

**By-Law
Of
Non-Resident Nepali Association – Canada**

**A Not-for-Profit Organization functioning under
the Canada Not-For-Profit Corporations Act S.C. 2009, c.23**

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Preamble

Considering that all the Non-Resident Nepalese residing in Canada having various profession and business are agreed to unite in the spirit of Nepali fraternity, social welfare and harmony of the Nepalese communities in Canada. We all the Nepali Diaspora realise to establish an autonomous, non-profitable, non-political organization with perpetual existence named NRN-Canada. It emphasis to preserve and promote the Nepali art, culture and heritage. NRN Canada initiates investment promotion and technology transfer for holistic development of Nepal. For the betterment of the Nepali Diaspora in Canada this Bylaw has been formulated and effective. Hereafter, all the activities under NRN Canada shall be conducted under this Bylaw.

Article I

1. Title and Commencement

- 1.1. This Bylaw shall be called Bylaw of NRN-Canada.
- 1.2. It shall be applicable to all the members of NRN-Canada.
- 1.3. It shall be immediately effective after approval by the AGM.

Article II

2. Definition

In this by-law and all other regulations of NRN-Canada unless the context otherwise requires:

- A) "Non-Resident Nepali (NRN) means Nepali citizen residing in Canada for two or more than two years or Canadian citizen with Nepalese origin whose father, mother, grandfather or grandmother is the citizen of Nepal.
- B) "NRNA Canada" means the national organization of Non-Resident Nepali in Canada. In this By Law, it is known as "Organization" too.
- C) "NCC" means National Coordination Council which is the board of directors of NRN- Canada.
- D) "Executive body" comprises the president, vice-president, general secretary, secretary and treasurer and member as an executive at large. The member of executive body shall be appointed as an officer by the NCC. It shall be one third or fewer of existing NCC.
- E) "Executive at large" means member/s appointed by the NCC
- F) "Act" means the Canada Not-For-Profit Corporations Act S.C. 2009, c.23 including the Regulations made pursuant to the Act, and any statute or regulations that may be substituted, as amended from time to time;
- G) "Articles" means the original or restated articles of incorporation or articles of amendment, amalgamation, continuance, reorganization, arrangement or revival of the Corporation;
- H) "By-Laws" means the By-Laws of NRN- Canada as amended from time to time and as in force and in effect from time to time.
- I) "Annual General Meeting (AGM)" means the meeting of NRN- Canada members held each year.

- J) “Special General Meeting (SGM)” means a meeting called as per the Act or by the President/Chairman to resolve an urgent issue.
- K) “President” means the board member appointed by NCC (Board of directors) to provide entirely executive leadership of NRN- Canada.
- L) “Chairperson” means a board member who is elected by the NCC.
- M) “Provincial/Territorial committee” means the comprised of NCC members, representatives from the local Nepalese community associations or from the local Nepali communities from that province/ territory. It shall be chaired by an executive officer or elected senior NCC member.
- N) “Non-Resident Nepali (NRN) means Nepali citizen residing in Canada for two or more than two years or Canadian citizen with Nepalese origin whose father, mother, grandfather or grandmother is the citizen of Nepal.
- O) “Working Committee” means the Committee of individual who are appointed by the NCC from time to time to serve thereon to carry out special tasks assigned by the General Assembly and/or the NCC.
- P) In this By-Law and in all other regulations of NRN-Canada hereafter passed, unless the context otherwise requires, words importing the singular number or the masculine gender now and then shall include the plural number or the feminine gender, as the case may be, and vice-versa, and references to persons shall include firms and corporations.
- Q) Save as aforesaid, all the words and terms appearing in this By-Law shall have the same definition and application as in the Act.

Article III

3. Name, Head Office and Organization,

3.1 The organization shall be known as “Non-Resident Nepali Association–Canada” (NRNA Canada). It can be called simply “NRN-Canada” as well.

3.2 The Head Office of NRNA Canada shall be in the city or town of residence of the President of NRNA Canada or wherever designated in Canada from time to time by the NCC or by resolution of the General Assembly of NRNA Canada.

3.3 NRN-Canada is organized and shall operate as a not-for-profit, nonpartisan and secular organization and shall have such powers as are now or may hereafter be granted to it by the Canada Not-For-Profit Corporations Act S.C. 2009.

Article IV

4. Organization Seal, Logo and Letterhead

4.01 NRN-Canada shall have its own separate seal, Logo and letter head as per annex-1, 2, and 3

Article V

5. Mission

NRN-Canada shall advance the common interest of all Non-Resident Nepalese in Canada regardless of their age, gender, ethnicity, religion, political affiliation, profession or educational qualifications towards building a closer, prosperous and tolerant Nepali diaspora.

6. Goals and Objectives

- 6.01 To unite all the Non-Resident Nepalese as well as Nepali community organizations through the membership drive across Canada.
- 6.02 To build up social harmony among Nepali diaspora through the promotion and preservation of Nepali language, art, culture and heritage.
- 6.03 To co-ordinate the affairs of NRN-Canada with NRNA-ICC to achieve its goals to enrich global NRN movement.
- 6.04 To promote the Canadian investment promotion and technology transfer for the holistic development of Nepal.
- 6.05 To assist for building up the reciprocal relationship between Canada and Nepal.
- 6.06 To deliver the updates of NRN activities towards its members from the electronic, print or other social Medias.
- 6.07 To mentor the professional newcomers for their opportunity and scope in Canada.
- 6.08 To empower the women and youth for leadership development.
- 6.09 To conduct welfare activities in Canada and Nepal.
- 6.10 To explore financial resources and its mobilization.

Article VI

7. Membership

A Non-Resident Nepali who respect this by law without any condition might be a member.

7.01 Eligibility of membership

Followings are eligibility of membership:

- A) An individual age of 18.
- B) Nepali citizen residing in Canada for two or more than two years.
- C) Canadian citizen with Nepalese origin whose father, mother, grandfather or grandmother is the citizen of Nepal.

7.02 Types of Membership

- A) Registered Member: An individual under the section 7.01 of the Bylaw shall be a registered member.
- B) Life Member: An individual under the section 7.01 of the Bylaw with strong commitment to NRN-Canada shall be a life member. Such member shall pay dues at a rate determined by NCC.
- C) Honorary Member: An individual who have given distinguished contribution to NRN-Canada can be awarded as an Honorary Member. This membership shall be granted after approval of the AGM in recommendation of NCC.
- D) Associate Member: Any Nepalese community organization that respects the Bylaw, can be granted an Associates member. Such member should pay dues at a rate determined by NCC.
- E) Associate Individual Member: An individual who is from Nepal or not from Nepal but want to join and contribute NRN Canada can be allowed as Associate Individual Member. This kind of member doesn't need nrn status but are bound to all rules and responsibilities assigned by NRNA Canada. The membership fee applies to the same as registered member.

Registered members and life member shall have voting rights rest of all types of member shall not be granted voting rights.

7.03 Resignation of membership

A member shall be terminated under any of the following grounds:

- A) The member dies.
- B) Resignation approve by NCC.
- C) Status of a bankrupt.

- D) Has been declared incapable a court.
- E) Expelled by two third majority of NCC.

The General Secretary or the Treasurer shall remove the terminated member's name from the membership record. The paid membership dues shall not be refunded.

7.04 Dues

The membership dues shall be determined by the NCC and approved by AGM from time to time.

Article VII

8. General Meeting

General meeting shall be held in presence of members as per the acts. It shall be organized as determined venue, time, and date.

- 8.1 Annual General Meeting: This meeting shall be held once a year with 21 days prior notice mentioning the item of agenda of discussion to the members. NCC may table the amendment of By law or policy of NRN-Canada in the Meeting. Such meeting shall carry out the following businesses of NCC:
 - A) Annual progress report
 - B) Annual plan with budget allocation
 - C) Financial report with auditor's report
 - D) Appointment of auditor
 - E) Selection of ICC member/s and RC/DRC (as needed)
 - F) Others
- 8.2 Special General Meeting: It shall be held special situation of the organization where it limits on only item of agenda of discussion. Such meeting shall be held under the following circumstances:
 - A) To approve the vote of no confidence to the NCC or its officers
 - B) To dissolve the organization.
 - C) Others.This meeting can be held in written request to the NCC with at least 25% of existing members. NCC shall call the SGM in 15 days of receiving such request by the members. Such meeting shall be held with 7 days prior notice to the members.

9. National Co-ordination Council (Board of directors)

It shall be a leadership body of NRN to manage and supervise entire organizational activities. The NCC shall consist of 21 members across Canada including 4 nominated members by the Board where the 17 members shall be elected from various cities across Canada on the basis of number of voting members. The NCC shall nominate such 4 members including the area of their expertise, gender, territory, ethnicity etc. Such member shall pay the equivalent amount of NCC candidate.

- 9.01 The NCC shall be elected for a term of two years but its term of office shall continue until its successor is elected.
- 9.02 The NCC shall conduct its meeting at least six times a year with physical presence or video or telephone conference.
- 9.03 It shall nominate the advisors of NRN-Canada among the distinguished contributor who is dignitary in his/her own field. The number of advisor shall be up to 13.
- 9.04 It shall appoint the chief election commissioner 3 months prior to election of NCC. Chief election commissioner shall appoint the required members of election commission in consent of NCC.
- 9.05 It may appoint brand ambassador of NRN Canada with the approval of two third majority of NCC.
- 9.06 NCC shall appoint the following officers:
 - a) President- 1
 - b) Vice- President - 3
 - c) General Secretary - 1
 - d) Secretary - 1
 - e) Treasurer - 1
 - f) Women & Children Affairs coordinator

Such officer team shall be known as executive body of NRN-Canada.

- 9.07 It shall appoint the coordinator of sub-committee. The coordinator shall appoint from 3 to 15 other members including a member secretary in the consent of NCC.
- 9.08 It may appoint the coordinators of provincial/territorial committees. The coordinator shall appoint from 4 to 14 other members including a member secretary in the consent of NCC.
- 9.09 The office of the NCC members shall be automatically vacated:
 - a) By the approval of two third majority of an AGM or a SGM regarding the removal resolution of NCC member of his/her office.
 - b) By the approval of written resignation from his/her office.

- c) If member is absent in consecutive 5 board meetings without reasonable notice.
 - d) If he/she is found by a court to be of unsound mind.
 - e) If he/she becomes bankrupt.
 - f) If he/she dies.
- 9.10 If any vacant as per section 9.10, NCC shall fulfil the vacated office by same procedure of his representation in the NCC. If his/her tenure remains less than 6 months, the NCC shall not fulfil the vacated office.
- 9.11 The NCC member shall serve as a volunteer. But an NCC member may be paid reasonable expenses by the board for official activities.
- 9.12 President and general secretary may be authorized for expenses of miscellaneous cost of small amount determined by the board.
- 9.13 Banking business of organization shall be operated by the mutual signature of treasurer, general secretary and president.
- 9.14 Chairperson of the NCC shall be elected among the board members to lead the NCC.

10. Rights and Duties of Executive officers

10.1 President

The president shall be the Chief Executive Officer of NRN-Canada and shall be responsible for implementing of decision, strategic plans and policies of the NCC.

- A) The president shall chair the meetings.
- B) The president shall provide active leadership and representation to any national or international meeting, seminar, conference and convention.
- C) The president shall be responsible for the general and active management of the affairs of NRN-Canada.
- D) The president shall maintain the relation with ICC in close coordination with RC/DRC and ICC member representing from Canada.
- E) The president shall represent in a meeting, seminar, convention or conference and he/she has authority to nominate the representative among the NCC members in case of his/her unavailability.
- F) The president shall issue the press statement with consulting executive officers.

- G) The president may grant the role and responsibility of his/her office to the executive officer in respective order.
- H) The president shall maintain the close relationship with Canadian governmental and non-governmental organization as well as other foreign organization or agencies in Canada.
- I) The president may explore the financial as well as other resources for strengthening of the NRN movement in Canada.

10.2 Vice-Presidents

- A) The vice president shall perform the duties and responsibilities assigned by the AGM and NCC.
- B) The vice president shall fulfil the duties and responsibilities delegated by the president.
- C) In absence of president, the vice president shall lead the organization as an acting president.

10.3 General Secretary

The General Secretary shall be the chief administrative officer of NRN-Canada. He/she shall maintain day to day administrative activities.

- A) The general secretary shall conduct the meetings and programs.
- B) The general secretary shall prepare the subject matter of discussion of meetings with consultation of the president.
- C) The general secretary shall invite the members for meetings and programs.
- D) The general secretary shall keep internal and external correspondence.
- E) The general secretary shall keep minute, records, letter head, password of electronic record and data as well as other properties belong to NRN Canada in his/her custody.
- F) The general secretary shall maintain and update the NRN-Canada website and social media.
- G) The general secretary shall disseminate the information to the members.
- H) The general secretary shall be custodian of the seal of NRN-Canada.
- I) The general secretary shall perform the duties and responsibilities assigned by the AGM and NCC.

10.4 Secretary

- A) The secretary shall fulfil the duties and responsibilities delegated by the general secretary.
- B) In absence of general secretary, the secretary shall provide the leadership as an acting general secretary.
- C) The secretary shall perform the duties and responsibilities assigned by the AGM and NCC.

10.5 Treasurer

The treasurers shall lead the organization for financial discipline and transparency.

- A) The treasurer shall have the custody of the funds.
- B) The treasurer shall keep the account of all assets, liabilities, receipts and disbursements of NRN-Canada
- C) The treasurer shall collect dues and payment.
- D) The treasurer shall deposit all monies, securities and other valuable assets in the bank.
- E) The treasurer shall disburse the funds as directed by authority.
- F) The treasurer shall prepare the detail annual budget to present in AGM.
- G) The treasurer shall submit the income and expenditure transactions to the NCC meeting.
- H) The treasurer shall carry out other duties and responsibilities as assigned by the AGM and NCC.

Article VIII

11. Meeting

All the meetings including NCC may be held at any time and venue to be determined by concerned committee with at least 7 days written prior notice with date, time, venue and item of agenda of discussion. But in the emergency circumstances, the meeting can be held at least 24 hours written prior notice. The meeting may be conducted via tele conference or video conference. Each meeting member shall be authorised to exercise vote.

12. Quorum

The quorum of a meeting of all the committees including NCC shall be greater number than 50% of existing number of the committee.

Article IX

13. Sub-committees

NCC shall formulate sub committees to achieve its goals and objectives. Such committee shall have a coordinator, a member secretary and up to 7 members. Such committee shall be fully responsible and accountable towards the NCC

13.01 The NCC shall form the following sub committees:

1. Event, Culture and Fundraising sub-committee
2. Immigration and newcomer sub-committee.
3. Membership & Public Affairs sub-committee
4. Language, Literature and Publication sub-committee
5. Women's and Children's Welfare sub-committee
6. Youth and Sports sub-committee
7. Professional Networking & Mentorship sub-committee
8. Investment promotion and technology transfer sub-committee
9. Media and Communication Committee
10. Finance Committee
11. Tourism promotion Committee

13.02 Special Sub Committees

The NCC may formulate a special sub-committee to amend the By law, regulation, guideline and procedures as well as other particular tasks or project. The NCC shall provide the time frame (period) for such committees. Such committee shall be fully responsible and accountable towards the NCC.

Article X

14. Election

14.01 General Elections

- A) The election commission shall conduct the election under the Bylaw, established democratic norms & values and other legal guideline provided by the NCC.

- B) The election commission shall allocate the number of NCC members on the basis of number of the voters. A municipality shall elect one or more than one NCC member. Two or more adjoining municipalities may elect a NCC member on the basis of required number of the voters. It shall implement after approval by the NCC.
 - C) Election of the NCC members shall be held at least one month prior to the Annual General Meeting.
 - D) All valid members can be the candidate of NRNA Canada executive portfolio but president candidate must have completed one term NCC member.
- 14.02 Election shall be held as per one individual one vote with physically presence but a newly elected NCC member may delegate his/her voting rights to any existing voting member for the selection of executive officer. Such power of delegation (proxy) shall be in written form. The delegatee shall present the proof of delegation of voting rights to the chief election commissioner prior to the election.

Article XI

15. Financial Management

15.1 Fiscal Year

The financial fiscal year of the organization shall end on December 31 each year.

15.2 Funds and Resources

NRN-Canada shall have its own fund and separate bank account. It shall maintain the financial transparency through the proper bookkeeping.

15.2.1 The followings shall be the sources of income of the organization:

- A) Membership due
- B) Candidacy dues of election
- C) Sponsors
- D) Miscellaneous

15.2.2 The NCC may generally expense its funds in the following areas:

- A) Day to day administrative activities
- B) Membership Dues to ICC
- C) Meetings and workshop

- D) Information management and dissemination
- E) Publication
- F) Others

15.2.3 The detail budget for each financial year of NRN-Canada shall be prepared before AGM and it shall be approved by AGM before any kind of expenses but in the case of emergency circumstance, NCC may amend the particular budget heading.

15.3 Inspection of organizational Records

Any NCC member may inspect the minute, bookkeeping, bills & records of NRN-Canada with at least five days prior notice.

Article XII

16 Miscellaneous

- 16.1 The NCC may form a charity organization as a subsidiary organization under the NRN Canada, **Canada-Nepal Friendship Foundation**, shall be established and operated to promote Canadian Nepalese Community for Nepali education, preservation of art, culture & heritage and health as well as support to Nepal in area of poverty alleviation, education and cultural exchange between Canada and Nepal.
- 16.2 All the previous activities carried out by NRN Canada shall be considered as inconsistent with this Bylaw.
- 16.3 If any clause of this Bylaw contradicts with the existing Act, the Act shall be prevailed.
- 16.4 The AGM shall have the ultimate rights to amendment and interpretation of this Bylaw.
- 16.5 The NCC may formulate necessary regulations, guidelines and procedures to fulfil the objectives of the organization under this Bylaw. Such legal documents shall be effective after approval by the AGM.
- 16.6 Association may dissolve as per the Act. The NCC may call the members meeting with at least 30 days prior notice to approve the resolution of dissolution. In case of the dissolution of the

organization, any remaining funds, assets and liabilities of the organization shall be donated to charities as per the Act.

Annex-1

The seal of the NRN- Canada.



Annex-2

The Logo of the NRN- Canada.



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Annex-3

The letter head of the NRN- Canada.



Non-Resident Nepalese National Coordination Council-Canada

President

Date:

Vice-President

General Secretary

Secretary

Treasurer

Spokesperson

Coordinator: Women & Children Affairs

Members

Name of Organization:

Official address:
