

I hereby certify that the following special resolution was passed at the AGM of the members of the Nepalese Community Society of Calgary (NCSC) on April 18, 2025.

The Bylaws were changed as follows:

The existing Bylaws of the Nepalese Society of Calgary (NCSC) were repealed. They are replaced with the attached Bylaws of the Nepalese Community Society of Calgary (NCSC).

A handwritten signature in black ink, appearing to read "Prakash Bashyal", is written over a dashed horizontal line.

Prakash Bashyal

President, Nepalese Community Society of Calgary

Date: 2025-07-09

TABLE OF CONTENTS

ARTICLE 1. PREAMBLE	3
1.1. The Society.....	3
1.2. Objectives of the Society.....	3
1.3. The Bylaws	3
ARTICLE 2. DEFINING AND INTERPRETING THE BYLAWS.....	3
2.1. Definitions.....	3
2.2. Interpretation.....	4
ARTICLE 3. MEMBERSHIP	4
3.1. Society Membership.....	5
3.2. Termination of Membership	5
3.3. Membership Rights and Privileges.....	6
ARTICLE 4. MEETINGS OF THE SOCIETY	6
4.1. Annual General Meeting.....	6
4.2. Special Meeting of the Society	7
4.3. Proceedings at the Annual General or a Special Meeting	7
ARTICLE 5. THE GOVERNANCE OF THE SOCIETY.....	8
5.1. The Executive Committee	8
5.2. Composition of the Executive Committee	9
5.3. Resignation or Removal of an Executive Officer of the Executive Committee	13
5.4. Meetings of the Executive Committee.....	13
5.5. The Board of Advisors (BOA)	14
ARTICLE 6. ELECTIONS	14
ARTICLE 7. ADMINISTRATIVE AND FINANCIAL MANAGEMENT	15
7.1. Administrative	15
7.2. Financial	17
ARTICLE 8. GAMING PROCEEDS ACCOUNT	16
ARTICLE 9. AMENDMENT OF OBJECTS AND BYLAWS	17
ARTICLE 10. DISSOLUTION AND REMAINING ASSETS.....	18

Bylaws of
Nepalese Community Society of Calgary (NCSC)

(Corporate Access No.: 5010927183)

ARTICLE 1. PREAMBLE

1.1. The Society

The name of the Society is the Nepalese Community Society of Calgary (NCSC).

1.2. Objectives of the Society

The objectives of the Society are to:

- a. promote societal activities primarily for the Nepalese Community in Calgary and the surrounding areas;
- b. coordinate and run programs with other societal, non-profit, and government organizations for the benefit of local people;
- c. promote cultural and linguistic programs to promote Nepalese culture and festivals in Alberta; and,
- d. provide support services to vulnerable Canadians.

1.3. The Bylaws

The following articles set forth the Bylaws of the Nepalese Community Society of Calgary (NCSC).

ARTICLE 2. DEFINING AND INTERPRETING THE BYLAWS

2.1. Definitions

Act - the Societies Act R.S.A. 2000, Chapter S-14 as amended, or any statute substituted for it.

Annual General Meeting (AGM) - the annual general meeting of the members of the Society.

Bylaws - the Bylaws of the Society as amended.

Board of Advisors (the Board) - an Advisory Board of the NCSC Executive Committee nominated as per Article 5.5.

Executive Committee - the elected or nominated governing body of the Society.

Executive Committee Members – a member of the Executive Committee of the Society, and includes President, Vice President, Secretary, Treasurer, Event Coordinator, Media Coordinator, Joint Secretary, Women and Children Coordinator, Cultural Heritage Coordinator, Youth and Sports Coordinator, and Seniors and Newcomers Coordinator.

Member - member of the Society as defined in Article 3.1.

Register of Members - the list maintained by the Executive Committee containing the name, address, and contact information of the members of the Society.

Society - the Nepalese Community Society of Calgary (NCSC).

Special General Meeting - the meeting of the Society members when there is an unusual or urgent matter(s) to address that cannot wait until the AGM.

Special Resolution: A resolution passed at the General or Special General Meeting of the Society with no less than 75% of the members entitled to vote.

Voting Members: General or Life members of the Society, who are entitled to vote at the meetings or elections of the Society.

2.2. Interpretation

The following rules of interpretation shall be applied in interpreting these Bylaws.

- a. Masculine, feminine, neuter, singular, and plural: words shall be deemed to apply to masculine, feminine, neuter, singular, and plural according to the content or nature applicable.
- b. Headings are for convenience only. They do not affect the interpretation of these Bylaws.
- c. These Bylaws shall be interpreted broadly and generously.

ARTICLE 3. MEMBERSHIP

3.1. Society Membership

- 3.1.1. NCSC membership is open to any individual who is interested in fulfilling the objectives of the Society and paying the membership fee as prescribed in article 3.1.4.

3.1.2. Types of Members

- a. General Member: 18 years of age and above who paid the prescribed General membership fee, issued by the Executive Board, and recorded

in the register of members;

- b. Life Member: 18 years of age and above who pays the prescribed one-time life membership fee, and is approved by the NCSC Executive Board;
- c. Youth Member: Youth under 18 years of age willing to participate as a youth member with the consent of one of the parents or guardians;
- d. Honorary Member: An Individual who has contributed extraordinarily to the objectives of NCSC and approved by the AGM of the Society on the recommendation of the Executive Board.

3.1.3. All members shall agree to have their name and personal information entered into the register of members.

3.1.4. There shall be no membership fee for youth and honorary members. Fees for General Membership is \$30 (thirty) for two years and a one-time payment of \$150 (one hundred fifty) for Life Membership until the AGM decides otherwise.

3.1.5. General Membership is valid until December 31 of the following year. Membership fees cannot be prorated or refunded.

3.1.6. The Executive Committee shall collect applicable membership fees from General and Life members and provide memberships to all categories of members.

3.2. Termination of Membership

3.2.1. A member may resign from the Society membership by submitting a written notice to the President of the Society. The name shall be removed from the Register of the Members within a month of the notice.

3.2.2. A joint meeting of the Executive Committee and the Board of Advisors may suspend one's membership for not more than three (3) months, if a:

- a. Member has failed to abide by these Bylaws;
- b. Member has been disloyal to the Society;
- c. Member has disrupted meetings or functions of the Society; or
- d. The member has harmed the Society.

The affected Member shall receive at least one week's notice before the meeting to be held for the membership suspension. The Member, optionally accompanied by another member, shall have an opportunity for clarification in person in the meeting. The committee's decision is final.

3.2.3. The membership is terminated upon the death of a member.

3.2.4. The Society may, by a majority of votes in a Special Meeting or in an AGM, expel a member for at least two years for any cause deemed not appropriate for the objectives of the Society.

3.3. Membership Rights and Privileges

- 3.3.1. Members have the following rights and privileges:
 - a. be part of and promote the Nepalese cultural heritage, society's activities, and objectives;
 - b. participate in events organized by the Society;
 - c. socialize and volunteer in the Society-organized program and services;
 - d. stand for elected positions by these Bylaws;
 - e. participate and contribute in General and Special Meetings of the Society;
 - f. exercise other rights and privileges given to the members by these Bylaws;
- 3.3.2. No Member, in an individual capacity, is liable for any debt or liability of the Society.
- 3.3.3. No right or privilege of any Member is transferable to another person. All rights and privileges cease when the Membership is terminated.
- 3.3.4. A person is liable for any debts owing to the Society even after ceasing membership.

ARTICLE 4. MEETINGS OF THE SOCIETY

4.1. Annual General Meeting

- 4.1.1. The Annual General Meeting (AGM) of the good standing members shall be the supreme body of the Society.
- 4.1.2. AGM can decide, approve, and formulate any policy and decision consistent with the objectives of the Society.
- 4.1.3. Other than in the situation of a state of emergency/Natural calamities, the Society holds its AGM no later than July 31 of each calendar year, in Calgary, Alberta. The Executive Committee sets the venue, day, and time of the meeting and notifies members at least 21 days in advance.

The following decisions shall be taken in the AGM:

- a. Ratifying the decision of the executive board nominating vacant positions of the Executive Board members for more than one year.
- b. Approving the annual accounts of income and expenditures of the Society;
- c. Review and approve the society's annual reports;
- d. Delegating the authority of AGM to the Executive Board for certain tasks;
- e. Appointing auditor(s) to audit the finances of the Society;
- f. Reviewing the financial statements on the Society's income, disbursements, assets and liabilities, and the auditor's report;

- g. Considering other matters specified in the meeting notice and other motions that members have filed before the meeting is called and,
- h. Forming Special Committee(s) to work together with the Executive Committee and the Board of Advisors to manage specific long-term or prime business of the Society that requires more than two years of commitment.

- 4.1.4. The society will ask its members to register for the AGM, and 51% of the registered members is a quorum.
- 4.1.5. Decisions shall be based on a simple majority (more than 50%) of votes of the members present in the meeting.

4.2. Special General Meeting of the Society

- 4.2.1. A Special Meeting of the Society members can be called when there is an unusual or crucial matter to address that cannot be postponed until the AGM.
- 4.2.2. A Special Meeting of the Society shall be called by the Executive Committee for a pre-specified reason and intended motion(s) when commenced by:
 - a. a resolution of the Executive Committee, or
 - b. a written request of at least six Executive Board Members, or
 - c. a written request to the Executive Committee by at least twenty-five percent of the voting members.
- 4.2.3. The Secretary shall provide a notice by email or other means to each member at least twenty-one (21) days before the Special General Meeting. The notice shall state the place, date, time, and motion(s) of the Special General Meeting.
- 4.2.4. Only the motion(s) provided in the notice shall be considered at the Special General Meeting.
- 4.2.5. A Special General Meeting shall have the same meeting procedure, method of voting, and quorum requirements as the AGM.

4.3. Proceedings at the Annual General Meeting

- 4.3.1. The Secretary mails, e-mails, or delivers a notice to each Member of at least twenty-one (21) days before the AGM. This notice states the place, date, time, and agenda(s) of the Annual General Meeting of the Society Members.
- 4.3.2. General Meetings of the Society are open to the members of the society.
- 4.3.3. The President cancels the General Meeting if a quorum is not present within two hours after the set time. If canceled, the meeting is rescheduled within one week in the same or a different place and time with notifications. If a quorum is not present within one hour after the set time of the second meeting, the meeting shall proceed with the Members in attendance.

- 4.3.4. The President chairs every General Meeting of the Society. The Vice-President chairs in the absence of the President. If neither the President nor the Vice-President is present within one hour after the set time for the General meeting, the meeting shall be chaired by one of the available executive members according to the portfolio.
- 4.3.5. The President may adjourn the General Meeting with the consent of the Members at the meeting.
- 4.3.6. The Executive Committee shall give notice to the Members when a General meeting is adjourned in special circumstances such as the state of emergency, legal implications, or extreme disruption.
- 4.3.7. General Meeting shall not be invalid due to accidental omission to give notice to any Member, any Member not receiving any notice, or any error in any notice that does not affect the meaning.
- 4.3.8. All Voting Members present in the AGM may agree to a resolution without prior notice. This resolution shall be equally valid as other resolutions passed from the General Meeting.
- 4.3.9. Each Voting Member has one vote. A show of hands decides every vote at the Meeting. A ballot is used if the majority of the voting Members present at the meeting request it.
- 4.3.10. A proxy vote is not permitted in the meetings.
- 4.3.11. A majority of the votes of the Voting Members present decide each agenda and resolution. The President declares whether a resolution is carried or lost.
- 4.3.12. If requested, voting by ballot, the President or the presiding officer may set the time, place, and method for a ballot vote. The majority of votes cast in favor shall be the resolution of the Meeting. Members may withdraw their requests for a ballot before the voting starts.
- 4.3.13. The presiding officer, in good faith, decides any dispute on any vote, and the decision shall be final.

ARTICLE 5. THE GOVERNANCE OF THE SOCIETY

5.1. The Executive Committee

- 5.1.1. The Executive Committee is the governing body of the Society to run activities as per the objectives of the Society. The Executive Committee shall have full control over the affairs of the Society mandated by these Bylaws and from the decisions of the Annual General and Special General meetings.
- 5.1.2. The authority and responsibilities of the Executive Committee include:
 - a. promoting the objectives of the Society;
 - b. promoting membership of the Society;

- c. maintaining and protecting the Society's assets and property;
- d. preparing an annual budget for the Society;
- e. paying all expenses for operating and managing the Society;
- f. making policies for managing, operating, and funding Society activities;
- g. formulating and implementing working guidelines to run different programs and projects;
- h. maintaining all accounts and financial records of the Society;
- i. appointing legal counsel as necessary;
- j. promoting Nepalese festivals, culture, and tourism;
- k. finding opportunities and helping Nepalese people in Calgary and other parts of the world;
- l. form sub-committees of Executive Board Members or Society members for specific programs of the Society;
- m. nominating Board of Advisors;
- n. nominating vacant position(s) other than the president of the Executive Committee for the remaining period until the upcoming AGM;
- o. appoint election committee members, including the chief election officer.

5.2. Composition of the Executive Committee

- 5.2.1. NCSC values the principles of diversity, which provide an equitable opportunity for participation to every community member regardless of caste, gender, creed, and cultural beliefs. The Executive Committee shall be comprised of eleven Executive Board Members elected or nominated by the AGM or Special General Meeting of the Society, which include:
 - 5.2.1.1. The President (1)
 - 5.2.1.2. The Vice President (1)
 - 5.2.1.3. The Secretary (1)
 - 5.2.1.4. The Joint Secretary (1)
 - 5.2.1.5. The Treasurer (1)
 - 5.2.1.6. The Events Coordinator (1)
 - 5.2.1.7. The Seniors and Newcomers Coordinator (1)
 - 5.2.1.8. The Media Coordinator (1)
 - 5.2.1.9. The Women's Coordinator (1)
 - 5.2.1.10. The Youth and Sports Coordinator (1)
 - 5.2.1.11. The Cultural Heritage Coordinator (1)

5.2.2. The President:

- 5.2.2.1. shall be the chief executive of the Society and lead all activities and programs of the Society.
- 5.2.2.2. when present, shall chair all meetings of the Society and the Executive Committee.
- 5.2.2.3. shall act or nominate another Executive Officer as the spokesperson for the Society.
- 5.2.2.4. along with the treasurer, shall be responsible for all finances of NCSC, including the bank accounts and records of all income and expenses.

5.2.3. The Vice President:

- 5.2.3.1. shall assist the President and assume duties during the President's absence.
- 5.2.3.2. shall serve as Acting President when the position of the President becomes vacant.
- 5.2.3.3. shall carry out other activities as assigned by the Executive Committee.

5.2.4. The Secretary :

- 5.2.4.1. shall be responsible for keeping and preparing the meeting minutes of the Executive Committee, Board of Advisors, AGM, and Special General Meetings.
- 5.2.4.2. shall be responsible for the correspondence of the Society and the Executive Committee.
- 5.2.4.3. shall maintain the names and addresses of all Members of the society in the membership register.
- 5.2.4.4. Shall keep records of amendments in the Bylaws, and files incorporating documents with the Corporate Registry.
- 5.2.4.5. shall be responsible for keeping and using the Society seal, if adopted.
- 5.2.4.6. shall carry out other activities as assigned by the Executive Committee.

5.2.5. Joint Secretary:

- 5.2.5.1. shall assist in completing the Secretary's assignments.
- 5.2.5.2. In the absence of a secretary, shall work with the responsibility of the Secretary.
- 5.2.5.3. shall be responsible for maintaining society's inventory of assets.
- 5.2.5.4. shall carry out other activities as assigned by the Executive Committee.

5.2.6. The Treasurer:

- 5.2.6.1. shall be responsible for all finances of NCSC, including the bank accounts and records of all income and expenses.
- 5.2.6.2. shall present a detailed account of receipts and disbursements of expenses upon request by Executive Officers of the Executive Committee or Board of Advisors.
 - shall work with the accountants and/or auditors of the Society on the audit of the financial statements;
- 5.2.6.3. shall prepare and present audited annual financial statements in the AGM.
- 5.2.6.4. shall carry out other activities as assigned by the Executive Committee.

5.2.7 The Events Coordinator:

- 5.1.1.1. shall be responsible for organizing cultural, social, and educational events on behalf of the NCSC.
- 5.1.1.2. shall coordinate with other parties willing to work in partnership with NCSC to promote Nepalese culture and tradition.
- 5.1.1.3. shall carry out other activities as assigned by the Executive Committee.

5.2.8 Seniors and Newcomers Coordinator

- 5.2.8.1 shall develop, coordinate, and support senior-led wellness, social connection, and resource programs in collaboration with volunteers
- 5.2.8.2 shall plan and organize various programs targeting newcomers to Canada
- 5.2.8.3 shall explore financial support to run different programs for seniors and newcomers
- 5.2.8.4 shall liaise with different external organizations in the related issues.
- 5.2.8.5 shall assist actively in the various events organized by NCSC.
- 5.2.8.6 shall develop and maintain a close relationship with key stakeholders
- 5.2.8.7 shall carry out other activities as assigned by the Executive Committee.

5.2.9 The Media Coordinator:

- 5.2.9.1 shall be responsible for updating the Society Website and promoting the Society on social media networking websites;
- 5.2.9.2 shall be responsible for event videography/photography;
- 5.2.9.3 shall coordinate with the media.
- 5.2.9.4 shall carry out other activities as assigned by the Executive Committee.

5.2.10 Women's Coordinator

- 5.2.10.1 shall plan and organize Women's events
- 5.2.10.2 shall conduct community consultation/engagement and maintain partnerships on various women-related issues
- 5.2.10.3 shall develop and suggest different strategies to promote women's participation in community activities.
- 5.2.10.4 shall participate in the programs organized by various organizations.
- 5.2.10.5 shall develop and maintain a close relationship with key stakeholders
- 5.2.10.6 shall assist actively in the various events organized by NCSC.
- 5.2.10.7 shall carry out other activities as assigned by the Executive Committee.

5.2.11 Youth and Sports Coordinator

- 5.2.11.1 shall plan, prepare, and deliver various youth programs, sports leagues, and activities to meet NCSC's mission and values, serve NCSC members and the Nepalese community, and attract new members and participants to the events organized under the NCSC umbrella.
- 5.2.11.2 shall assist with the development of special family and youth events.
- 5.2.11.3 shall assist actively in the various events organized by NCSC.
- 5.2.11.4 shall collaborate with various organizations in the related issues
- 5.2.11.5 shall ensure the participation of Nepalese youths in various events organized by partner organizations.
- 5.2.11.6 shall develop and maintain a close relationship with key stakeholders
- 5.2.11.7 shall carry out other activities as assigned by the Executive Committee.

5.2.11. Culture and Heritage Coordinator

- 5.2.11.1. shall develop, plan, and coordinate significant operational initiatives to promote Nepalese Arts, culture, and heritage.
- 5.2.11.2. shall engage and respond to community needs by developing and implementing various cross-generational as well as cross-cultural projects and programs.
- 5.2.11.3. shall liaise with different external organizations in the related issues.
- 5.2.11.4. shall maintain an inventory of all the cultural items (dresses, musical equipment, paintings, etc.) in a proper way.
- 5.2.11.5. shall assist actively in the various events organized by NCSC.
- 5.2.11.6. shall develop and maintain a close relationship with key stakeholders
- 5.2.11.7. shall carry out other activities as assigned by the Executive Committee.

5.3 Resignation or Removal of a Member of the Executive Committee.

- 5.3.1 The term of the Executive Committee shall be two years.
- 5.3.2 The President may resign from the committee by giving one month's written notice to the Executive Committee. The resignation shall take effect either at the end of the month's notice or on the date the Executive Committee accepts the resignation.
- 5.3.3 Other members of the committee may resign by giving at least two weeks' written notice to the president. The resignation shall take effect once the Executive Committee approves it.
- 5.3.4 Any members of the Executive Committee who fail to attend three (3) consecutive meetings without good reason may be relieved of their duties by a majority vote of the Executive Members. The Executive Member in question shall have the right to defend at the Executive Committee meeting.
- 5.3.5 To remain in the elected position of the Executive Committee, the membership of the Executive Committee Members must be in good standing.
- 5.3.6 The member(s) of the Executive Committee shall be removed by a majority vote of the Executive Committee if they fail to perform the assigned roles and responsibilities.
 - 5.3.6.1 The member shall receive written notice at least **14 days** prior to the meeting at which the removal will be considered, outlining the reasons for the proposed removal.
 - 5.3.6.2 The member shall be allowed to respond to the concerns, either in writing or in person, before a decision is made.
 - 5.3.6.3 The decision of the Executive Committee shall be final, subject to appeal to the General Membership at the next General Meeting.

5.4 Meetings of the Executive Committee

- 5.4.1 The Executive Committee shall meet at least once every two months, at the date, time, and venue of its convenience, the due notification of which shall be provided by the Secretary to all Executive Committee Members and the Board of Advisors at least three(3) days before the meeting.
- 5.4.2 A majority of the members present at any Executive Committee meeting is a quorum. If there is no quorum, the President adjourns the meeting to another day within a week. At least five members of the Executive Committee present at this later meeting is a quorum.
- 5.4.3 Based on need, the Executive Committee may invite member(s) of the society for their inputs.
- 5.4.4 It shall be the responsibility of the Secretary to maintain the minutes of each meeting and to get them forwarded and signed by the participating Executive

Members.

5.4.5 All the members of the Executive Committee may agree to and sign a resolution without prior notice of a meeting. Such resolution shall be valid as passed from the Executive Committee from the date of resolution passed.

5.5 The Board of Advisors (BoA)

5.5.1 Composition

- 5.5.1.1 There shall be up to five volunteer members on the Board of Advisors. The immediate Past President, unless nominated for other positions in the Executive Committee, shall be an ex-officio advisor of the Board for two years. The other four advisors are nominated by the Executive Committee for a period of two years.
- 5.5.1.2 Diversity, expertise, gender balance, and equity shall be considered while nominating the advisors.
- 5.5.1.3 Any advisor whose activities are considered unfavorable to the Society may be suspended by the majority votes of the Executive Members.
- 5.5.1.4 Any advisor may be released from the position upon submitting resignation to the President of the Society.

5.5.2 Duties of the Board of Advisors

- 5.5.2.1 Shall work as an advisor to the Executive Committee;
- 5.5.2.2 Shall participate in the meetings called by the Executive Committee; and,
- 5.5.2.3 Shall carry out other activities assigned by the Executive Committee.

ARTICLE 6. ELECTIONS

- 6.1.1. Election for the Executive Committee shall be held during the Annual General Meeting.
- 6.1.2. At least twenty-one (21) days before the election, the Election Committee, through the Executive Committee, shall provide notice of the election.
- 6.1.3. The election notice should include at least the date, venue, and starting time of the election.
- 6.1.4. The Election Committee is authorized to work out the details of the election procedure not specified in the NCSC's election guidelines.
- 6.1.5. General and Life members in good standing shall be eligible for any position other than the President of the Executive Committee. One has to serve in any capacity in the Executive Board for at least one tenure for the president's candidacy.
- 6.1.6. The members of the Executive Committee shall maintain valid membership during their tenure as an Executive Board member. If not, the position shall be declared vacant.
- 6.1.7. All nominations received within the pre-specified date and time are considered candidates for nomination for the particular positions.

- 6.1.8. The nominee may withdraw the name by giving written notice to the Election Committee within the prespecified date and time.
- 6.1.9. It is the responsibility of the candidates to declare that they do not have any prior convictions.
- 6.1.10. A member can be elected or appointed to only one position.
- 6.1.11. If there are two or more candidates for the same position, the election committee shall announce the members' voting.
- 6.1.12. Voting shall be by a secret ballot prepared by the Election Committee, which shall be cast by voting members.
- 6.1.13. A candidate with the highest number of votes shall be declared as the winning candidate. In case of tie votes, the winner shall be declared by tossing a coin.
- 6.1.14. After completion of the election procedure, the ballots shall be destroyed after one year of the election.
- 6.1.15. The outgoing Executive Committee, within two weeks from the election date, shall transfer bank accounts and all Society assets and records to the newly elected Executive Committee and brief the incomplete and ongoing activities of the committee.
- 6.1.16. If more than one-third of the positions become vacant at once within the first year of election, the positions shall be filled through the re-election process.
- 6.1.17. Members who have maintained valid membership since 31st January of the election year are eligible to vote in the upcoming election.
- 6.1.18. The individuals holding key positions (President, Vice-President, Secretary, and Treasurer) in any other organization registered under the Alberta Society Act cannot present candidacy for the positions of the President, Vice-President, Secretary, and Treasurer.

ARTICLE 7. ADMINISTRATIVE AND FINANCIAL MANAGEMENT

7.1. Administrative

- 7.1.1. The Registered Office of the Society shall be located in Calgary, Alberta. The change of address should be provided to the Corporate Registry office of Alberta.
- 7.1.2. The Executive Committee maintains all necessary books and records of the Society as required by the Bylaws, the Societies Act, or any other statute or laws.
- 7.1.3. The Secretary maintains the minutes of all meetings of the Society, the Executive Committee, the Board of Advisors, special committee, and sub-committees at the Registered Office of the Society.
- 7.1.4. All the NCSC inventory of assets shall be recorded and stored safely in the office premises.

- 7.1.5. The books and records of the Society may be reviewed for a valid reason by a group of five or more voting members by giving at least two weeks' written notice to the President or the Secretary. The Executive Committee, upon review and minuting of the request, shall provide the records to the members at the society's office.
- 7.1.6. The Executive Committee may adopt a seal as the Seal of the Society. If adopted, the Secretary has control and custody of the seal, unless the Executive Committee decides otherwise. The Seal of the Society can only be used by Executive Board Members authorized by the Executive Committee.

7.2. Financial and Audit

- 7.2.1. The books, accounts, and records of the Secretary and Treasurer shall be audited at least once each year by a duly qualified accountant or by two members of the society elected for that purpose at the Annual Meeting as the Executive Committee.
- 7.2.2. The fiscal year of the Society ends on December 31 of each year. The Treasurer, in conjunction with the President, shall be responsible for all finances of the Society, including the bank accounts and records of all income and expenses.
- 7.2.3. All the income and expense reports supported by invoices and/or receipts shall be submitted to the Treasurer within two weeks of each event/activity.
- 7.2.4. Unless directed otherwise by the Executive Committee, the President and the Treasurer have spending power up to \$1,000 (One thousand) and \$500 (Five hundred) respectively for the activities of the Society without pre-authorization of the Executive Committee. Such expenditure must be presented at the following executive meeting and ratified before any further spending.
- 7.2.5. The President and the Treasurer of the Executive Committee shall sign all cheques drawn from NCSC accounts. Treasurer is a must. In the absence of the President, the Vice-President shall sign the cheque.
- 7.2.6. The Executive Committee is authorized to spend for the Society programs and services.
- 7.2.7. There shall be no borrowing of money by the Executive Committee without prior approval from the AGM.
- 7.2.8. No Advisor or Executive Committee Member is liable for any loss due to an oversight or error in judgment while working for the Society unless the actions are considered as fraud, dishonesty or bad faith.
- 7.2.9. Advisors or Executive Committee Members can rely on the accuracy of any statement or report prepared by the Society's auditor/accountant. Advisors or Executive Committee Members are not held liable for any loss or damage as a result of acting on that statement or report.
- 7.2.10. The President and the Treasurer shall be the contact persons to all accounts of interest to NCSC.
- 7.2.11. The Executive Committee Members and the members of the Advisory Board shall

not receive any remuneration for their services to NCSC's core activities. However, they will be remunerated for less than 10 hours a month if specific expertise is required to accomplish certain activities/objectives of externally funded projects.

- 7.2.12. The financial statements/Compilation report of the NCSC shall be prepared annually before the AGM is held. It shall be the responsibility of the Executive Committee to work out the procedures for getting approval from the AGM.
- 7.2.13. The Treasurer shall keep all books and records, properly recording all incomes, expenditures, assets, and liabilities of the Society.

ARTICLE 8. GAMING PROCEEDS ACCOUNT

- 8.1.1. The gaming proceeds of the Society received through the Alberta Gaming and Liquor and Cannabis (AGLC) shall be managed separately, known as the Gaming Proceeds Account.
- 8.1.2. The Society's use of the gaming proceeds must be in accordance with the AGLC's gaming proceeds policy to maximize the benefit to the Society and its objectives.
- 8.1.3. The proceeds shall be spent from the approval of the AGLC on eligible Society expenses and charitable purposes.
- 8.1.4. The proceeds shall be used to preserve or promote the Nepalese heritage, traditions, and cultures by offering educational programs or cultural activities to the local community.
- 8.1.5. Gaming proceeds shall remain in a separate account until spent on the approved uses. The Executive Committee must follow the AGLC guidelines for the management of the Gaming Proceed Account of the Society.
- 8.1.6. The Executive Committee, upon approval from AGLC, shall have the authority to expand the Society's cultural events and functions, facility rental, Nepalese Language School operation, Resource Centre operation and similar activities to meet the Society's objectives.
- 8.1.7. The Executive Committee in coordination with AGLC, shall have the authority to donate and manage the existing endowment fund for a NCSC Resource Centre within the AGLC guidelines and approvals.
- 8.1.8. The Executive Committee, with the approval of the AGLC, is authorized to make a donation of not exceeding Five thousand dollars (\$5,000) to a single charity or a non-profit organization, and a maximum of Fifteen thousand dollars (\$15,000) in a fiscal year. This limit does not apply in special cases like natural calamities/health emergencies/ fire etc.
- 8.1.9. The books and records of the Gaming Proceed Account are subject to review and/or audit by the AGLC, as specified in these bylaws.
- 8.1.10. The Executive Committee shall notify AGLC of any changes to the Society's structure, objectives, bylaws, executives, use of proceeds, and programs or services.

ARTICLE 9. AMENDMENT OF OBJECTIVES AND BYLAWS

- 9.1.1. These Bylaws may be revised, replaced, or amended by a special resolution at the Annual General Meeting or a Special General Meeting of the Society.
- 9.1.2. A notice of twenty-one (21) days is required for the Annual General or Special Meeting of the Society to change the Bylaws.
- 9.1.3. The amended Bylaws take effect after approval of the Special Resolution at the Annual General Meeting or Special Meeting and its acceptance by the Corporate Registry of Alberta.

ARTICLE 10. DISSOLUTION AND REMAINING ASSETS

- 10.1.1. The Society cannot be dissolved unless the Certificate of Incorporation is revoked or canceled according to the Societies Act, as amended.
- 10.1.2. In the event of the dissolution of the Society, the Executive Committee shall take full account of the Society's assets and liabilities and auction off the tangible assets. Revenue generated by the auction plus the remaining funds shall be used to settle the Society's liabilities.
- 10.1.3. The remaining funds after payments of the Society's liabilities shall be donated to a non-profit organization that has objectives similar to those of the NCSC.
- 10.1.4. The funds remaining in the AGLC Gaming Proceeds shall be:
 - 10.1.4.1. disbursed to eligible charitable or religious groups or purposes; or
 - 10.1.4.2. transferred in trust to a municipality until such time as the assets can be transferred from the municipality to a charitable or religious group or purpose approved by the AGLC Board.

Bylaws of the Nepalese Community Society of Calgary

Dated at the City of Calgary, in the Province of Alberta, thisday of March.....
(Signatures of five (5) incorporators plus witnesses are needed)

Incorporator (printed name and signature)

Witness (printed name and signature)

Address

Address

Incorporator (printed name and signature)

Witness (printed name and signature)

Address

Address

Incorporator (printed name AND signature)

Witness (printed name and signature)

Address

Address

Incorporator (printed name and signature)

Witness (printed name and signature)

Address

Address

Incorporator (printed name and signature)

Witness (printed name and signature)

Address

Address