)

The Association shall be entitled to form working committees to achieve its objectives.

Article (47)

The Association is prohibited from practicing political activity and establishing secret associations.

Article (48)

The Association is prohibited from practicing its activities unless it is officially registered within the competent department of the Ministry.

Article (49)

The founders chose the following as the first Board of Directors for one year: (see Arabic original file)