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EMPOWER JORDAN

Enabling and Mobilizing Civil Society Organizations in Jordan through Reinforced Institutional, Advocacy, and Technical Capacities to **Enhance Coordination for Sustainable Development**

TRAINING MANUAL

Legal Requirements for Civil Society Organizations in Jordan 2025



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Introduction

This training manual is part of the project “Empowering and Enhancing Civil Society Organizations in Jordan through Strengthening Institutional and Technical Capacities and Advocacy to Improve Coordination for Sustainable Development (EMPOWER Jordan),” implemented in partnership with the Technical Cooperation and Development Agency in Jordan (ACTED) and funded by a generous grant from the European Union. The project aims to empower 21 civil society organizations and an additional 42 CSOs in Jordan to become active institutions committed to protecting human rights and promoting sustainable development through the development of their institutional structures and technical capacities. Moreover, the training will reinforce project interventions related to coordination mechanisms among civil society organizations by enhancing cooperation and dialogue between CSOs and other key stakeholders to advance policy reforms concerning human rights and sustainable development issues.

In light of the legislative and institutional developments currently taking place in Jordan, there is an increasing need to strengthen the legal knowledge of civil society organizations to ensure their operation within a clear and effective legal framework. This will enable them to fulfill their roles responsibly and sustainably in development, accountability, and advocacy. This training manual was developed in response to an urgent need within the civil sector to understand the legal framework governing the work of civil society organizations in Jordan, including aspects related to establishment, management, dissolution, funding, governance, and compliance with relevant laws and regulations. Prepared by the Information and Research Center – King Hussein Foundation, this manual aims to build the capacities of personnel working in civil society organizations to understand the legal aspects shaping their work, address challenges related to the regulatory environment, and promote institutional transparency and accountability. The manual emphasizes providing training content that balances legal simplification with practical application and includes detailed explanations of relevant legislation.

Target Audience

This manual is designed to serve:

- Staff working in civil society organizations.
- Community researchers and activists in the fields of rights and gender.
- Program and project staff in civil society organizations who participate in designing or evaluating evidence-based interventions.
- Local organizations seeking to develop interventions based on an in-depth understanding of community needs.
- Personnel working in legal or administrative affairs within organizations.
- Activists in the fields of civil rights and public freedoms.
- Working groups concerned with organizational compliance and governance in non-profit institutions.

Manual's Importance

- Contributes to enhancing legal awareness among civil society organizations.
- Assists institutions in complying properly and systematically with laws and regulations.
- Strengthens good governance practices and transparency within organizations.
- Provides practical and knowledge-based tools for managing registration, funding, and reporting requirements.
- Enables organizations to operate confidently within the legal framework and reduces legal and administrative risks.

Introduction to the Legal Framework for Civil Society Organizations in Jordan

Civil society organizations constitute a fundamental pillar in supporting sustainable development, enhancing community participation, and advocating for rights and freedoms. In Jordan, these organizations operate within a clear legal and regulatory framework that enables them to function formally and ensures that their activities comply with national policies and relevant legislation.

The work of civil society organizations in Jordan is primarily regulated by the Associations Law No. (51) of 2008 and its subsequent amendments¹. In addition to a set of regulations, most notably the Non-Profit Companies Law².

1. Published in Official Gazette No. (4928), on 2008/09/16 page 4219.

2. Issued in Official Gazette No. (5071), on 2010/12/14, page 6987.

And the regulations that specify the conditions for registration, sources of funding, governance requirements, and oversight procedures. This legal framework provides a regulatory environment aimed at balancing the freedom of organization on one hand, and ensuring transparency and accountability on the other.

Familiarity with this legal framework is essential for personnel working in civil society organizations, not only to ensure legal compliance but also to enhance the independence and effectiveness of these organizations in implementing their projects and programs. Moreover, understanding the legal rights and obligations contributes to empowering organizations to engage positively with government entities, donors, and relevant stakeholders.

Hence, this training manual aims to bridge the knowledge and skills gap among many personnel working in this sector by providing a clear and comprehensive explanation of the legal and regulatory aspects. It assists organizations in building their institutional capacities in accordance with national laws, thereby enhancing their sustainability and impact within the community.

Legal Framework for Non-Profit Associations in Jordan

International and regional human rights charters guarantee individuals the right to freely form and join associations, recognizing this as a fundamental pillar of human rights and basic freedoms. This right is explicitly affirmed in numerous international and regional treaties through provisions that enshrine individuals' entitlement to such freedoms.

A key observation regarding these treaties is that, while they enable individuals to fully enjoy this right, they also grant the state's public authority the power to restrict or suspend its exercise under specific grounds, conditions, and criteria that are explicitly stipulated within these treaties, serving as an exhaustive, not exemplary, list.

The Universal Declaration of Human Rights³ addresses the right to freedom of association and the right to join associations alongside a range of other fundamental rights and freedoms. This has established the Declaration as one of the most significant international instruments enshrining human rights.

The Declaration is a document issued by the United Nations General Assembly as a non-binding resolution; however, this does not imply that it lacks legal significance. Rather, the Declaration holds substantial moral and normative weight in relation to the member states of the United Nations⁴. In other words, it does not

3. This Declaration was adopted by the General Assembly Resolution 217 A (III) on 1948/12/10.

4. Dr. Laith Kamal Nasrawiyeen, Attorney Saddam Abu Azzam, and Attorney Faez Qablan, Legislations Regulating the Right to Public Assembly in Light of the Jordanian Constitution and International Standards, 1st ed., National Center for Human Rights, Amman, 2011, p. 24..

possess legally binding force against those states; however, some legal scholars argue that the Declaration holds the same value as the United Nations Charter⁵.

This is based on Article (56), under which the member states that have ratified the Charter undertake to respect and ensure respect for human rights and fundamental freedoms. Since the Declaration incorporates a set of fundamental rights and freedoms that must be observed and protected, this endows the Declaration with binding legal significance. In other words, the respect and protection of human rights cannot be realized without adherence to the provisions of the Universal Declaration of Human Right.⁶

The Declaration affirms the right to freedom of association and to join associations, as stated in Article (20): “1- Everyone has the right to freedom of peaceful assembly and association.

2- No one may be compelled to belong to an association.”

Upon examining Article 20 of the Universal Declaration, it is evident that the right to freedom of association is included under the broader right to peaceful assembly, referred to as “peaceful groups,” without a separate, standalone provision. It is widely accepted in international law that the right to form associations is one form of peaceful assembly, alongside political parties, strikes, and public gatherings.

Accordingly, the term “peaceful groups” in Article 20(1) effectively encompasses the right to freedom of association and to join associations. However, if the intention of the Declaration was to emphasize the importance of the right to freedom of association more explicitly, this could have been better achieved by dedicating a distinct article to affirm this right, as is done in the International Covenants on Human Rights.

The right to freedom of association, including the right to join organizations, is explicitly recognized in both International Covenants, notably in Article 22 of the International Covenant on Civil and Political Rights ⁷which provides:1. Everyone shall have the right to freedom of association with others, including the right to form and join trade unions for the protection of his interests. 2. No restrictions may be placed on the exercise of this right other than those prescribed by law and which

5. The United Nations Charter was signed on June 1945 ,26, in San Francisco, at the conclusion of the United Nations Conference on International Organization, and it entered into force on October ,24 1945. The Statute of the International Court of Justice constitutes an integral annex to the Charter.

6. Dr. Mohammad Qudri Hasan, Human Rights and Fundamental Freedoms, 1st ed., Al-Afaq Al-Mushriqa Publishing Group, Amman, 2011, p. 105.

7. The International Covenant on Civil and Political Rights was adopted and opened for signature, ratification, and accession by United Nations General Assembly Resolution 2200 A (XXI) of December 1966. It entered into force on 23 March 1976, in accordance with Article 49 thereof. The Covenant was published in the Jordanian Official Gazette, Issue No. (4764), dated 15 June 2006, p. 2227.

are necessary in a democratic society in the interests of national security or public safety, public order, the protection of public health or morals, or the protection of the rights and freedoms of others. 3. This article shall not prevent the imposition of lawful restrictions on members of the armed forces or of the police in their exercise of this right.

Nothing in this article shall authorize States Parties to the International Labor Organization Convention of 1948 concerning Freedom of Association and Protection of the Right to Organize to take legislative measures or to apply the law in a manner which would impair the guarantees provided for in that Convention.

This right was also enshrined in Article (8) of the International Covenant on Economic, Social and Cultural Rights.⁸

It provides that: (1) The States Parties to the present Covenant undertake to ensure: (a) The right of everyone to form trade unions together with others and to join the trade union of his or her choice, subject only to the rules of the organization concerned, for the promotion and protection of his or her economic and social interests. No restrictions may be placed on the exercise of this right other than those prescribed by law and which are necessary in a democratic society in the interests of national security or public order, or for the protection of the rights and freedoms of others; (b) The right of trade unions to establish national federations or confederations, and the right of such federations or confederations to form or join international trade-union organizations; (c) The right of trade unions to function freely, subject only to the restrictions prescribed by law and which are necessary in a democratic society in the interests of national security or public order, or for the protection of the rights and freedoms of others; (d) The right to strike, provided that it is exercised in conformity with the laws of the particular country. (2) This Article shall not prevent the imposition of lawful restrictions on the exercise of these rights by members of the armed forces, the police, or the administration of the State. (3) Nothing in this Article shall authorize States Parties to the International Labor Organization Convention of 1948 concerning Freedom of Association and Protection of the Right to Organize to take legislative measures which would prejudice, or to apply the law in such a manner as to prejudice, the guarantees provided for in that Convention.

The Position of the Jordanian Constitution on the Right to Freedom of Association and Membership The Jordanian Constitution affirms the right to freedom of association and membership. Article (16) guarantees Jordanians the right to form and join associations, as stipulated in the following provisions: “2- Jordanians have the right to

8. The International Covenant on Economic, Social and Cultural Rights was adopted and opened for signature, ratification, and accession by United Nations General Assembly Resolution 2200 A (XXI) of 16 December 1966. It entered into force on 3 January 1976, in accordance with Article 27 thereof, and was published in the Jordanian Official Gazette, Issue No. (4764), dated 15 June 2006, p. 2239.

form associations, trade unions, and political parties, provided that their objectives are lawful, their means peaceful, and their regulations do not contravene the provisions of the Constitution. 3- The law regulates the method of forming associations, trade unions, and political parties, as well as the oversight of their resources⁹. Thus, the Jordanian Constitution guarantees the exercise of this right by providing Jordanians the opportunity to establish and participate in associations, whether they are ordinary associations that regulate relationships among groups bound by shared customs and traditions, or charitable or cultural associations.¹⁰

To properly understand the legal framework governing non-profit associations in accordance with Jordanian legislation, the following topics will be discussed:

1. Legal provisions for the establishment of non-profit associations according to Jordanian legislation
2. Legal provisions for the management of non-profit associations according to Jordanian legislation
3. Legal provisions for the dissolution of non-profit associations according to Jordanian legislation

First: Legal Provisions for the Establishment of Non-Profit Associations According to Jordanian Legislation:

The establishment of non-profit associations in Jordan is closely linked to two crucial matters: membership and the acquisition of legal personality by the association.

Legal Provisions Governing Membership in Associations According to the Jordanian Associations Law

The Jordanian legislator, in regulating the provisions related to membership in associations, established two types of rules: those concerning the number of founding members of the association, including specifying a minimum or maximum number, and those related to the conditions that must be met by a founding member of any association.

9. This provision was revised pursuant to the (2011) amendment of the Jordanian Constitution, as published in the Official Gazette of Jordan, Issue No. (5117), on 2011/10/01 page (4455). Article (6) of this amendment stipulates the following: "Article (16) of the Constitution shall be amended by inserting the phrase 'and syndicates' immediately following the word 'associations' in paragraphs (2) and (3) thereof

10. The Human Rights Committee, in its consideration of the reports submitted by States Parties pursuant to Article (40) of the International Covenant on Civil and Political Rights, reviewed the «Third Periodic Reports of States Parties,» including the periodic report submitted by the Jordanian government to the Committee on 2009/03/12. The document reference is (CCPR/C/JOR/3), issued on 2009/03/30, with observations detailed in paragraph 105.

1. Number of Founding Members of the Association:

The Jordanian legislator stipulated a specific minimum number of members required to establish associations, which varies depending on the type of association to be formed. The legislator identified three types of associations: ordinary associations, special associations, and closed associations. Article 3 of the law provides: The term “association” means any legal entity composed of a group of no fewer than seven persons. The term “special association” refers to an association whose membership is limited to a group of persons numbering no less than three and no more than twenty. The term “closed association” means an association whose membership is limited to one person or more.

Based on the aforementioned text, the legal requirement of a minimum of seven members to establish an ordinary association aligns with international standards. This number is not excessively high so as to hinder or obstruct the exercise of the right to form associations; rather, it is a reasonable figure that ensures the collective practice of this right. Regarding special associations, the legislator limited their establishment to a membership ranging from no fewer than three to no more than twenty members. This category of associations was introduced in the law as an alternative to non-profit commercial companies registered with the Ministry of Industry and Trade, which were intended to be converted into special associations under the Jordanian Associations Law¹¹. However, the Jordanian Companies Law No. (22) of 1997 was subsequently amended¹². It allowed the registration of non-profit companies for specific purposes such as health, training, education, and the provision of microloans, in accordance with Article 7 thereof.¹³

With regard to closed associations, the legislator has limited their establishment to one member or more.

Discussion question: Do closed associations fulfill the purpose of the right to freedom of association if they are established by a single member?

11. Dr. Laith Kamal Nasrawin, *The Right to Peaceful Assembly in Jordanian Law and International Conventions: A Comparative Study*, 1st ed., Dar Sader for Legal Publications, Beirut, 2013, p. 162.

The Jordanian Companies Law No. (22) of 1997 was published in the Official Gazette, Issue No. 4204, dated 15 May 1997, p. 2038.

12. The Jordanian Companies Law No. (22) of 1997 was published in the Official Gazette, Issue No. 4204, dated 15 May 1997, p. 2038.

13. Paragraph (d) of Article (7) of the Jordanian Companies Law states:

«Notwithstanding the provisions of the applicable Associations Law:

1- It is permissible to register companies that are not intended to generate profit, under any of the types provided for in this Law, in a special register called the ‘Register of Non-Profit Companies’...»

2) The Conditions Required for Founding Members

Article (8) of the Associations Law stipulates that a founding member of any association must meet the following conditions, in addition to any requirements stated in the association's bylaws: be of Jordanian nationality, have completed eighteen years of age, possess full legal capacity, and not have been convicted of a misdemeanor involving moral turpitude or any felony.

If the aforementioned text is analyzed, a number of key conclusions can be drawn, the most important of which are as follows:¹⁴

1. The legislator established specific conditions that must be met solely by the founding members, in addition to the requirements set out in each association's bylaws. Consequently, the Jordanian legislator overlooked the conditions that should be met by individuals wishing to join an association, relying only on the requirements stipulated in the bylaws. This is evident from the provisions of Article (14) of the Associations Law¹⁵.

Therefore, it is advisable for the legislator to draft this provision in a manner that encompasses the conditions required for both the founding members and individuals wishing to join the association after its establishment.

This provision restricts association membership to Jordanians. While this aligns with Article 16 of the Jordanian Constitution, it contravenes international standards governing the right to freedom of association, which require enabling all individuals to exercise this right without any discrimination, whether they are citizens or residents. However, the Jordanian legislator has allowed the registration of associations with non-Jordanian members, provided that the Council of Ministers approves the registration request.¹⁶

This, however, does not render it fully consistent with international standards, as it still constitutes a violation of those standards due to administrative interference in the selection of members. Membership selection should remain free from any intervention by the public administration.

14. Muath Al-Hmeimmat, *International Standards Regulating the Right to Establish and Join Nonprofit Associations and Their Compatibility with Jordanian Legislation*, Al-Isra University, Amman, 2013, p. 99.

15. "A. The association shall comply with the provisions of this law, the regulations, and instructions issued pursuant thereto, and shall also undertake and adhere to the following: 2. Open membership to anyone who meets the conditions for acquiring membership in accordance with its bylaws..."

16. Article 11 of the Jordanian Associations Law No. 51 of 2008 stipulates that, notwithstanding any other provision, the Council must obtain the approval of the Council of Ministers for the registration request in any of the following cases: if among the founding members of the association there is a legal entity or a non-Jordanian individual.

2. These conditions were limited to the founding members, and if any of them is a non-Jordanian, the approval of the Council of Ministers is required for the registration request.

However, the question arises as to whether this provision also applies to the admission of a non-Jordanian to the association after its registration in accordance with the legally specified procedures, meaning that such a person could not join the association without the Council of Ministers' approval.

Referring to Article (11) of the Jordanian Associations Law, the approval for registration when one of the members is non-Jordanian is linked explicitly to the initial registration request. According to the response provided on the official website of the Jordanian Ministry of Social Development, this requirement applies solely to the registration process for establishing the association and does not extend to subsequent membership. Therefore, the admission of a non-Jordanian to the association does not require the approval of the Council of Ministers. However, if this person wishes to become a member of the General Assembly, then Council of Ministers' approval is required, as membership in the General Assembly entails the same conditions that apply to founding members.¹⁷

We support the first part of this response, which limits the application of the provision to the initial registration of the association without extending it to subsequent membership. However, the second part of the response, regarding the possibility for a non-Jordanian to become a member of the association's General Assembly, is legally inaccurate. Article 15(a) explicitly stipulates that members of the General Assembly must meet the same conditions required of founding members, without including any provision allowing a non-Jordanian to join the General Assembly even with the approval of the Council of Ministers.¹⁸

Had the Jordanian legislator intended otherwise, it would have explicitly provided for such a provision, similar to Article 11(1) of the Jordanian Associations Law. Furthermore, the legislator permitted foreign associations to register branches within the Kingdom; however, this does not imply that both Jordanians and non-Jordanians are enabled to exercise the right to form associations on Jordanian territory. This approach aligns with international standards, as these associations are originally established abroad, and their branches are allowed within Jordan subject to specific conditions and regulations.¹⁹

17. For reference on this matter, see the set of questions posted on the official website of the Jordanian Ministry of Social Development regarding the Associations Law, at the following link: <http://www.societies.gov.jo/SitePage.aspx?PagelId=96>.

18. Article 15(a) of the Jordanian Associations Law provides that: 'A member of the Board of Directors of the association must meet the conditions required for a founding member under the provisions of this Law, in addition to any other conditions set forth in its bylaws.

19. Article 9 of the Jordanian Associations Law provides that: '(a) It is permissible to register a branch of an association registered in a foreign country for the purpose of providing its services within the Kingdom, provided that neither the main office of the association nor any of its branches aims to generate profit and distribute it, or to provide any benefit to any of its members or to any specific individual, or to pursue any political or religious objectives

3. The Jordanian legislator stipulated that a founding member must not have been convicted of a dishonorable misdemeanor or a felony. In doing so, it prevents any person convicted of such offenses from exercising their right to establish associations, without clarifying the legal status of that person if they have been rehabilitated. While dishonorable crimes may justify depriving an individual of their political rights such as voting, running for office, or forming associations, rehabilitation or a pardon should suffice to restore all their political rights. This aspect, however, was overlooked by the Jordanian legislator in the Associations Law.²⁰

The legal framework for granting non-profit associations legal personality under Jordanian legislation:

The National Centre for Human Rights emphasized in its ninth annual report the necessity for an association to acquire legal personality upon notification to the General Administration. In cases where the Administration objects, it must resort to the judiciary²¹. This mechanism for an association to acquire legal personality is considered one of the most important principles that should be incorporated into the Jordanian Associations Law²².

This principle is also affirmed by the Code of Conduct for the Jordanian Civil Society, which emphasizes the necessity of operating based on notification rather than prior authorization²³.

However, the Jordanian legislator established the principle of registration as a necessary procedure for a nonprofit association to acquire legal personality. The main provisions and regulations governing the acquisition of legal personality by an association are summarized as follows:

First: The establishment of a dedicated registry for the registration of associations.

Article 4 of the Jordanian Associations Law No. 51 of 2008 stipulates: "a) A register called the 'Associations Register' shall be established within the Ministry, managed and supervised by a council called the 'Register Management Council,' chaired by the

20. D. Laith Kamal Nasrawi, *ibid.*, p. 164.

21. The Ninth Annual Report of the National Center for Human Rights, Report on the State of Human Rights in the Hashemite Kingdom of Jordan for 2012, National Center for Human Rights, Amman, 2013, p. 88.

22. The Fourth Annual Report of the National Center for Human Rights, Report on the State of Human Rights in the Hashemite Kingdom of Jordan for 2007, National Center for Human Rights, Amman, 2008, p. 57.

23. Code of Conduct for Jordanian Civil Society, produced by the Arab-European Project on the Right to Assembly and Organization in the Arab World, National Center for Human Rights and Friedrich Naumann Foundation, Amman, n.d., p. 5.

Minister and composed of: 1) the Register Secretary as vice-chair, 2) a representative from the Ministry of Interior, 3) a representative from the Ministry of Culture, 4) a representative from the Ministry of Tourism and Antiquities, 5) a representative from the Ministry of Environment, 6) a representative from the Ministry of Political Development, 7) four experts in the charitable or voluntary sector appointed by the Council of Ministers based on the Minister's recommendation for a renewable two-year term, with the possibility of terminating and replacing any member in the same manner. b) The Council of Ministers, based on the Minister's recommendation, may add a representative from any other ministry relevant to the work of associations. c) The Minister shall appoint the representatives referred to in items (2), (3), (4), (5), and (6) from among the ministry's first-category employees with a rank of at least two. d) The Vice-Chair shall act on behalf of the Chair during their absence. e) The Council, with the approval of the Council of Ministers, shall issue special instructions defining the competent ministry for each association." One of the Council's key responsibilities is to approve association registration requests, as stipulated in Article 5 of the same law²⁴.

Second: Registration Application

The registration application is submitted directly to the Registrar or to the Social Development Directorate in the governorate. In the latter case, the directorate must forward the complete application to the Registrar within seven days from the date of its receipt.²⁵

The application must be submitted to the aforementioned authorities using a specific form prepared for this purpose. It should be accompanied by three copies of the list of founding members along with their personal information, the association's bylaws, and a signed declaration by the founding members expressing their approval of the bylaws. The declaration must also designate a person authorized by the founders to follow up on the registration procedures, undertake any judicial actions on their behalf, and receive any notifications, decisions, or correspondence issued by the Registrar. ²⁶

24. Article 5(a) of the Jordanian Associations Law provides: "a. The Council shall undertake the following tasks and powers: 1- Approve the registration of the association and determine the competent ministry in accordance with the instructions issued for this purpose..."

25. Article 10 of the Jordanian Associations Law provides: "a. The registration application and its attachments shall be submitted directly to the Registrar or to the Social Development Directorate in the governorate. In the latter case, the Directorate must forward the complete application to the Registrar within seven days of its receipt..."

26. Article 7(a) of the Jordanian Associations Law provides that a group of individuals may submit an application to register an association to the Registrar using the approved form, accompanied by three copies of the following: a list of the founding members' names and personal information, including their places of residence, professions, ages, and qualifications; the association's bylaws; and a declaration signed by all founding members indicating their approval of the bylaws and naming the person authorized to follow up on registration procedures, undertake legal actions on their behalf, and receive any notifications, decisions, or correspondence issued by the Registrar.

The Board of the Registry is required to issue its decision regarding the application, whether approval or rejection, within sixty (60) days from the date of receipt. If the Registrar does not issue a decision within this period, the application shall be deemed approved by default.²⁷

Thus, the authority of the Registry Board regarding the approval of a registration application is discretionary, allowing it to approve, reject, or refrain from issuing a decision within the specified period. Each of these scenarios will be discussed in detail as follows:

1. **Approval of the Registry Board of the registration application.**

If the registration application is approved, the association is officially registered and granted a registration certificate²⁸.

Upon being entered into the register, the association acquires legal personality and is entitled to undertake the acts and transactions necessary to achieve its objectives and purposes.²⁹

2. **Rejection of the Registration Request by the Registry Board.**

The Associations Law grants the Registry Board the right to reject a registration request without being required to provide reasons for its decision unlike a dissolution decision, where the legislator obliges the Registry Board to justify the decision, as will be discussed later. The law also allows the applicant to appeal the rejection before the Administrative Court.

Discussion question: Is the Registry Board's decision to approve the registration of an association declaratory (acknowledging an existing legal status) or constitutive (creating a new legal entity)?

Discussion question: What is the effect of the lack of reasoning in a rejection decision on the ability of the Administrative Court to exercise judicial review over that decision in the event of an appeal?

27. Article (11/a) of the Jordanian Associations Law states:

"The Council shall issue its decision regarding the registration application within sixty (60) days from the date the Registrar receives a complete application that fulfills all requirements. Any aggrieved party may appeal this decision before the High Court of Justice in accordance with the applicable legislation.

b) In cases other than those specified in paragraph (d) of this article, if the Council does not issue a decision regarding the registration application within the period specified in paragraph (a) of this article, the application shall be deemed approved by operation of law."

28. Article (11/e) of the Jordanian Associations Law states:

"Upon the registration of the association in accordance with the provisions of this law, the Registrar shall issue a registration certificate that includes the name of the association, its headquarters, the name of the competent ministry, the geographical scope of its work, and the official address for correspondence."

29. Article (12) of the Jordanian Associations Law states:

"Upon its registration in the registry, every association shall have legal personality and shall be entitled to carry out the necessary acts and transactions to achieve the purposes and objectives stated in its bylaws, in accordance with the provisions, conditions, and regulations set forth in this law and the instructions issued thereunder. The association shall also have the right to litigate and to appoint attorneys."

3. **Failure to issue a decision on the registration request within the legally prescribed period.**

Under Jordanian law, if no decision is issued regarding a registration application within sixty (60) days from its submission, the application shall be deemed approved by operation of law. This provision aligns fully with international legal standards governing the right to freedom of association, which require that the absence of a response neither acceptance nor rejection within the legally prescribed period constitutes an implicit approval of the application. This principle has been affirmed by the UN Special Rapporteur on the right to peaceful assembly and association³⁰.

The legal framework governing the management of non-profit associations and their affairs

The National Center for Human Rights explicitly emphasized the necessity of incorporating regulatory provisions into the Jordanian Associations Law that guarantee associations full freedom to manage their affairs independently, without any interference from the State's General Administration, in full compliance with international standards governing the right to freedom of association³¹.

This can only be implemented in practice if the law guarantees associations full freedom to carry out the activities necessary to achieve their established objectives, allows them to draft and amend their statutes without interference from the General Administration, ensures that their general bodies are free to hold meetings without prior notification or permission, and enables associations to secure the funding required to manage their affairs. These matters will be discussed in detail as follows:

First: The legal nature of the activities conducted by associations to achieve the objectives for which they were established.

Article (3/a/1) of the Jordanian Associations Law defines the activities that associations are permitted to undertake, stipulating: "...to provide services or engage in activities on a voluntary basis without aiming to generate profit for distribution or to achieve any benefit for any of its members or for any specific individual, or to pursue any political objectives that fall within the scope of the activities of political parties according to the provisions of the applicable legislation."

30. Report of the Special Rapporteur on the right to freedom of peaceful assembly and the right to freedom of association, Maina Kiai, submitted to the Human Rights Council at its 20th session on 21 May 2012, document symbol A/HRC/27/20, paras. 60 and 61.

31. The Fourth Annual Report of the National Center for Human Rights, Human Rights Situation in the Hashemite Kingdom of Jordan for 2007, *supra*, p. 58; and the Ninth Annual Report of the National Center for Human Rights, Human Rights Situation in the Hashemite Kingdom of Jordan for 2012, *supra*, p. 88

A key observation regarding this legislative definition is that it explicitly prohibits associations from engaging in any political activity or pursuing objectives that fall within the domain of political parties. Furthermore, the Jordanian Associations Law forbids the establishment of Masonic associations or any associations whose purposes are unlawful or contrary to public order.³² From our perspective, this prohibition is necessary to safeguard national security and public order.

It is noteworthy in this context that the activities undertaken by an association must fully align with its objectives. These activities serve as an essential means for the association, enabling it to verify whether its goals have been achieved or are still in progress. Therefore, associations must ensure that their actions do not deviate from the objectives set forth in their bylaws.³³

Secondly: Establishing and Amending the Association's Bylaws

The Jordanian legislator delegated the determination of the provisions required in an association's bylaws to a special regulation issued for this purpose and obliged associations to include specific information in their bylaws. According to Article (7/b) of the Jordanian Associations Law, the bylaws must specify the association's name, headquarters and geographical scope, clear objectives and purposes, conditions for acquiring and losing membership, membership fees and annual contributions, procedures for convening the general assembly in ordinary and extraordinary meetings including powers, quorum, and decision-making, the number of board members, their election, powers, quorum, and decision-making, sources of funding and financial management including monitoring and auditing, rules of good governance and transparency, and the procedure for dissolving the association and disposing of its assets. Any amendment to the bylaws is not valid unless approved by the Board of the Registry within sixty days of submission to the Registrar; if no decision is issued within this period, the amendment is deemed valid. Nevertheless, it would have been more appropriate for the legislator to consider the amendment valid immediately upon filing with the Registrar³⁴.

32. Article (3) of the Jordanian Associations Law states:

"... c) The registration of any Masonic association is prohibited, and Masonic activities are prohibited in the Kingdom;

d) The registration of any association whose purposes are unlawful or conflict with public order in the Kingdom is prohibited."

33. Code of Conduct for the Jordanian Civil Society, previous reference, p. 11.

34. Mohammad Yaqoub and Saddam Abu Azzam, «The Right to Form Associations in Jordan: An Analytical Perspective and Future Visions,» a legal and field study submitted to the Research Grants Program, International Center for Laws of Civil Society Organizations, Amman, 2011, p. 20.

Third: Election of the Board Members

Non-profit associations enjoy full freedom to elect their representatives and board members without interference from public authorities. This principle is reinforced by international standards governing the right to freedom of association. The National Center for Human Rights has also emphasized the necessity of embedding this principle within the Jordanian Associations Law³⁵.

The Jordanian Associations Law has realized this principle by granting associations the freedom to elect their board members. This is evident from Article (7/b) of the Jordanian Associations Law, which requires associations to include in their bylaws the number of board members, the method of their election, their powers, and related provisions. This demonstrates that an association possesses full autonomy in electing its governing body according to the method it deems appropriate.

It should be noted that the competent minister may appoint what is called a "temporary administrative board" if the general assembly is unable to hold its meetings due to the lack of a legal quorum, whether because of death, resignation, or similar circumstances. This may also occur if the association, in conducting its activities, violates the provisions of the Associations Law or the regulations issued under it, or contravenes its bylaws and fails to rectify the violation within two months from the date of written notification. Additionally, the minister may intervene if the general assembly does not take all measures required to facilitate the work of the investigation committee and the legal auditor in fulfilling their duties, or if the association receives funding, regardless of its source, and fails to disclose it or record it in its financial statements and reports.³⁶

The temporary administrative board is required to convene the association's general assembly, which is in violation, within a maximum of sixty days to elect a new administrative board. If this is not possible, the temporary board's mandate may be extended for a similar period by decision of the competent minister, and this extension may occur only once³⁷.

35. The Fourth Annual Report of the National Centre for Human Rights, Human Rights Situation in the Hashemite Kingdom of Jordan for the Year 2007, previous reference, p. 58; and the Ninth Annual Report of the National Centre for Human Rights, Human Rights Situation in the Hashemite Kingdom of Jordan for the Year 2012, previous reference, p. 89.

36. Article (19/a) of the Jordanian Associations Law provides: "The competent minister may appoint a temporary administrative board to act in place of the association's board in any of the following cases, with the participation of one or more members of its general assembly wherever possible: 1- If the association's board is unable to hold meetings due to the loss of its legal quorum resulting from resignation, death, or similar circumstances; 2- If the association violates any provisions of this law, the regulations issued pursuant thereto, or the provisions of its bylaws and fails to remedy the cause of the violation within two months from the date of receiving a written notice of the violation; 3- If the association violates the provisions of paragraph (c) of Article (18) of this law; 4- If the association accepts any donation, support, or funding from any source without disclosing it and recording it in its financial records and reports."

37. Article (19/b) of the Jordanian Associations Law states:

"1- The temporary administrative body shall invite the general assembly of the association to convene within a maximum of sixty (60) days to elect a new administrative body in accordance with the provisions of this law and the regulations and instructions issued thereunder.

2- If it is not possible to implement the provisions of item (1) of this paragraph, the temporary administrative body may be extended for a similar period by a decision of the competent minister, and this may be done only once."

Fourth: The procedures for convening association meetings and making decisions

The law obliges associations to notify the competent minister and the Registrar of the time and place of their meetings; otherwise, the meeting is considered unlawful. Moreover, the Jordanian legislator authorized both the competent minister and the Registrar to appoint a representative to attend the general assembly meeting. Article (14) of the Jordanian Associations Law provides: "A- The association shall comply with the provisions of this law, the regulations, and the instructions issued pursuant thereto, and it shall also adhere to the following: ... 3- Notify the competent minister and the Registrar of the date, place, and agenda of the general assembly meeting at least two weeks prior to the scheduled date. B-1- If the association fails to notify the competent minister and the Registrar in writing of the date, place, and agenda of its general assembly meeting at least two weeks in advance, the meeting shall not be considered lawful. 2- Both the competent minister and the Registrar may appoint a representative to attend the general assembly meeting«.

As for the decisions made by any association during its general assembly meeting, the association is required to submit a copy of these decisions to the competent ministry within fifteen days from the date of issuance³⁸.

Fifth: Sanctions

The Associations Law includes three types of sanctions, as follows:

1. Dissolution of the association: This sanction is applied by the Board of the Registry based on the recommendation of the competent minister if the association violates the Associations Law and its regulations for a second time after receiving a prior warning, or if it violates its bylaws and fails to remedy the causes of the violation within two months from the date of written notification. It also applies if the General Assembly cannot be elected according to the provisions of its bylaws, in accordance with the Associations Law, its regulations, and the instructions issued thereunder, or if the association uses donations or funding from non-Jordanian persons in a manner that conflicts with the applicable provisions.³⁹

38. Article (14/c/1) of the Jordanian Associations Law states:

"The association shall submit to the competent ministry a copy of the decisions issued by its general assembly within fifteen (15) days from the date of their issuance.

39. Article (20/b) of the Jordanian Associations Law provides: «The Council, based on the recommendation of the competent minister, may issue a reasoned decision to dissolve the association in any of the following cases, with a copy sent to the Registrar: 1- if it is impossible to elect a board of directors for the association in accordance with its bylaws and the provisions of this law, as well as the regulations and instructions issued thereunder, after the competent minister has exhausted the procedures set out in Article (19) of this law; 2- if the association retains or uses donations or funding from non-Jordanian persons contrary to the provisions of paragraph (c) of Article (

2. Fines: The Associations Law imposes a set of fines for violations directly related to the association's resources⁴⁰.
3. Disqualification from Membership in the General Assembly: This sanction is applied if any member commits a violation specified in Article (26) concerning the association's resources. A member found guilty under this provision is prohibited from serving on the board of any association. These fines stipulated in the Associations Law do not preclude the application of any more severe penalties provided under other laws⁴¹.

Activity: Self-Assessment – Legal Compliance Card

Duration: 20 minutes

Objective: Assess the extent to which participants' associations comply with current legislation

Mechanism: Each participant completes a card containing a set of questions, such as:

- Are the authorities notified prior to holding meetings?
- Has the association's bylaws been updated recently?
- Is external funding properly registered?
- Are periodic audited reports maintained?

The results are then used as a basis for an open discussion session on challenges and possible solutions.

Sixth: Obtaining the Necessary Resources to Manage Its Affairs

The National Centre for Human Rights emphasized the necessity of enabling associations to obtain the funding required to carry out their activities, whether this funding is sourced nationally or internationally, provided that the association discloses the amount, source, and method of utilization in a precise manner. Additionally, it is essential for the association to publish its annual budget in daily newspapers and to ensure that its general assembly is fully informed of it⁴².

40. Article (26) of the Jordanian Associations Law provides: «A- The competent court shall impose the following penalties: 1- Anyone who manages the association's funds and spends them contrary to its objectives and purposes shall be fined no less than one hundred dinars and no more than one thousand dinars, in addition to a fine equivalent to the value of the resulting damage; 2- Anyone who approves accepting any donation, support, or funding from Jordanian persons without properly disclosing and recording it in the association's records shall be fined no less than five hundred dinars and no more than five thousand dinars; 3- Anyone who retains or uses donations or funding provided to the association by non-Jordanian persons without proper disclosure and recording in the association's records, or who retains or uses such funds despite their rejection by the competent minister, shall be fined no less than five hundred dinars and no more than five thousand dinars, in addition to reimbursing the amounts retained or used. B- Nothing in this law shall prevent the application of any stricter penalty provided under any other law.»

41. Article (27/A) of the Jordanian Associations Law provides: «No person who has been convicted under the provisions of Article (26) of this law may be a member of the board of directors of any association.»

42. This implies the necessity for associations to establish a sound mechanism that promotes optimal financial management, which, in part, requires including in their annual reports details of their financial resources, the names of donors, and other financial matters, except for those classified as confidential.

This implies the necessity for associations to establish a sound mechanism that promotes optimal financial management, which, in part, requires including in their annual reports details of their financial resources, the names of donors, and other financial matters, except for those classified as confidential.⁴³

As for the position of the Jordanian legislator in this regard, associations are granted the right to obtain both national and foreign funding; however, in the case of foreign funding, the approval of the Council of Ministers is required. Associations are also obliged to disclose such funding in their annual report and to record the amount of funding and the name of the donor entity in their financial records⁴⁴. In the event that any association fails to comply with this requirement, it becomes subject to financial penalties ranging from no less than five hundred dinars to no more than five thousand dinars⁴⁵.

Seventh: The Associations Support Fund

The Jordanian Associations Law stipulates the establishment of a special fund within the Ministry of Social Development, called the “Associations Support Fund,” aimed at providing financial support to associations. To achieve this purpose, the law permits the Fund to own movable and immovable property and to invest such assets in any manner it deems appropriate. The Fund’s resources are comprised of a set of specified sources, and the allocation of expenditures and support to associations from the Fund’s resources is determined according to criteria and conditions set forth in instructions issued by the Council of Ministers. Furthermore, the Fund’s finances and accounts are subject to oversight by the Audit Bureau⁴⁶.

43. Code of Conduct for the Jordanian Civil Society, previously cited, p. 12.

44. Article (17/a) of the Jordanian Associations Law stipulates:»Subject to the provisions of paragraphs (b) and (c) of this Article, an association shall declare in its annual report any donation or funding it has received, and shall record in its financial records the name of the donor or funding entity, the amount, the purpose for which it will be spent, and any special conditions attached thereto.»

45. See, in this regard, the provisions of Article (26/a/2-1) of the Jordanian Associations Law.

46. Article (22) of the Jordanian Associations Law establishes the “Associations Support Fund” within the Ministry, aimed at supporting associations, granting it legal personality and financial and administrative independence, including ownership and investment of movable and immovable property, with the Civil Public Prosecutor representing it in judicial proceedings. The Fund’s resources consist of allocations from the General Budget; grants, donations, or gifts, with non-Jordanian sources requiring Council of Ministers’ approval; proceeds from charitable lotteries organized for the Fund; amounts allocated by the Council of Ministers from other funds’ net revenues; assets of dissolved associations or unions without a designated recipient; amounts collected in violation of the law; investment returns; and any other resources approved by the Council of Ministers. The Fund’s expenditure and support to associations are determined according to criteria set by the Council of Ministers, and its assets and accounts are subject to oversight by the Audit Bureau.

The legal provisions governing the mechanism for dissolving associations in accordance with the Jordanian Associations Law

The fundamental principle for dissolving associations, in accordance with international standards, is based on the necessity of granting associations full freedom to terminate their activities and dissolve themselves. This can only be achieved if dissolution occurs either by the will of the members, through a decision issued by the General Assembly, or pursuant to a judicial ruling, without granting the public administration any authority over this process.

In line with this, the National Center for Human Rights has emphasized the need to incorporate this principle into the Associations Law, so that any association may be dissolved either by a decision of its General Assembly with a significant relative majority, or pursuant to a judicial ruling, ensuring that this procedure remains free from interference by the public administration⁴⁷.

As for the position of the Jordanian legislator in this regard, two types of provisions governing the dissolution of associations have been established.

According to these provisions, an association is either deemed dissolved by operation of law or pursuant to a decision issued by the Board of Directors of the Register based on a recommendation from the competent minister.

47. The Fourth Annual Report of the National Center for Human Rights, Report on the Status of Human Rights in the Hashemite Kingdom of Jordan for the Year 2007, previously cited, p. 58; the Sixth Annual Report of the National Center for Human Rights, Report on the Status of Human Rights in the Hashemite Kingdom of Jordan for the Year 2009, previously cited, p. 63; the Seventh Annual Report of the National Center for Human Rights, Report on the Status of Human Rights in the Hashemite Kingdom of Jordan for the Year 2010, previously cited, p. 47; and the Ninth Annual Report of the National Center for Human Rights, Report on the Status of Human Rights in the Hashemite Kingdom of Jordan for the Year 2012, previously cited, p. 88.

First: Cases of dissolution of associations by operation of law

The Jordanian legislator considers an association to be dissolved by operation of law if it fails to commence its activities or ceases to carry out its activities for a period of one year. The same provision applies if the association fails to rectify its status in accordance with the provisions of the law within the legally prescribed period⁴⁸. These cases are:

1. The association's failure to commence its activities or its cessation of activities for a period of one year.
2. The association's failure to rectify its status within one year from the date of entry into force of the Associations Law.

Second: Dissolution of the association by a decision of the Registrar's Board of Directors

The Jordanian legislator has granted the Registrar's Board of Directors the authority to dissolve any association, based on a recommendation from the competent minister, through a decision that sets out the reasons justifying the dissolution. A copy of this decision must be sent to the Registrar. This measure may be taken if a set of circumstances considered by the legislator to constitute valid grounds are present to warrant dissolving the association through this mechanism⁴⁹.

The cases considered valid grounds for dissolving an association by a decision of the Registrar's Board of Directors are as follows:

1. Failure to elect the association's Board of Directors

The competent minister has the authority to appoint a temporary Board of Directors to replace the association's existing board. The temporary board must convene the General Assembly within a maximum of 60 days to elect a new board in accordance with the provisions of the Associations Law and its issued regulations and instructions. If holding this election proves impossible, the competent minister has discretionary authority to extend the mandate of the temporary board for an additional 60 days, but only once⁵⁰.

48. Article 20(a) of the Jordanian Associations Law states: "An association shall be deemed dissolved by operation of law in either of the following cases: 1) if it does not commence its activities or ceases to carry them out for a period of one year; 2) if it fails to regularize its status in accordance with the provisions of Article 28 of this Law."

49. Article 20(b) of the Jordanian Associations Law grants the Council, based on the recommendation of the competent minister, the authority to issue a reasoned decision to dissolve an association, with a copy sent to the Registrar, in specific cases. These include: if it is impossible to elect a Board of Directors according to the association's bylaws and the Law after the minister has exhausted the procedures in Article 19; if the association retains or uses donations or funding from non-Jordanian individuals in violation of Article 17(c); if the association repeats a previously warned violation under Article 19(a)(2) and fails to correct it within two months; or if two-thirds of the General Assembly approve dissolution in an extraordinary meeting in accordance with the bylaws.

50. For reference on this matter, see Article (19) of the Jordanian Associations Law.

If the election of the Board of Directors is impossible after exhausting the aforementioned procedures, this constitutes a justified reason for dissolving the association by a decision of the Registrar's Council. The researcher interprets this provision as applying in two scenarios: first, if the election of a new Board is impossible and the competent minister does not exercise the discretionary power to extend the interim board, in which case dissolution may occur immediately after the failed election; second, if the election of the Board is impossible and the interim board is extended, dissolution may be carried out only after the expiration of the extended period.

2. **Second, the association receives foreign donations or funding after a Cabinet decision has been issued rejecting it** The association is obligated to refrain from receiving foreign funding or donations if the Cabinet has rejected them. In the event that the association receives such funding or donations despite the rejection, the funds must be transferred to the Associations Support Fund, unless the donor objects to this procedure⁵¹.
3. **A second violation by the association of the provisions of the Associations Law and its implementing regulations, or a breach of its bylaws** If the association violates the provisions of the Associations Law and its implementing regulations, or breaches its bylaws, it is obliged to remedy the cause of the violation after being notified in writing. If it fails to address the violation within two months of the notification, the competent minister may appoint a temporary administrative board to replace the association's general management board⁵².

If the association commits the same violation a second time and does not rectify the causes of the violation within two months from the date of written notice, the Board of the Registry, upon the recommendation of the competent Minister, shall have the authority to issue a formal decision to dissolve the association.

4. **Approval of Dissolution by the General Assembly Members** If two-thirds of the members of the General Assembly approve the dissolution in an extraordinary meeting, in accordance with the provisions of the association's bylaws, the association shall be dissolved by a decision of the Registry Board. This is the only case that aligns, to some extent, with international standards governing the right to freedom of association, unlike the previous cases, which clearly exclude the role of members and the judiciary in the dissolution process. The Jordanian legislator has granted the association dissolved by a decision of the Registry Board the right to challenge this decision before the Administrative Court⁵³.

51. For reference on this matter, see Articles 17(c) and 17(d) of the Jordanian Associations Law.

52. For reference on this matter, see Article 19(a)(2) of the Jordanian Associations Law.

53. Article (20/c) of the Jordanian Associations Law states:

"The Council's decision to dissolve the association may be appealed before the High Court of Justice."

Activity: Legal Exercise – Is this decision lawful?**Duration: 20 minutes****Objective: Analyze the legality of decisions made by an association or ministry.****Mechanism: Participants are presented with a set of hypothetical decisions, such as:**

- Appointing a Board of Directors without an election.
- Amending the bylaws without notifying the Registry.
- Ministry refusing to approve a General Assembly meeting.

Participants are asked to determine:

- Legality of the decision: Does the decision comply with Jordanian Associations Law and related regulations?
- Breach of legislation: Does the decision violate any statutory provisions or procedural requirements?
- Correct legal procedure: What is the appropriate legal mechanism to address or rectify the issue?

This activity encourages participants to apply legal reasoning, identify breaches of law, and suggest proper remedies, reinforcing practical understanding of association governance under Jordanian law.

Good Governance in Associations

Good governance is considered a fundamental pillar for achieving transparency, accountability, and efficiency in the work of non-profit associations, ensuring their sustainability and enhancing public trust. In the Jordanian context, the legislator has placed particular importance on regulating the work of associations through a legal and regulatory framework that reinforces governance principles, such as the Associations Law No. (51) of 2008 and its amendments, as well as the related regulations and instructions. These provisions aim to organize the relationship between associations, regulatory bodies, and stakeholders, while ensuring the efficient and fair management of the association's resources.

The importance of governance in non-profit associations lies in its role as an effective tool for community development. This necessitates the presence of clear oversight mechanisms, competent boards of directors, financial and administrative transparency, and active participation from members and stakeholders. Aligned with Jordan's vision of enhancing accountability and integrity, the legislation enshrines these principles within the governance framework, which seeks to elevate institutional performance and enable associations to achieve their charitable and humanitarian objectives effectively.

First: The Concept of Good Governance:

Good governance is defined as a system of institutional oversight and guidance that delineates responsibilities, rights, and relationships with all relevant stakeholders. It establishes the rules and procedures necessary for making sound decisions related to the association's work. This system supports fairness, transparency, and institutional accountability, while enhancing trust and credibility within the organizational environment⁵⁴.

Good governance in associations refers to a set of principles, practices, and procedures that ensure the organization is managed in a transparent, fair, accountable, and effective manner, achieving its objectives while strengthening the trust of the community and its donors.

Governance is based on a set of fundamental pillars, the most important of which are:

- Transparency in disclosing financial and administrative information.
- Accountability to members, regulatory bodies, and stakeholders.
- Participation in decision-making through the general assembly and the board of directors.
- Efficiency and effectiveness in managing financial and human resources to achieve developmental objectives.
- Rule of law by complying with national legislation, such as the Jordanian Associations Law No. 51 of 2008 and its amendments in the Jordanian context.

Second: Principles of Good Governance in Associations:⁵⁵

Activity: Exploring Governance Principles (Matching or Sequencing)

Duration: 30 minutes

Objective: To reinforce understanding of the nine principles of governance.

Method:

Distribute cut-out cards to participants. Each card contains either a governance principle on one side or its definition/example on the other.

Ask participants, in groups, to match each principle with the correct description or practical example.

After completing the matching, facilitate a discussion where groups share examples from real-life association practices to illustrate each principle.

This activity promotes active learning and helps participants internalize governance concepts through practical application.

54. Governance Guide for Associations, issued by the Ministry of Planning and International Cooperation, the Ministry of Social Development, and the Ministry of Industry, Trade, and Finance, Amman, 2021, p. 8.

55. Governance Guide for Associations, op. cit., pp. 10–8.

Good Governance in non-profit associations is built upon a set of fundamental principles that must be in place to ensure the effective and comprehensive implementation of governance provisions, as follows:

1) Transparency

Transparency refers to the commitment to making and implementing decisions within a clear and organized framework based on applicable internal regulations and instructions, while ensuring that information related to the association's activities, decisions, financial statements, and annual reports is publicly accessible and easily available to stakeholders and relevant authorities. This is achieved through effective communication channels that allow the public, beneficiaries, and regulatory bodies to monitor the overall performance of the association, thereby enhancing trust, reducing conflicts of interest, and safeguarding rights.

2) Participation in Decision-Making

Participation in decision-making means enabling various stakeholders of the association including members of the Board of Directors, the General Assembly, employees, and beneficiaries to contribute directly or indirectly to the decision-making processes. This occurs within an institutional environment that encourages consultation and the exchange of views, particularly in the preparation of the association's vision, mission, objectives, bylaws, and internal regulations, thereby fostering a sense of belonging and shared ownership and ensuring adherence to implementation.

3) Rule of Law

The association's activities shall be conducted in compliance with applicable laws and regulations, including the approved systems and instructions governing its work. This legal framework serves as the primary reference for resolving disputes and organizing internal procedures, and it is developed collaboratively by the association's management, General Assembly, and staff.

4) Effectiveness and Efficiency

This principle entails the association's ability to achieve its objectives efficiently, through the optimal utilization of available human and financial resources. It is realized by adopting actionable annual plans, applying performance indicators and monitoring standards to measure goal achievement and expand the beneficiary base, and implementing capacity-building programs for staff to enhance institutional performance.

5) Independence

Independence refers to the association's freedom to make decisions and manage its affairs without external interference or influence, whether material or moral, in a manner that preserves the public interest and the purposes for which it was established. The association must also be protected from internal domination arising from conflicts of interest or prioritization of personal gains over the public good.

6) Justice

The association shall adhere to the principles of justice and equality in its dealings with all members and beneficiaries, by applying internal regulations and bylaws uniformly without discrimination, ensuring equal opportunities, and distributing resources and services fairly, while avoiding any bias based on gender, religion, social, or economic background.

7) Accountability

Accountability constitutes a cornerstone of governance and requires periodic and transparent reporting on the association's activities, use of resources, and decisions made by management. The

Board of Directors is obliged to establish effective mechanisms to ensure accountability to members, regulatory authorities, and society, thereby enhancing trust and consolidating the principle of self-regulation.

Activity: Self-Assessment Exercise for Associations (Checklist)

Duration: 30 minutes

Objective: To assess the extent to which the association adheres to governance principles.

Mechanism:

- Trainees are divided into groups according to each association or organization.
- Each group is asked to match each governance principle with the correct description or practical example.

A self-assessment questionnaire is provided, covering areas such as:

- Does the association have written financial policies?
- Does the General Assembly meet annually?
- Are financial reports publicly disclosed?

The findings are then discussed with the session facilitator to identify gaps and areas for improvement

8.) Responsibility

The association, represented by its Board of Directors and staff, bears legal and professional responsibility for any action that violates applicable legislation or internal regulations. This includes the obligation to implement corrective measures in the event of violations and to hold accountable those responsible, thereby upholding the rule of law and preventing the recurrence of errors.

9) Responsiveness

The effectiveness of the association is measured by its ability to respond promptly and appropriately to the needs of the community and stakeholders within an acceptable timeframe. This is achieved through the development of flexible and adaptable programs, plans that can be adjusted according to changing needs, and by expanding service delivery based on periodic evaluations of the association's responsiveness to societal realities.

Third: Decision-Making Structure in the Association⁵⁶:

The decision-making structure in associations consists of the following main components:

1- General Assembly:

This is the highest authority in the decision-making process and holds primary responsibility for key and strategic matters, including financial and administrative issues.

2- Board of Directors / Administrative Council:

This is the main operational decision-making body, responsible for matters concerning the day-to-day functioning of the association. The Board is accountable to the General Assembly and relevant external stakeholders.

The Board is composed of members elected by the General Assembly from among members who have paid their dues, and all Board members must be part of the General Assembly. Elections are conducted during regular meetings, following the procedures and conditions set out in Jordanian legislation and the association's bylaws. Key requirements include:

- Being a Jordanian national.
- Being at least 18 years old.
- Having full legal capacity.
- Not having a criminal record involving dishonesty or a felony.

56. Governance Guide for Associations, same reference, pp. 21–19.

It is preferable to select members who demonstrate teamwork, a forward-looking vision, good reputations, and sufficient availability to manage the association's affairs effectively.

The Board of Directors is entrusted, under good governance principles, with the following responsibilities:

1. Policy-Making:

The Board of Directors is responsible for formulating the general policies that govern all aspects of the association's work (such as financial management and conflict of interest). These policies must be documented in writing and communicated to all staff. They should be flexible and adaptable to changes, with any amendments approved by the General Assembly during annual meetings following clear procedures.

2. Oversight:

Oversight involves monitoring the association's achievement of its non-profit objectives effectively and with integrity. This includes regular audits of accounts and financial reports to ensure compliance with reality and legal standards. The Board has the right to access all necessary information to evaluate performance and ensure alignment between objectives and results.

3. Guidance:

Guidance entails setting strategic plans and budgets to ensure optimal use of resources and efficient attainment of objectives. This includes long-term and short-term planning, setting measurable goals, and employing evaluation tools to guarantee quality implementation and link resources to expected outcomes.

4. Staff:

Staff members are responsible for the direct daily implementation of operations and contribute to the management of all internal and external activities. They are accountable to both the Board of Directors and the General Assembly.

Fourth: Good Governance in Financial Affairs

Foundations of Financial Governance in Associations:

Existence of Written Financial Policies and Instructions

1. It is essential to have clear, written financial policies that govern the decision-making process related to the association's finances.
2. These policies should cover revenue and expenditure management, documentation of financial records, and asset registers.
3. The policies must be communicated to all staff, regularly reviewed, and amended when necessary with the approval of the General Assembly.
4. Additionally, the association's internal regulations should include clear provisions governing relationships with employees, ensuring their rights and promoting fairness and diversity in hiring practices.

Integrity of Financial Management Procedures and Practices

1. Revenue Management

- Adherence to legal approvals when receiving funding or donations from non-Jordanians or organizing fundraising campaigns.
- Issuance of documented receipts for all amounts received in cash or by check.
- Proper organization and maintenance of receipt books and documentation of all financial records.
- Inclusion of all revenues in the audited annual financial report.

2. Expenditure Management

- Existence of a clear expenditure management policy with well-defined roles and responsibilities, such as:
 - Authorized signatory
 - Treasurer
 - Bank reconciliation officer
 - Internal auditor
 - Financial committee
- Opening a dedicated bank account for the association and setting a cash-on-hand limit.
- Documentation of all disbursements through payment vouchers, regardless of the amount
 - Setting a maximum cash disbursement limit (e.g., amounts under 100 JOD in cash, amounts above by check), with documented and justified exceptions
 - Prohibition of signing blank checks
 - Verification of supporting documents for any disbursement prior to signing the voucher or check

Additional Notes:

- All financial documents must be systematically archived to facilitate review when needed.
- Responsibility for implementing financial policies lies with the finance team and project managers, each within their respective scope of authority.
- It is recommended to use illustrative templates for financial policies and the internal regulations (attached in the annexes).

Legal Framework for Nonprofit Companies in Jordan

Nonprofit companies constitute a vital component of the economic and social system in the Hashemite Kingdom of Jordan, playing a central role in supporting sustainable development and providing services of a humanitarian, social, cultural, or environmental nature. Under Jordanian legislation, specifically Companies Law No. (22) of 1997 and its amendments, the legislator regulated this type of entity as “nonprofit companies,” providing a clear legal framework that defines their objectives, the nature of their activities, formation requirements, and mechanisms of oversight.

These companies are characterized by their non-distribution of profits to founders or members; any financial surplus is reinvested to achieve the purposes for which the company was established. Nonprofit companies are often used as effective instruments to implement programs and projects in areas such as education, health, social services, environmental protection, and other sectors that contribute to societal welfare.

This section of the guide highlights the legal framework governing nonprofit companies in Jordan, detailing their registration procedures and regulatory oversight requirements.

First: Concept of Non-Profit Companies

Pursuant to Article 2 of the Non-Profit Companies Regulation, the term non-profit company refers to a company registered in accordance with the provisions of the Jordanian Companies Law and the Non-Profit Companies Regulation, which is established without the purpose of generating profit. In the event that the company achieves any financial surplus, such surplus may not be distributed to any of its partners or shareholders.

Second: Registration of Non-Profit Companies

The company shall be registered with the Companies Controller in a special register called the “Register of Non-Profit Companies,” assigned sequential registration numbers according to the date of registration, with all amendments and changes made to the company duly recorded therein⁵⁷.

57. Please refer to Article (3) of the Regulation.

The company registration application shall be submitted to the Companies Controller using the official form adopted by the Department, accompanied by the company's Articles of Association or incorporation documents, its bylaws, and any other documents or information requested by the Controller or required by applicable legislation. It is mandatory to provide the Controller with the company's registered address, telephone numbers, and P.O. box within no more than three months from the date of registration, and to notify the Controller of any changes to this information within one month of their occurrence, under the penalty of legal liability⁵⁸.

It is required that the objectives of the company be in the health and education sectors, the financing of small projects, investment promotion, or training aimed at community development, or any objective related to the aforementioned sectors, subject to the approval of the Supervisor⁵⁹

It is required to include the company's address and trade name, if any, along with the phrase 'Non-Profit' on all documents and printed materials used in its operations, as well as in any contracts it concludes with third parties⁶⁰.

Third: Revenues of Non-Profit Companies

Any net revenues earned by the company shall be considered its own, and may only be used to achieve its objectives and purposes for which it was established, as well as to expand its activities. Under no circumstances shall the company distribute any of its net revenues, directly or indirectly, to any of its partners or shareholders.⁶¹

Fourth: Annual Report and Work Plan

The company shall submit to the Supervisor, within the first three months of the beginning of the financial year, the following⁶²:

1. An annual report detailing its operations and activities, the sources of its funding, accompanied by its budget certified by the company's authorized signatories and its auditor, as well as any other information the Supervisor may request.
2. The company's work plan, including its activities and projects planned for implementation during the year, along with a detailed statement of funding for those activities and projects.

58. Please refer to Article (5) of the Regulations.

59. Please refer to Article (4) of the Regulations.

60. Please refer to Article (6) of the Regulations.

61. Please refer to Article (7) of the Regulations.

62. Please refer to Article (9) of the Regulations.

The company shall maintain its correspondence in an organized manner and keep special records in which it documents the proceedings of its meetings, its decisions, its revenue and expenditure accounts, all of its assets, and the activities it has carried out.

Fifth: Liquidation of Non-Profit Companies

The company may be liquidated voluntarily based on a decision of its General Assembly. It may also be liquidated compulsorily, as stipulated in Article (12) of the Regulations, which grants the Minister of Industry and Trade, upon the recommendation of the Supervisor, the authority to issue a warning to the company to rectify its status within thirty (30) days. If the company fails to do so within this period, the Minister, based on the Supervisor's recommendation, may refer the company to the competent court to order its liquidation in any of the following cases:

- a. If it violates the provisions of the law, these Regulations, or its Articles of Association and Memorandum of Association.
- b. If it engages in activities or operations that are not within its objectives.
- c. If any of its activities result in a breach of public order or public morals.

The remaining funds and assets of the company upon completion of the liquidation shall be distributed as follows:

1. The partners or shareholders shall be reimbursed the amount of their actual paid-up shares in the company's capital at the time of establishment. If the company's funds and assets are less than the paid-up capital, they shall be returned proportionally according to each partner's share in the capital.
2. If the company's funds and assets exceed its capital, the excess shall be transferred to a Scientific Research Support Fund, public institutions, non-profit companies, or associations with similar objectives, by decision of the partners or the General Assembly of the company in the case of voluntary liquidation, with the approval of the Supervisor, or by a decision of the competent court in the case of compulsory liquidation.



Activity: Designing a Governance Work Plan for the Association**Duration: 30 minutes****Objective:** Translating knowledge into practical application.**Mechanism:**

Each group is asked to choose a virtual association (or their actual association).

The group develops a plan to apply governance principles, including:

- Three priority areas
- Defined responsibilities
- Monitoring indicators

Each group presents its plan during the final brainstorming session.

The facilitator discusses the plans with the groups to identify gaps and areas for improvement.

