

**SAINT LUCIA**

—  
No. 36 of 2006

ARRANGEMENT OF SECTIONS

**PART I**

**PRELIMINARY**

1. Short title and commencement
2. Interpretation

**PART II**

**PROTECTION OF FREEDOM OF ASSOCIATION**

3. Membership of Non-Governmental Organizations
4. Amalgamation
5. Election practices

**PART III**

**RESPONSIBILITIES OF NON-GOVERNMENTAL ORGANIZATIONS**

6. Founding documents
7. Alterations
8. Compliance
9. Financial reports
10. Funds

**PART IV**

**ESTABLISHMENT, CONSTITUTION AND MANAGEMENT OF COUNCIL**

11. Establishment of Council
12. Tenure
13. Revocation
14. Resignation of members
15. Vacancies
16. Alternate member
17. Publication in the Gazette
18. Function of the Council
19. Meetings
20. Remuneration

21. Delegation
22. Committees
23. Fees
24. Protection of members
25. Validity of acts
26. Rules of the Council
27. Staff
28. Revenue
29. Expenses of the Council
30. Financial year of the Council
31. Accounts
32. Audit
33. Auditor's report
34. Annual report
35. Exemption from tax

#### PART V

##### REGISTRATION AND STATUS

36. Registration
37. Legal status
38. Defunct organizations
39. Suspension or withdrawal of registration

#### PART VI

##### COMPLAINTS AND INVESTIGATIONS

40. Grounds of complaint
41. Form of complaints
42. Procedure on receipt of complaint
43. Investigation procedure
44. Powers of investigation
45. Termination of proceedings

#### PART VII

##### APPEALS

46. Appeal Committee
47. Application for appeal
48. Information from Council
49. Powers of Appeal Committee

PART VIII  
MISCELLANEOUS

- 50. Offences
- 51. Power to make Regulations

FIRST SCHEDULE - Information to be included in Non-Governmental Organization's Constitution, By-Laws and Articles of Incorporation and Trust Deeds

SECOND SCHEDULE - Certificate Of Registration

THIRD SCHEDULE - Complaint

FOURTH SCHEDULE - Notice Of Appeal



I ASSENT

[L.S.]

PEARLETTE LOUISY,  
*Governor-General.*

*16th November, 2006.*

## SAINT LUCIA

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### No. 36 of 2006

AN ACT to provide for the registration of Non-Governmental Organizations, to promote and protect the recognition of Non-Governmental Organizations, and to provide for the monitoring and regulation of Non-Governmental Organizations registered under this Act and for related matters.

[ On Order ]

BE IT ENACTED by the Queen's Most Excellent Majesty, by and with the advice and consent of the House of Assembly and the Senate of Saint Lucia, and by the authority of the same, as follows:

PART I  
PRELIMINARY

**Short title and commencement**

1.— (1) This Act may be cited as the Non-Governmental Organizations Act 200[ ].

(2) This Act shall come into force on a day to be fixed by the Governor-General by Order published in the *Gazette*.

**Interpretation**

2.— (1) In this Act —

“Appeal Committee” means the Appeal Committee set up under section 46;

“complainant” means a person who makes a complaint against a Non-Governmental Organization or a member, officer, trustee or director of a Non-Governmental Organization in accordance with section 40;

“Chairperson” means Chairperson of the Council elected pursuant to section 12;

“Council” means the Non-Governmental Organizations Council established under section 12;

“founding documents” means —

- (a) the Constitution;
- (b) the By-Laws and Articles of Incorporation;
- (c) the Trust Deed; and
- (d) any other documentation;

used to establish a Non-Governmental Organisation;

“Non-Governmental Organizations” includes an organisation or association which -

- (a) is a non-profit organisation;
- (b) is not affiliated with, or not under the direction of a government;
- (c) depends on charitable donations and voluntary services; and

- (d) pursues activities to relieve suffering, promote the interests of the poor, protect the environment, provide basic social services, or undertake community development;

but does not include the following voluntary bodies -

- (e) building societies, friendly societies and co-operatives;
- (f) political parties and groups campaigning on a method of governance rather than to address a particular social need;
- (g) academic sectors, such as, universities and colleges;
- (h) faith based organizations;
- (i) trade unions; or
- (j) private independent schools;

“person” includes a body corporate or an unincorporated body;

“register” means the register maintained by the Council pursuant to section 18;

“Secretary” means Secretary of the Council elected pursuant to section 12;

“Vice-Chairperson” means the Vice-Chairperson of the Council elected pursuant to section 12.

(2) The fact that a Non-Governmental Organization has under its founding documents purposes other than the purposes defined within the meaning of this Act does not prevent it from being a Non-Governmental Organization under this Act so long as it is a Non-Governmental Organization designed to contribute to sustainable human development in Saint Lucia.

## PART II

### PROTECTION OF FREEDOM OF ASSOCIATION

#### **Membership of Non-Governmental Organizations**

3.— (1) Subject to subsection (2), any person eligible for membership in a Non-Governmental Organization under its founding document has the right to remain a member as long as he or she complies with the rules of the Non-Governmental Organization.

(2) Notwithstanding subsection (1), a person shall not be a member of a Non-Governmental Organization if that person —

- (a) is at the time of desiring to be a member declared by a court to be —
  - (i) a bankrupt;
  - (ii) mentally incapacitated by reason of unsoundness of mind;  
or
- (b) has been convicted of an offence involving dishonesty or an offence under this Act provided that the offence has not been spent according to the Criminal Records (Rehabilitation of Offenders) Act No. 2 of 2004.

**Amalgamation**

4. A Non-Governmental Organization may, in accordance with its founding document, amalgamate with any other Non-Governmental Organization.

**Election practices**

5.— (1) A person shall not attempt to influence the outcome of an election for any office in a Non-Governmental Organization by fraud, threat, bribery, coercion or other improper means.

(2) Upon application by any member of a Non-Governmental Organization, or by the Council claiming upon reasonable grounds a violation of subsection (1), the court may declare such election void, determine a date for the holding of a fresh election or make provision for the filling of the offices concerned, pending the outcome of such fresh election, or make such order relating to such election or fresh election as it may deem fit.

**PART III****RESPONSIBILITIES OF NON-GOVERNMENTAL ORGANIZATIONS****Founding documents**

6.— (1) The founding documents of a Non-Governmental Organization shall incorporate the information contained in the First Schedule.

(2) A Non-Governmental Organization existing at the commencement date of this Act shall comply with subsection (1) within one year of that date.



**Alterations**

7.— (1) A Non-Governmental Organization may alter its founding document in accordance with the procedures set out in the founding document.

(2) A Non-Governmental Organization shall transmit any proposed alterations to its founding document to the Council and if the Council is satisfied that the said alterations are consistent with this Act, the Council shall make the necessary alteration in the register.

(3) A Non-Governmental Organization may transmit any proposed change of name under which it is registered and if the Council is satisfied that the change of name is consistent with the requirements of this Act, the Non-Governmental Organization shall issue a new certificate and make the necessary alteration in the register.

**Compliance**

8. Every officer or member of a Non-Governmental Organization shall comply with the founding document of the Non-Governmental Organization.

**Financial reports**

9.— (1) A Non-Governmental Organisation shall submit to the Council a report within six months after the end of its financial year.

(2) The report referred to in subsection (1) shall include —

- (a) the address of the Non-Governmental Organization;
- (b) the names and addresses of its current office holders;
- (c) the number of members of the Non-Governmental Organization; and
- (d) in the case of a Non-Governmental Organisation with a budget —

- (i) of less than sixteen thousand dollars for the financial year, a financial statement approved at its Annual General Meeting; or
- (ii) of sixteen thousand dollars or more for the financial year, an audited annual financial statement.

#### **Funds**

**10.**— (1) Any Non-Governmental Organization shall have power to apply the funds of the Non-Governmental Organization for any lawful objects or purposes authorised under its founding document.

(2) All funds received by or on behalf of a Non-Governmental Organization shall be deposited in the bank account of the Non-Governmental Organization .

(3) The person responsible for the custody of a Non-Governmental Organization's funds and property, including records, shall hand over such funds and property to the Non-Governmental Organization when he or she leaves office, or earlier if so directed by the members, officers, trustees or directors of the Non-Governmental Organization.

### **PART IV**

#### **ESTABLISHMENT, CONSTITUTION AND MANAGEMENT OF COUNCIL**

##### **Establishment of Council**

**11.**— (1) There is hereby established a Non-Governmental Organizations Council.

(2) The Council shall consist of seven persons appointed by the Governor-General after consultation with such non-governmental organizations as the Governor-General considers appropriate, as follows —

- (a) six persons with experience in health, education, community development, and social services; and
- (b) an attorney-at-law.

(3) A person shall not be appointed a member of the Council if he or she —

- (a) is a member of Parliament;

- (b) has, at any time during one year preceding his or her appointment, been a public servant;
- (c) is, at the time of his or her appointment, declared by a court to be —
  - (i) a bankrupt; or
  - (ii) mentally incapacitated by reason of unsoundness of mind;
- (d) has been convicted of an offence involving dishonesty or an offence under this Act; or
- (e) is a member, officer, trustee or director of a Non-Governmental Organisation.

(4) The principal office of the Council shall be in such place in Saint Lucia as the Council may decide.

(5) The Council shall elect a Chairperson, Vice-Chairperson and a Secretary from among its members.

- (6) The Chairperson shall —
- (a) supervise and direct the work of the Council and preside over its meetings; and
  - (b) sign all decisions of the Council.

(7) The Vice-Chairperson shall act if the Chairperson is absent, incapacitated or ineligible to perform his or her duties.

- (8) The Secretary shall —
- (a) attend all meetings of the Council and shall cause the minutes of the proceedings at such meetings to be recorded;
  - (b) keep a minute book or any other books;
  - (c) sign all correspondence of the Council excluding decisions of the Council; and
  - (d) perform any other duty given to him or her by the Council.

#### **Tenure**

**12.**— (1) The Chairperson and Vice Chairperson shall hold office on the Council for three years.

(2) The Secretary and the attorney-at-law shall hold office on the Council for two years.

(3) The three other members shall hold office on the Council for one year.

#### **Revocation**

**13.**— (1) Subject to subsection (2), the Governor-General may at any time, in writing, revoke the appointment of any member of the Council, if, upon evidence, the Governor-General is satisfied that the member is —

- (a) disqualified from being a member of the Council pursuant to section 11 and has failed to comply with section 14;
- (b) commits any act of neglect of duty, misconduct or malfeasance; or
- (c) has failed to act in the best interests of the Council.

(2) The Governor-General shall give reasons in writing for revoking the appointment of any member of the Council pursuant to subsection (1).

#### **Resignation of members**

**14.**— (1) A member other than the Chairperson may at any time resign his or her office by instrument in writing addressed to the Governor-General and transmitted through the Chairperson and, from the date of the receipt of the instrument by the Governor-General, that person ceases to be a member of the Council.

(2) The Chairperson may at any time resign his or her office by instrument in writing addressed to the Governor-General and, from the date of receipt of the instrument by the Governor-General, that person ceases to be Chairperson and a member of the Council.

#### **Vacancies**

**15.** A vacancy in the membership of the Council occurs —

- (a) on the death of the member;
- (b) if the member becomes disqualified pursuant to section 11;
- (c) if the member resigns from membership pursuant to section 14;

- (d) if the Governor General revokes the appointment of that member pursuant to section 13;
- (e) on the absence of a member from three consecutive meetings of the Council without presenting a medical certificate or without being excused by the Chairperson in writing; or
- (f) at the expiration of the period of appointment of a member.

**Alternate member**

**16.**— (1) Where a vacancy occurs in the membership of the Council, a person may be appointed to be an alternate member for any member, other than the Chairperson, and the alternate member may act temporarily in the absence of that member.

(2) An alternate member shall hold office only for the unexpired portion of the term of the former member.

**Publication in the *Gazette***

**17.** The names of the initial members, their titles, if any and every change in membership in the Council shall be published in the *Gazette*.

**Function of the Council**

**18.** The Council shall have the following functions —

- (a) to issue certificates and register Non-Governmental Organizations;
- (b) to keep and maintain a register of Non-Governmental Organizations;
- (c) to research the aims or objects of a registered Non-Governmental Organization to ensure that it is set up for a *bona fide* purpose;
- (d) to conduct investigations into the administration and activities of registered Non -Governmental Organizations where complaints are made against a Non-Governmental Organization;
- (e) to record all complaints received by the Council and to make copies of such complaints available to the public;

- (f) to provide an engine for communication and co-ordination of the activities of registered Non - Governmental Organizations having similar or related objects;
- (g) to provide training of members of registered Non-Governmental Organizations;
- (h) to monitor and evaluate the training programmes referred to in paragraph (g);
- (i) upon request made by Non-Governmental Organizations, to evaluate and help coordinate the services of registered Non-Governmental Organizations so as to ensure that the support provided by registered Non-Governmental Organizations are being used effectively to fulfil the needs within Saint Lucia;
- (j) to identify in appropriate cases, suitably qualified and experienced registered Non-Governmental Organizations to formulate, evaluate, implement or manage relevant projects funded by Government or by local or foreign funding agencies;
- (k) to provide technical or other assistance to registered Non-Governmental Organizations, if funds allow or where possible, and on request for the institutional strengthening of Non-Governmental Organizations; and
- (l) to apply, on behalf of Non-Governmental Organizations, for tax exemptions.

#### **Meetings**

**19.—** (1) The Council shall meet as often as its business requires.

(2) The Chairperson, or in his or her absence, the Vice-Chairperson, shall summon a special meeting of the Council within seven days of a requisition for that purpose addressed to him or her in writing by at least three members of the Council.

(3) At any meeting of the Council, in case of absence or inability to act of both the Chairperson and the Vice-Chairperson, the members of the Council shall elect one of their number to preside at that meeting.

(4) At any meeting of the Council where the Vice-Chairperson is presiding as Chairperson, the other members of the Council present shall elect one of their number to preside as Vice-Chairperson.

(5) A quorum for any meeting of the Council shall be a simple majority.

(6) Decisions of the Council shall be by majority votes cast and in any case in which the voting is equal, the person presiding at the meeting shall have a casting vote.

#### **Remuneration**

**20.** A member of the Council shall not be paid remuneration or fees for his or her services as a member, but a member is entitled, within the limits that the Council may establish, to be paid for travel and other expenses that he or she may incur in connection with the work of the Council.

#### **Delegation**

**21.—** (1) The Council may delegate, in writing to a committee or to a member of the Council, the exercise of any power or the performance of any duty vested in it by this Act, except the power of delegation under this section.

(2) A delegation under subsection (1) may be revoked or varied in writing by the Council.

#### **Committees**

**22.** A committee for the purposes of section 21 shall include not less than two members of the Council and may include persons who are not members of the Council.

#### **Fees**

**23.** The fees for processing applications for registration and any other service that the Council provides pursuant to this Act shall be fixed by the Minister responsible for Finance by Order published in the *Gazette*.

#### **Protection of members**

**24.** A member of the Council shall not be liable to any action suit or other proceedings in respect of an act done or omitted to be done in good faith in the exercise of a power conferred or a duty imposed under this Act.

**Validity of acts**

**25.** An act done or proceeding taken under this Act shall not be questioned on the ground —

- (a) of the existence of any vacancy in the membership, or of any defect in the constitution of the Council;
- (b) of any omission, defect or irregularity.

**Rules of the Council**

**26.—** (1) The Council may make rules for the Council not inconsistent with this Act for all or any of the following purposes —

- (a) to establish the limits within which travel or other expenses may be paid to its members;
- (b) regulating its proceedings at meetings and investigations;
- (c) to formulate a code of conduct for registered Non-Governmental Organizations;
- (d) to ensure registered Non-Governmental Organizations accountability to contributors where no such accountability is required by contributors;
- (e) to ensure the maintenance of high standards by registered Non-Governmental Organizations in the interest of the public;
- (f) to foster ethical behaviour among registered Non-Governmental Organizations.

(2) Notice in writing shall be given to each member of the Council twenty-one days prior to any meeting at which a proposal for a resolution to make rules or for the amendment or revocation of any rule so made together with a copy of the proposed rule, amendment or revocation.

(3) An inadvertent failure to comply with subsection (2) shall not invalidate the making of the amendment or resolution or any rule of that meeting.

**Staff**

**27.—** (1) The Council may appoint such staff as it may require for the proper carrying out of its functions pursuant to this Act.



(2) A person appointed pursuant to subsection (1) shall perform the duties assigned to him or her by the Chairperson.

#### **Revenue**

**28.** The revenue of the Council shall consist of monies donated by individuals, corporations or otherwise lawfully contributed, donated or bequeathed from any other source including subventions by the Government.

#### **Expenses of the Council**

**29.** The expenses of the Council shall be paid out of the funds and resources of the Council.

#### **Financial year of the Council**

**30.** The financial year of the Council shall begin on 1<sup>st</sup> January and shall end on 31<sup>st</sup> December in each year.

#### **Accounts**

**31.** The Council shall keep accounts and other records in relation to the business of the Council and shall prepare annually a statement of accounts in a form which shall conform to established commercial and accounting standards and practices.

#### **Audit**

**32.—** (1) The Council shall, as soon as is practicable after each financial year, have its accounts audited annually by an independent auditor appointed by the Council, who shall conduct the audit in accordance with generally accepted international accounting standards and principles.

(2) The Council and employees of the Council shall grant to the auditor appointed pursuant to subsection (1) access to all books, deeds, contracts, accounts, vouchers, or other documents which the auditor may deem necessary and the auditor may require the person holding or accountable for such document to appear, make a signed statement or provide such information in relation to the document as the auditor deems necessary.

(3) A person who fails to appear, make a signed statement or provide information under subsection (2) commits an offence and on summary conviction is liable to a fine not exceeding three thousand

dollars or to imprisonment for a term not exceeding one month or to both and to revocation of his or her appointment as a member of the Council or a staff member of the Council in accordance with this Act.

#### **Auditor's report**

**33.**— (1) An independent auditor pursuant to section 32 shall as soon as is practicable, and not later than two months after the end of each financial year submit to the Council copies of the audited financial statement of the Council.

(2) Upon receipt of the financial statement in accordance with subsection (1), the Council shall submit such financial statement to the Minister responsible for Finance.

#### **Annual report**

**34.** Within four months after the end of each financial year, a statement of the accounts audited in accordance with section 32 shall be laid by the Minister responsible for Finance before Parliament and published in the *Gazette* and in at least two local newspapers.

#### **Exemption from tax**

**35.**— (1) The Council shall be exempt from the payment of income tax.

(2) Notwithstanding any law or enactment in force in Saint Lucia, all gifts, property or financial securities donated to the Council shall be allowed as a tax deduction up to the full value of such donation for the purposes of income or property taxes as the case may be.

## **PART V**

### **REGISTRATION AND STATUS**

#### **Registration**

**36.**— (1) A Non-Governmental Organization wishing to be recognised as a Non-Governmental Organization shall be registered in accordance with this Act.

(2) The rights or benefits conferred by this Act on a Non-Governmental Organization or its members may be exercised only if it is registered in accordance with this Act.

(3) Any three members or more of a Non-Governmental Organization may, by subscribing their names to the rules of the Non-Governmental Organization and otherwise complying with the provisions of this Act, apply to the Council for registration as a Non-Governmental Organization.

(4) Three copies of the founding document, duly authenticated by the signature of the President or Chairperson and Secretary and one copy of a disaster preparedness plan, shall be submitted by the Non-Governmental Organization to the Council along with the application.

(5) If the Council is satisfied in respect of an application made under this section that —

- (a) the requirements of this section have been met;
- (b) the founding document of the Non-Governmental Organization is consistent with this Act and the Constitution of Saint Lucia and the Charter of Civil Society for the Caribbean Community and does not contain provisions which are contrary to any law in force in Saint Lucia; and
- (c) the name of the Non-Governmental Organization is not identical to that of any existing Non-Governmental Organization or so closely resembles such name as to be likely to deceive its own members or the members of the public;

the Council shall register the Non-Governmental Organization and furnish it with a certificate of registration in the form prescribed in the Second Schedule.

(6) Any person aggrieved by a refusal or failure to register a Non-Governmental Organization is entitled to appeal to the Appeal Committee in accordance with section 47.

(7) All existing Non-Governmental Organizations which were recognised as Non-Governmental Organizations before the coming into force of this Act shall be deemed to be registered.

(8) A fee shall not be paid by any Non-Governmental Organization deemed to be registered under subsection (7).

(9) For the purposes of this section “recognised as Non-Governmental Organizations” includes a non-profit company

registered under the Companies Act, Cap. 13.01, and a Non-Governmental Organization registered by any Government Ministry.

**Legal status**

**37.—** (1) A registered Non-Governmental Organization shall have the capacity to contract and to hold property, and to sue and be sued in its registered name.

(2) Subject to subsection 3, civil proceedings shall not be brought against a Non-Governmental Organization registered under this Act or against any member, officer, trustee or director of a Non-Governmental Organization, in respect of any act done in good faith, by or on behalf of the Non-Governmental Organization in the furtherance of the objects of its founding document.

(3) Notwithstanding subsection (2), civil proceedings may be brought against a Non-Governmental Organization or a member, officer, trustee or director of a Non-Governmental Organization where this is expressly allowed by this Act or any law in force in Saint Lucia.

**Defunct organizations**

**38.—** (1) Upon application by at least three members of the Non-Governmental Organization, the Council may, after making such inquiries as it may consider necessary, declare a Non-Governmental Organization to be defunct if the Council is satisfied that the Non-Governmental Organization is no longer carrying on any of its activities for a period of at least twelve months.

(2) A declaration made under this section shall include the winding up of the Non-Governmental Organization and direction for the disposal of the Non-Governmental Organizations assets, as the Council may deem just, having regard to the objects and the founding document of the Non-Governmental Organization or a resolution of the majority of members of the Non-Governmental Organization.

(3) A Non-Governmental Organization may, subject to a declaration made under this section, appeal to the Appeal Committee in accordance with section 47.

**Suspension or withdrawal of registration**

**39.—** (1) Subject to subsection (2), the Council may —

(a) where a Non-Governmental Organization fails to submit a financial report in accordance with section 9 or fails to comply with any other requirement under this Act; or

(b) where it finds that a complaint presented to it is well founded;

suspend or withdraw registration of the Non-Governmental Organization.

(2) Notwithstanding subsection (1), prior to suspending or withdrawing registration of the Non-Governmental Organization, the Non-Governmental Organization shall be given an opportunity to be heard.

(3) Any Non-Governmental Organization subject to a suspension or withdrawal under subsection (1) shall have the right to make representations to the Council for an order to re-establish its registration.

(4) Where the Council suspends or withdraws registration of a Non-Governmental Organization pursuant to subsection (1), it shall within seven days of such suspension or withdrawal —

- (a) notify -
- (i) the Prime Minister's Office;
  - (ii) the Minister responsible for Non-Governmental Organizations;
  - (iii) Customs; and
  - (iv) the Registrar of Companies; and
- (b) publish the names of the Non-Governmental Organizations in the *Gazette*.

(5) Where a Non-Governmental Organization's registration is suspended or withdrawn, such Non-Governmental Organization shall no longer be protected or recognised as a Non-Governmental Organization for the purposes of this Act.

## PART VI

### COMPLAINTS AND INVESTIGATIONS

#### **Grounds of complaint**

**40.** Subject to section 41, a person may make a complaint to the Council if the person has reasonable grounds to believe that —

- (a) a Non-Governmental Organization is in breach of the provisions of this Act;
- (b) a member, officer, trustee or director of a Non-Governmental Organization has by his or her improper conduct prevented the Organization from carrying out the objects for which it was registered; or
- (c) a Non-Governmental Organization has received funds from contributors and have used those funds for purposes other than the objectives for which the Non-Governmental Organization was formed.

**Form of complaint**

**41.**— (1) A complaint made pursuant to section 40 shall be in the form prescribed in the Third Schedule.

(2) The Council may ask the complainant to give more information about the complaint within a time fixed by the Council.

**Procedure on receipt of complaint**

**42.**— (1) Within thirty days after receiving a complaint or within a further period fixed under subsection (3), the Council shall decide whether, and to what extent —

- (a) to accept the complaint; or
- (b) subject to subsection (4), to reject the complaint; or
- (c) to refer the complaint to another person.

(2) To enable the Council to make a decision under subsection (1), the Council may make such inquiries as the Council considers appropriate.

(3) If the Council considers that —

- (a) a complaint is unduly complex; or
- (b) a complaint can be satisfactorily resolved within a further period fixed by the Council;

the Council may fix a further period of not more than thirty days for the purpose of subsection (2).

- (4) The Council shall reject a complaint —
- (a) which in the Council's opinion is frivolous, vexatious, trivial or does not warrant investigation;
  - (b) about an incident which occurred more than six months before the complaint is made if in the Council's opinion the person who made the complaint has not shown good reason for the delay; or
  - (c) when asked, the complainant does not —
    - (i) confirm the complaint in writing; or
    - (ii) give more information about the complaint within the time fixed by the Council.

(5) The Council shall investigate a complaint if it is satisfied that the person making the complaint or the person on whose behalf the complaint is being made has taken all reasonable steps to resolve the matter with the Non-Governmental Organization or the member, officer, trustee or director of the Non-Governmental Organization.

(6) If a complainant raises issues which in the Council's opinion, requires investigation by another person, the Council may refer the complaint to the appropriate person.

#### **Investigation procedure**

**43.**— (1) Within fourteen days after deciding to accept a complaint, the Council shall give written notice of the details of the complaint to the Non-Governmental Organization or the member, officer, trustee or director of the Non-Governmental Organization concerned.

(2) If in the Council's opinion the person who made the complaint and the Non-Governmental Organization or the member, officer, trustee or director of the Non-Governmental Organization cannot resolve the complaint and after investigating the complaint the Council decides that the complaint is justified, the Council shall decide what action should be taken to remedy the complaint.

(3) The Council shall decide, in a manner that does not conflict with the provision of any law in force in Saint Lucia, whether a complaint is justified or what action is to be taken.

(4) Within fourteen days after deciding whether or not a complaint is justified the Council shall give written notice of the decision to the complainant and the Non-Governmental Organization or the member, officer, trustee or director of the Non-Governmental Organization concerned.

(5) A notice given under subsection (4) shall include the reason for the decision and shall instruct the Non-Governmental Organization or the member, officer, trustee or director of the Non-Governmental Organization to take the action, if any, which the Council determines necessary to remedy the complaint.

(6) Where a Non-Governmental Organization or a member, officer, trustee or director of the Non-Governmental Organization requests an extension of time, the Council may extend the time within which the Non-Governmental Organization or the member, officer, trustee or director of the Non-Governmental Organization must report under subsection (7) by no more than fifteen days.

(7) Within thirty days after the registered Non-Governmental Organization or the member, officer, trustee or director of the registered Non-Governmental Organization receives notice under subsection (5), or before the end of any extension of time granted under subsection (6) by the Council, the Non-Governmental Organization or the member, officer, trustee or director of the Non-Governmental Organization shall report in writing to the Council about what action the Non-Governmental Organization or the member, officer, trustee or director of the Non-Governmental Organization has taken upon the complaint.

#### **Powers of investigation**

**44.** In conducting an investigation the Council —

- (a) may adopt its own procedure;
- (b) may exclude the public and media from its sittings;
- (c) is not bound by the rules of evidence but may inform itself of any matter in such a manner as it considers appropriate;
- (d) is bound by the rules of natural justice;
- (e) may —



- (i) summon a person to attend meetings of the Council and to answer questions put to him or her by members of the Council;
- (ii) permit the complainant or an interested person to appear before it to be represented by Counsel or another person.

**Termination of proceedings**

**45.**— (1) The Council shall terminate proceedings on an issue raised in a complaint if the Council considers that the issue should properly be dealt with by another person, organization or agency.

(2) Within fourteen days after terminating proceedings in respect of a complaint under subsection (1), the Council shall give written notice of that fact to the complainant and the registered Non-Governmental Organization or the member, officer, trustee or director of the registered Non-Governmental Organization.

**PART VII**

**APPEALS**

**Appeal Committee**

**46.**— (1) Notwithstanding sections 21 and 22, there shall be an Appeal Committee appointed by the Governor-General consisting of three persons as follows —

- (a) two persons with background in health, education, community development and social services; and
- (b) an attorney-at-law.

(2) A person shall not be appointed to the Appeal Committee if he or she —

- (a) is a member of Parliament;
- (b) has at any time during one year preceding his or her appointment, been a public servant;
- (c) is, at the time of such appointment, declared by a court to be —
  - (i) a bankrupt;
  - (ii) mentally incapacitated by reason of unsoundness of mind;
- (d) has been convicted of an offence involving dishonesty or an offence under this Act; or

(e) is a member, officer, trustee or director of a registered Non-Governmental Organization.

(3) The Appeal Committee shall choose from among its members a Chairperson and a Vice-Chairperson.

(4) The Chairperson shall supervise and direct the work of the Appeal Committee and preside at its meetings.

(5) The Vice-Chairperson shall act if the Chairperson is absent, incapacitated or for any reason is unable to perform his or her duties.

(6) Each member shall be appointed for a term of not more than three years but may be removed by the Governor-General for cause.

(7) The Governor-General may appoint a person to be an alternate member for any member, other than the Chairperson and the alternate member may act temporarily in the absence of that member.

(8) An alternate member shall hold office only for the unexpired portion of the term of the former member.

(9) If a vacancy occurs in the membership, the Governor-General shall appoint a person to fill the vacancy in accordance with subsection (1).

(10) The Appeal Committee shall hear applications made under this Act appealing against decisions of the Council and may regulate its own procedure.

(11) Subject to judicial review, the decision of the Appeal Committee shall be final and binding.

(12) In this section —

“Chairperson” means the Chairperson of the Appeal Committee;

“member” means a member of the Appeal Committee;

“Vice-Chairperson” means the Vice-Chairperson of the Appeal Committee.

#### **Application for appeal**

**47.**— (1) Where a person is not satisfied with a decision of the Council, that person may appeal against the decision by notice in writing

to the Appeal Committee and shall serve a copy of the notice on the Council.

(2) The notice in subsection (1) shall be in the form prescribed in the Fourth Schedule and lodged with the Appeal Committee within thirty days of the decision or within such longer period allowed by the Appeal Committee.

#### **Information from Council**

**48.** Within thirty days of the receipt of a notice under section 47, the Council shall send to the Appeal Committee the reasons for its decision and any other document that the Appeal Committee may require.

#### **Powers of Appeal Committee**

**49.** After considering —

- (a) the information that was before the Council;
- (b) any additional information made to the Appeal Committee; and
- (c) any representations made to the Appeal Committee on behalf of the applicant or the Council;

the Appeal Committee may affirm, vary or cancel a decision of the Council, and the Appeal Committee may make the order that it considers ought to have been made.

### **PART VIII**

#### **MISCELLANEOUS**

#### **Offences**

**50.** A person who —

- (a) wilfully makes a false statement to mislead or misleads the Council or any other person in the discharge of functions under this Act; or
- (b) without lawful justification or excuse —
  - (i) obstructs, hinders or resists the Council in the discharge of functions under this Act; or
  - (ii) fails to comply with any lawful requirement of the Council under this Act;

commits an offence and is liable on summary conviction to a fine of five thousand dollars and to imprisonment for a term of two years.

No. 36 ]      *Non-Governmental Organizations Act*      [ 2006.

**Power to make Regulations**

51. The Minister responsible for Non-Governmental Organizations may make Regulations for the purposes of this Act.

**FIRST SCHEDULE**

(Section 6)

**CONSTITUTIONS**

- 1.** The Constitution of a Non-Governmental Organisation shall state -
- (a) the purpose of the Non-Governmental Organization;
  - (b) the objectives of the Non-Governmental Organization;
  - (c) the type of Non-Governmental Organization;
  - (d) the membership of the Non-Governmental Organization including -
    - (i) who may join the Non-Governmental Organization;
    - (ii) the duties and rights of members;
    - (iii) how to join the Non-Governmental Organization;
    - (iv) how members can resign or be expelled;
  - (e) the structures and main procedures of decision-making in the Non-Governmental Organization including -
    - (i) annual general meetings and other meetings;
    - (ii) elections and appointments for the different structures of the Non-Governmental Organization;
    - (iii) the powers and functions of the persons elected in paragraph (ii);
    - (iv) where the decision-making power lies;
    - (v) how the Non-Governmental Organization is governed and how decisions are made;
    - (vi) how the Non-Governmental Organization is organized to get the work done;
  - (f) the roles, rights and responsibilities of people holding specific positions and the different structures;
  - (g) the control of the finances of the Non-Governmental Organization;
  - (h) the financial year and audit process;
  - (i) the closing down of the organization.

**BY-LAWS AND ARTICLES OF INCORPORATION**

- 2.** The articles of association of a Non-Governmental Organization shall be in the prescribed form and shall state -
- (a) the restrictions on the business that the Non-Governmental Organization is to carry on;

- (b) that the Non-Governmental Organization has no authorized share capital and is to be carried on without pecuniary gain to its members, officers, trustees or directors;
- (c) that any profits or other accretions to the Non-Governmental Organization are to be used in furthering its purpose;
- (d) if the business of the Non-Governmental Organization is of a social nature, the address in full of the building that the Non-Governmental Organization is maintaining;
- (e) that each first director becomes a member of the Non-Governmental Organization upon its incorporation.

3. (1) A Non-Governmental Organization may make By laws not being contrary to this Act or to the Articles of Incorporation respecting -

- (a) the admission of persons and unincorporated associations as members and as *ex officio* members, and the qualifications of, and the conditions of membership;
- (b) the fees and dues of members;
- (c) the issue of membership cards and certificates;
- (d) the suspension and termination of membership by the Non-Governmental Organization and by a member;
- (e) where the Articles provide that a member is transferable, the method of transferring membership;
- (f) the qualifications of , and the remuneration of the directors and the *ex officio* directors, if any;
- (g) the time for, and manner of, election of directors;
- (h) the appointment, remuneration, functions, duties removal of agents, officers and employees of the Non-Governmental Organization, and the security, if any, to be given by them to the Non-Governmental Organization;
- (i) the time and place, and the notice to be given, for the holding of meetings of the members and of the governing body, if any, the quorum at meetings of the members, the requirements as to proxies, and the procedure in all things at meetings of the members and at meetings of the governing body; and
- (j) the conduct in all other particulars of the affairs of the Non-Governmental Organization.

(2) The directors may, in addition, make by-laws respecting —

- (a) the division of its members into groups, either territorially or on the basis of common interest;
- (b) the election of some or all of the directors -
  - (i) by the groups on the basis of the number of members in each group;
  - (ii) for the groups in a defined geographical area, by the delegates of the groups meeting together; or
  - (iii) by the groups on the basis of common interest;
- (c) the election of delegates and alternate delegates to represent each group on the basis of the number of members in each group;
- (d) the number and qualifications of delegates and the method of their election;
- (e) the holding of meetings of members or delegates;
- (f) the powers and authority of delegates at meetings and may provide that a meeting of delegates for all purposes is a meeting of the members with all the powers of such a meeting; and
- (g) the holding of meetings of members or delegates territorially or on the basis of common interest.

**Note:**

4. (1) A by-law is not effective until it is confirmed by at least two-thirds of the votes cast at a general meeting of the members duly called for that purpose.

(2) A delegate has only one vote and may not vote by proxy.

(3) By-laws may not prohibit members from attending meetings of delegates and participating in the discussions at the meetings.

**TRUST DEED**

5. A Trust Deed shall state -

- (a) the maximum sum that the Non-Governmental Organization can raise by issuing debentures of each specific issue;
- (b) the maximum discount that can be allowed on the issue or re-issue of the debentures, and the maximum premium at which the debentures can be made redeemable;
- (c) the nature of any assets over which a security interest is created by the trust deed in favour of the trustee for the benefit of the debenture holders equally, and, except where such an interest is a floating

charge or a general floating charge, the identity of the assets subject to it;

- (d) the nature of any assets over which a security interest has been, or will be, created in favour of any person other than the trustee for the benefit of the debenture holders equally, and, except where such an interest is a floating charge or a general floating charge, the identity of the assets subject to it;
- (e) whether the Non-Governmental Organization has created or will have to create any security interest for the benefit of some, but not all, of the holders of debentures issued under the trust deed;
- (f) any prohibition or restriction on the power of the Non-Governmental Organization to issue debentures or to create any security interest on any of its assets ranking in priority to, or equally with, the debentures issued under the trust deed;
- (g) whether the Non-Governmental Organization will have power to acquire debentures issued under the trust deed before the date for their redemption and to re-issue on debentures;
- (h) the dates on which interest on the debentures issued under the trust deed will be paid, and the manner in which payment will be made;
- (i) the dates on which the principal of the debentures issued under the trust deed will be repaid, and, unless the whole principal is to be repaid to all the debenture holders at the same time, the manner in which redemption will be effected, whether by the payment of equal instalments of principal in respect of each debenture or by the selection of debentures for redemption by the Non-Governmental Organization, or by drawing, ballot or otherwise;
- (j) in the case of convertible debentures, the dates and terms on which the debentures can be converted into shares and the amounts that will be credited as paid upon those shares, and the dates and terms on which the debenture holders can exercise any right to subscribe for shares in right of the debentures held by them;
- (k) the circumstances in which the debenture holders will be entitled to realize any security interest vested in the trustee or any other person for their benefit, other than the circumstances in which they are entitled to do so by this Act;
- (l) the power of the Non-Governmental Organization and the trustee to call meetings of the debenture holders, and the rights of debenture holders to require the Non-Governmental Organization or the trustee to call meetings of the debenture holders;
- (m) whether the rights of debenture holders can be altered or abrogated, and, if so, the conditions that are to be fulfilled, and the procedures that are to be followed, to effect an alteration or an abrogation; and
- (n) the amount or rate of remuneration to be paid to the trustee and the period for which it will be paid, and whether it will be paid in priority to the principal, interest and costs in respect of debentures issued under the trust deed.





**THIRD SCHEDULE**

(Section 41)

**COMPLAINT**

Date \_\_\_\_\_

Name of Complainant \_\_\_\_\_

Address of Complainant \_\_\_\_\_

Contact Telephone No. \_\_\_\_\_

Name of Non-Governmental Organization/member, officer, trustee or director  
of Non-Governmental Organization against whom the complaint is being made

\_\_\_\_\_

Particulars of the complaint\* \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

\*(Continue on a separate sheet if necessary and attach hereto)

Received by \_\_\_\_\_

Name and signature \_\_\_\_\_

Date \_\_\_\_\_

**FOURTH SCHEDULE**

**(Section 47)**

SAINT LUCIA

BETWEEN:

Appellant

And

Respondent

**NOTICE OF APPEAL**

Take notice that (1) \_\_\_\_\_, a member of Non-Governmental Organization/a person aggrieved by the decision of the Council, (2) \_\_\_\_\_ being dissatisfied with the decision of the Council dated \_\_\_\_\_ 200[ ] of with I received notice on the day of \_\_\_\_\_ 200[ ]

(3) That \_\_\_\_\_

\_\_\_\_\_

hereby appeals to the Appeal Committee for the reasons set out in paragraph 5 below and will at the hearing of the appeal seek a decision to the Appeal Committee that (4) \_\_\_\_\_

\_\_\_\_\_

**Reasons for Appeal**

(Insert FULLY here the reasons for the Appeal)

(a) \_\_\_\_\_

(b) \_\_\_\_\_

(c) \_\_\_\_\_

etc.

No. 36 ]      *Non-Governmental Organizations Act*      [ 2006.

All notices or other documents relating to this appeal may be sent to me at  
(5) \_\_\_\_\_

Dated, this                      day of                      , 200[ ].

To:      Appeal Committee

**Note:**

- (1) Name of applicant
- (2) Office/occupation
- (3) Insert substance of the decision appealed against
- (4) State order sought from the Appeal Committee
- (5) Address

Passed in the House of Assembly this 10th day of October, 2006.

J. BADEN ALLAIN,  
*Speaker of the House of Assembly.*

Passed in the Senate this 9th day of November, 2006.

HILFORD DETERVILLE,  
*President of the Senate.*