

LEGAL AID OF CAMBODIA Statutes



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Glossary

LAC	Legal Aid of Cambodia
Directors	The Executive Director, Legal Vice-Director and Administrative Vice-Director
Management Team (MT)	Directors + Financial Manager + Program Managers + Representative of Heads of Branch Offices
Program Manager	Program leader
Financial Manager	Manager of the Financial Office
Project Manager	Project leader
Head of Branch Office	Manager of Branch Office
Programs	Programs are issues where a group of LAC employees work on in project teams
Internal Regulations of LAC	The internal regulations applicable to all employees of LAC
Branch Offices	The provincial or municipal offices of LAC

Preamble

The rights of the Cambodian people are determined by customs, tradition, the Cambodian Constitution, the laws of the Kingdom of Cambodia and international law.

Considering that the lack of quality legal aid to the poor threatens human rights and blocking the development of civil society.

Considering a demand for free legal aid and awareness raising to enable the Cambodian poor to protect and exercise their rights.

In accordance with:

- Article 42 of the Constitution of the Kingdom of Cambodia
- The Paris Peace Accords dated 23 October 1991.
- The UNTAC law on the exercise of the rights to create an association in Cambodia dated 20 April 1992
- Code of Penal Procedure នស/វកម/០៨០៧/០២៤ dated 2 August 2007
- Code of Civil Procedure នស/វកម/០៨០៧/០២៤ dated 6 July 2007
- Articles 46 and 47 of the Law on the Bar of the Kingdom of Cambodia

Legal Aid of Cambodia has been established since 1995 in order to meet the urgent legal needs of the poor free of charge and also to contribute to strengthening the rule of law in Cambodia.

Chapter I – Name and logo of the organization

Article 1: Name and address of the organization

- 1- The name of the organization is Legal Aid of Cambodia with “LAC” as its acronym.
- 2- LAC has a Head Office in Phnom Penh and Branch Offices in a number of provinces in the Kingdom of Cambodia.

Article 2: Logo

LAC’s logo



Chapter II – Vision and Mission

Article 3: Vision and Mission

- 1- LAC is an independent, Khmer-run, Cambodia-based, non-political and non-profit organization.
- 2- LAC **envisions** a just and fair Cambodian society, where everyone enjoys equal rights before the law.
- 3- LAC’s **mission** is to provide quality legal aid, legal and human rights education/outreach and advocate for the poor in Cambodia in order to ensure access to justice, promote respect of law and human rights and advance legal and judicial reform.

Chapter III – Structure

Article 4: Structure

The structure of LAC consists of:

- Supervisory Board
- Directors
- Management Team
- Program Managers and Representative of Heads of Branch Offices
- Project Managers and Heads of Branch Offices
- Staff
- Gender Committee
- Staff Representative

The organizational structure is attached as Annex 1 of the Statutes of LAC.

Article 5: Supervisory Board Members

LAC is governed by a Supervisory Board.

Article 6: Composition of the Supervisory Board

- 1- The Supervisory Board shall consist of lawyers and persons who possess a diversity of skills or experience that would benefit the Board in governing the organization.
- 2- The Supervisory Board shall have a minimum of five and maximum seven members and preferably an odd number.
- 3- The Supervisory Board shall elect one Chairperson, one deputy Chairperson among them.

Article 7: Term of office

The members of the Supervisory Board shall be appointed for a term of one or two or three years and one possible reappointment of maximum of three years.

Article 8: Function of the Board

- 1- The Supervisory Board shall have the following authorities and duties:
 - a. Establish the broad policies and strategic plans of LAC in collaboration with the Management Team.
 - b. Approve and oversee proper implementation of the strategic plan and policies.
 - c. Assist the Directors in raising funds and establishing relations with the national and international donor communities.
 - d. Ensure that activities are in line with the policies and strategic plans.
 - e. Assist with other organizational priorities, at the request of the Directors.
 - f. Identify candidates to replace members of the Supervisory Board who have resigned, finished their term of office, or been dismissed.
 - g. Arrange audits, and conduct or arrange specific evaluations of the activities of the LAC whenever necessary.
 - h. Receive appeals and make final decisions in all conflicts which the Directors or the Executive Director cannot resolve.
 - i. Recruit, appoint, evaluate, suspend or dismiss the Executive Director of LAC.
 - The Supervisory Board may appoint an outside person to assist with evaluating the Executive Director.
 - The SB will take decisions regarding any remunerations for the Executive Director of LAC
 - j. Approve a shortlist of preferably three candidates for the recruitment of the Legal Director and Administrative and Human Resource Director and the Finance Manager and give advice to the Executive Director in the case of intended suspension /dismissal of the Legal, Administrative Vice-Director and/or the Finance Manager
 - k. Approve the decisions of the Directors to recruit and dismiss consultants working or recruited to work for LAC for a period of more than one year and whose remuneration is not mainly paid for by a third sponsor
 - l. Provide advice on the expansion of activities and the opening or closing of offices of LAC

- 2- The (deputy) Chairperson of the Supervisory Board shall:
 - a. Chair the Supervisory Board meetings
 - b. Sign the Statutes, annual budget, internal policies, and financial policies of Legal Aid of Cambodia, after discussion and approval by the Supervisory Board.
 - c. Sign the contract to hire the Executive Director for the LAC.
 - d. Ensure that the job performance of Executive Director is periodically (annually), timely and correctly appraised/evaluated, including surveys with all staff.
 - e. Receive resignations or requests for absence from a meeting from members of the Supervisory Board

Article 9: Supervisory Board meetings

- 1- The Supervisory Board of LAC shall hold a meeting two times a year. The Executive Director will attend these meetings with any other staff or MT members s/he deems necessary to inform the Supervisory Board adequately of LAC’s state of affairs.
If necessary, the Supervisory Board may ask the Executive Director and/or other staff members to have (part of) the meeting without their attendance.
- 2- The Supervisory Board members are expected to participate fully, frankly and constructively in meeting discussions and other activities, and to bring the benefit of their particular knowledge skills, and abilities to the meetings.
- 3- Supervisory Board members residing abroad may participate the meeting through telephone or internet services.
- 4- The Supervisory Board strives to have at least one meeting a year where all members attend in person.
- 5- The Executive Director will develop the agenda in consultation with the Supervisory Board Chair. The agenda and board materials will then be sent to the Supervisory Board members a week prior to the meeting.
- 6- The Supervisory Board Meetings can be held if two thirds or more of the Supervisory Board Members are present, including Supervisory Board Members who give a proxy to vote to the (deputy) Chairperson and members who attend the meeting via computer/telephone;
- 7- Valid decisions of the Supervisory Board require a majority of vote (=50% + 1 vote). The decisions shall be made by raising hands or by blind votes on request of a member of the Supervisory Board or Directors.
- 8- The minutes of this meeting shall be distributed by the Directors to the Members of the Supervisory Board, all staff members of LAC and – on request or if appropriate – to donors.
- 9- The Supervisory Board may hold an Extraordinary Meeting in cases where LAC is facing problems, such as:
 - Serious problems of LAC financial situation
 - An occurrence that has the potential to seriously affect the reputation and dignity of LAC
 - Termination of LAC’s activities
- 10- Extraordinary Meetings can be called if there is a request from a majority of the Supervisory Board Members (=50%+1) or from two directors and if there is at least one week prior notice given to all Members (accompanied by an agenda that clearly states the purpose of the extraordinary meeting).
- 11- Extraordinary Meetings cannot start unless there is a quorum of two thirds of the Supervisory Board Members.

Article 10: Resignation and Dismissal and Immunity of Members of Supervisory Board

- 1- Any Supervisory Board member who misses three meetings consecutively without due cause and notice in advance is considered to automatically give up his/her position as a member of the Supervisory Board. The Chairperson will submit such cases to the Supervisory Board for review and confirmation of the dismissal from the Board.
- 2- Every member of the Supervisory Board has the right to resign from his/her position by writing to the Supervisory Board, stating the specific reasons for her/his resignation.
- 3- An act or omission of the Board or of a member of the Board or of a member of the Management Team does not subject other members of the Board, to any action, liability, claim or demand if the act or omission was done, or omitted to be done, in good faith for the purpose of executing LAC Policies and Strategic Plans and Mission.

Article 11: Conflict of interest

- 1- A conflict of interest is any situation where a Supervisory Board Member's personal interests, or those of a close friend, family member, business associate, corporations or partnership in which a Supervisory Board Member holds a significant interest, or a person to whom a Supervisory Board Member owes an obligation could influence a Supervisory Board Members' decisions and impairs his/her ability to act in LAC's best interest.
- 2- Members of the Supervisory Board may not act on behalf of LAC in any matter where he/she is in a conflict of interest or appears to be in a conflict of interest, nor use his/her position with LAC to pursue or advance his/her personal interests or those of a person described above. Supervisory Board Members must immediately disclose a conflict of interest to the Supervisory Board. If the Directors determine that a Supervisory Board Member has failed to disclose an actual or possible conflict of interest, it shall take appropriate and corrective action.

Article 12: Remuneration and expenses incurred

- 1- No Supervisory Board Member shall receive any remuneration for duties performed on behalf of LAC. The Supervisory Board Members may be reimbursed for reasonable expenses only and incurred while performing their duties. Subject to funding, LAC may pay (part of the) accommodation, food and transportation costs for the Supervisory Board members who attend Supervisory Board meetings or any other LAC meeting they are invited to.
- 2- Any Supervisory Board member can contribute money and/or services to LAC.

Article 13: Incompetence of Supervisory Board Member

In case of incompetence of one or more of the Supervisory Board members, a majority of the Directors can file a motion to the Supervisory Board for corrective action or dismissal.

Article 14: Composition

LAC is lead and managed by its Directors that consist of:

- the Executive Director
- the Legal Director (= deputy Executive Director)
- the Administrative and Human Resource Director

Article 15: Appointment

1- Executive Director

- a. The Executive Director is recruited, appointed, evaluated, suspended or dismissed by the Supervisory Board. He/she can be recruited from within LAC or outside LAC.
- b. The Executive Director shall recruit, appoint,, suspend or dismiss Legal and Administrative Directors.
- c. The Executive Director shall have the qualification as follows:
 - Khmer nationality;
 - Member of the Bar Association of the Kingdom of Cambodia
 - Having knowledge and experience in leading and managing an organization

2- Legal Director

- a. The Legal Director is recruited, appointed, evaluated, suspended or dismissed by the Executive Director after the Supervisory Board approved the shortlisted candidates from the list proposed by the Executive Director. He/She can be recruited from within LAC or outside LAC.
- b. The Legal Director shall have the qualification as follows:
 - Khmer nationality;
 - Member of the Bar Association of the Kingdom of Cambodia
 - Having knowledge and experience in leading organization and program management

3- Administrative & Human Resources Director

- a. The Administrative & Human Resources Director is recruited, appointed, evaluated, suspended or dismissed by the Executive Director after the Supervisory Board short-listed candidates from the list proposed by the Executive Director. He/She can be recruited from within LAC or outside LAC.
- b. The Administrative & Human Resources Director shall have the qualification as follows:
 - Khmer nationality;
 - Holding a Bachelor Degree of Administrative law and relevant diplomas
 - Having knowledge and experience in administrative work and management

Article 16: Roles and duties of Directors

- 1- Recruit, discipline and dismiss staff
- 2- Request changes in the Statutes and Internal Regulations

Article 17: Roles and duties of Directors' Members

1- The Executive Director

The Executive Director shall have the roles and duties as follows:

- a. Shall be responsible and lead every operational activities, finances and dignity of LAC
- b. Find and raise funds
- c. Build, maintain and improve relationships with donors and cooperate closely with government institutions, local and International NGOs
- d. Shall have a good relationship and cooperate with the Supervisory Board with the purpose of defining the Strategic Plan and policies to develop LAC
- e. Evaluate, suspend or dismiss the Legal and Administrative and Human Resource Director

In the event that LAC's Executive Director is absent, Legal or Administrative and Human Resource Director may be appointed as deputy Director through a delegation letter.

2- The Legal Director

The Legal Director shall have the roles and duties as follows:

- a. Shall be responsible for and lead every legal operational activities, legal consultation, set the objectives and evaluate activities of professional lawyers serving in LAC
- b. Shall contribute to finding and raising funds
- c. Shall build, maintain and increase even better relationship with donors and cooperate closely with government institutions, local and International NGOs
- d. Shall have good relationship and work with the Supervisory Board with the purpose of defining the Strategic Plan and Policies to develop LAC
- e. Be responsible for supervising, monitoring and evaluating Program Managers, Project Managers and the Head of Branch offices are serving for LAC

3- The Administrative and Human Resource Director

The Administrative and Human Resource Director shall have the roles and duties as follows:

- a. Shall be responsible for and manage every administrative operational activities and human resources in LAC
- b. Shall contribute to finding and raising funds
- c. Shall build, maintain and increase even better relationship with donors and cooperate closely with government institutions, local and International NGOs
- d. Shall have good relationship and work with the Supervisory Board with the purpose of defining the Strategic Plan and Policies to develop LAC
- e. Shall be responsible for monitoring and evaluating activities of administrative staffs are serving for LAC

Article 18: Meetings of the Directors

The quorum and decision making at these meetings are described in the Internal Regulations of LAC.

Chapter VI – Finance Manager

Article 19: Qualifications and appointment

LAC also establishes a Finance Office headed by a Finance Manager. The Finance Manager will be recruited, appointed, evaluated, suspended or dismissed by the Executive Director. He/She can be recruited from within LAC or outside LAC in consultation with the Supervisory Board.

The Finance Manager shall have the qualifications as follows:

- Khmer nationality;
- Holding a Bachelor Degree of Finance or higher
- Having a good knowledge and experience in finance work

Roles and duties are described in the Financial Policy of LAC

Chapter VII – The Management Team

Article 20: Composition

The Management Team consists of:

- 1- Directors
- 2- Finance Manager
- 3- Program Managers
- 4- Representative of the Head of branch offices

Article 21: Roles and duties

The Management Team shall have roles and duties as follows:

- Building better relationship with donors, NGOs and governmental institution
- Defining the Strategic Plan
- Organizing the Annual Conference plan
- Reviewing the Strategic Plan
- Defining programs of each project

Chapter VIII – Meeting and Conference

Article 22: Meeting

The main LAC meetings include:

- 1- Legal Staff Meeting
- 2- Management Team Meeting
- 3- Directors Meeting

Procedures and functioning of the meetings mentioned above are described in the LAC Internal Rule

Article 23: Conference

The main LAC Conferences include:

- 1- Annual Conference
- 2- Extraordinary Conference

Procedures and functioning of the conferences mentioned above are described in the LAC Internal Rule

Chapter IX – Program Managers and Representative of the Head of the Branch Offices

Article 24: Program Managers

LAC Programs can be headed by a Program Manager either a lawyer or a non-lawyer having basic experience and legal backgrounds. He/She is appointed by the Directors.

Procedures for Program Managers recruitment, roles and duties are described in the LAC Internal Regulation

Article 25: Representative of the Head of Branch Offices

LAC shall have a representative of the Head of Branch Offices to be a member of LAC Management Team.

Procedures and functioning of the representative's appointment are described in the LAC Internal Rule

Chapter X – Project Managers and Head of Branch Offices

Article 26: Project Managers

LAC projects can be headed by either a lawyer or a non-lawyer staff member, appointed by the Directors, having legal basic background and experience.

Procedures and functioning of the project manager's appointment, roles and duties are described in the LAC Internal Rule.

Article 27: Head of Branch Offices

Each Branch Office of LAC is headed by a lawyer, appointed by the Directors.

Chapter XI – Staff

Article 28: Staff

LAC staffs are those who are recruited and appointed by the Directors and also signed their employment agreement with LAC.

All employees have to abide by the Statutes, the Internal Regulations, LAC Financial Policies and their employment agreement signed with LAC.

The procedure for staff recruitment is stated in more detail in the Internal Regulations of LAC.

Article 29: Termination of employment agreement

The employment agreement shall end in case of:

- a. Expiration of the employment agreement of limited duration
- b. Death of the employee
- c. Reaching the age of 65 of the employee with possible extensions as described in the Internal Regulations
- d. Leave due to sickness or physical incompetence of the employee of more than six months
- e. Resignation with approval from the Directors
- f. Dismissal by the Directors (or Supervisory Board in case of the Executive Director)

Chapter XII – Gender Committee

Article 30: Gender Committee

The Directors shall establish a Gender Committee, comprised of 5 members. The Committee is designed to promote the gender equity and balance in LAC’s work place and programs. The Committee is comprised of:

- 1- one chairperson
- 2- one deputy chairperson
- 3- two members
- 4- one secretary

Roles, duties and procedures of recruitment of the committee are stated more detail in the LAC Internal Regulation.

Chapter XIII – Staff Representative Committee

Article 31: Staff Representative

LAC shall establish a Staff Representative Committee, aimed at protecting the best interests of LAC employees, made by election among staff of LAC. The Staff Representative Committee is composed of:

- 1- one chairperson
- 2- one deputy chairperson
- 3- one secretary

Roles, duties and procedures of recruitment of the committee is stated more detail in the LAC Internal Regulation.

Chapter XIV – Funds and Property

Article 32: Funds

LAC is mainly funded by national and international community donors. All funds must be used in accordance with the mission of LAC and the cooperation agreements between LAC and the donors.

All funds must be kept in the bank account of LAC under the management and responsibility of the Directors of LAC until they are spent in accordance with the mission of LAC and the cooperation agreements between LAC the donors.

Article 33: Property

Every material which is the gift of a charitable person or bought by using LAC’s budgets is considered LAC’s property.

Chapter XV – Dissolution and Property distribution

Article 34: Dissolution

LAC can only terminate its activities after a vote of 3/4 of the Supervisory Board participating in an Extraordinary Supervisory Board Meeting in favor of termination.

The procedure for terminating the organization is stated in more detail in the Internal Regulations of LAC.

Article 35: Property distribution

- 1- Decisions about how to handle assets in the case of dissolution of the LAC have to be taken as part of the decision to dissolve the organization.
- 2- The assets of the LAC that are left after its dissolution shall first be used to pay staff according to the Labor Law. After fulfilling all other outstanding payment obligations, the remaining assets will be transferred to the Bar Association of the Kingdom of Cambodia (BAKC) or a local organization that has the same or similar purpose of serving the Cambodian poor.
- 3- The division of assets as stipulated above shall be done by a neutral committee which will be organized by the Directors, the Management Team and the Supervisory Board and with the support of the donors.

Chapter XVI – Amendment, Revising

Article 36: Amendment

These Statutes can only be amended at the request of the Supervisory Board Member, the Directors, or one quarter of LAC staff members. Amendments require the approval of the Supervisory Board.

Article 37: Revising

These Statutes shall be revised as necessary to conform to a newly adopted law concerning the establishment of associations and non-governmental organizations.

Article 38: Prohibition of divulging certain information

A person engaged in the administration of this Statute must not divulge any information or document (including an application for legal aid, and information relating to lawyer-client relationship) obtained in connection with the administration of legal aid.

Chapter XVII – Temporary Provision

Article 39: Power of application

These Statutes have a priority to be immediately applied according to a new structure; however, the post elected candidates are still going on their positions until the end of his/her term.

Chapter XVIII – Final Provision

Article 40: Superiority of the Statutes

These Statutes are the basic law of LAC

All provisions included in other documents originating from LAC or to which LAC is a party, and running contrary to this Statute, are null and void.

Article 41: History of these Statutes

- 1- These Statutes were amended by the Supervisory Board during its meeting on January 17th, 2011 (article 9) regarding to the Supervisory Board Meetings.
- 2- These Statutes were amended by the Supervisory Board during its meeting on September 30th, 2009 (articles 1, 3, 6, 8, 9, 10, 15, 35, 38 and 41).
- 3- These Statutes were adopted by the Supervisory Board on July 9, 2007 and by the Heads of Provincial/Municipal Branch Offices and Units on September 18, 2007 as was required in the former Statutes.

Phnom Penh, January 17th, 2011

Ms. Chim Manavy
Chairperson
On behalf of the Supervisory Board

Annex 1 Structure of Legal Aid of Cambodia

